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understanding of our financial statements because they involve significant judgments and uncertainties. There have been no material changes to our critical accounting policies.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)(unaudited)

1. A. A. A. GENERAL (continued) estimates previously disclosed in Item 7 of our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, except as follows: Fair values of assets acquired and liabilities assumed in acquisitions are estimated at the acquisition date. Assets acquired and liabilities assumed in a business combination are recorded at their estimated fair value on the date of acquisition. The difference between the purchase price amount and the net fair value of assets acquired and liabilities assumed is recognized as goodwill on the balance sheet if the purchase price exceeds the estimated net fair value or as a bargain purchase gain on the income statement if the purchase price is less than the estimated net fair value. We apply significant judgment in estimating the fair value of assets acquired and liabilities assumed, which involves the use of significant estimates and assumptions. Changes in these judgments or estimates can have a material impact on the valuation of the respective assets and liabilities acquired and our results of operations in periods after acquisition. The allocation of the purchase price is preliminary for up to one year after the acquisition date as more information is obtained about the fair value of assets acquired and liabilities assumed. See Note 7 of the Consolidated Financial Statements for further information on the fair values of assets acquired and liabilities assumed in recent business combinations.

Accounting PronouncementsThe following table summarizes recent Accounting Standard Updates ("ASU") issued by the Financial Accounting Standards Board ("FASB") that could have an impact on the Company's Consolidated Financial Statements:StandardDescriptionEffective Date for CompanyEffect on the Consolidated Financial StatementsRecently issued standards:ASU 2024-01 "Compensation - Stock Compensation" (Topic 718): Scope Application of Profits Interest and Similar AwardsThis amendment adds an illustrative example to demonstrate how an entity should apply the scope guidance in paragraph 718-10-15-3 to determine whether profits interest and similar awards should be accounted for in accordance with Topic 718.Fiscal years beginning after December 15, 2024We do not believe the adoption of this guidance will have a material effect on our Consolidated Financial Statements.ASU 2024-02 "Codification Improvements - Amendments to Remove References to the Concepts Statements"Amendments in this update remove references to various FASB Concepts Statements.Fiscal years beginning after December 15, 2024We do not believe the adoption of this guidance will have a material effect on our Consolidated Financial Statements.ASU 2023-06 "Disclosure Improvements"The amendments in this update modify the disclosure or presentation requirements of a variety of Topics.The effective date for each topic is contingent on future SEC rule setting.We are currently assessing the impact adopting this standard will have on our Consolidated Financial Statement disclosures. We do not believe the adoption of this guidance will have a material effect on our results of operations.ASU 2023-07 "Segment Reporting" (Topic 280): Improvements to Reportable Segment DisclosuresThe amendments in this update improve reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses.Fiscal years beginning after December 15, 2023We are currently assessing the impact adopting this standard will have on our Consolidated Financial Statement disclosures. We do not believe the adoption of this guidance will have a material effect on our results of operations.ASU 2023-09 "Income Taxes" (Topic 740): Improvements to Income Tax DisclosuresThis standard modifies the rate reconciliation and income taxes paid disclosures by requiring consistent categories and greater disaggregation of information in the rate reconciliation, as well as requiring income taxes paid to be disaggregated by jurisdiction.Fiscal years beginning after December 15, 2024We are currently assessing the impact adopting this standard will have on our Consolidated Financial Statements.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)(unaudited)

2. A. A. A. SEGMENT INFORMATION As a result of our acquisition of Masonite International Corporation, which was completed on May 15, 2024, the Company now has four reportable segments: Roofing, Insulation, Doors and Composites. Accounting policies for the segments are the same as those for the Company. The Company's four reportable segments are defined as follows:Roofing Within our Roofing segment, the Company manufactures and sells residential roofing shingles, oxidized asphalt materials, and roofing components primarily used in residential and commercial construction.Insulation Within our Insulation segment, the Company manufactures and sells thermal and acoustical batts, loose fill insulation, spray foam insulation, foam sheathing and accessories. It also manufactures and sells glass fiber pipe insulation, energy efficient flexible duct media, bonded and granulated stone wool insulation, cellular glass insulation, and foam insulation used in above- and below-grade construction applications.Doors Within our new Doors segment, the Company manufactures and sells interior and exterior doors and door systems.Composites Within our Composites segment, the Company manufactures, fabricates and sells glass reinforcements in the form of fiber. Glass reinforcement materials are also used by the Composites segment to manufacture and sell high value applications in the form of non-wovens, fabrics and composite lumber.NET SALESThe following tables show a disaggregation of our Net sales by segment and geographic region (in millions). Corporate eliminations (shown below) largely reflect intercompany sales from Composites to Roofing. External customer sales are attributed to geographic region based upon the location from which the product is sold to the external customer. For the three months ended June 30, 2024Reportable SegmentsRoofingInsulationDoorsCompositesEliminationsConsolidatedDisaggregation CategoriesU.S. residential\$1,049A \$382A \$244A \$121A \$(87)\$1,709A U.S. commercial and industrial37A 209A \$A 187A (2)431A Total United States1,086A 591A 244A 308A (89)1,400A Europe4A 184A 30A 119A \$A 333A Asia-Pacific4A 37A 1A 87A \$A 125A Rest of world19A 104A 36A 32A \$A 191A NET SALES\$1,105A \$916A \$311A \$546A (\$89)\$2,789A For the three months ended June 30, 2023Reportable SegmentsRoofingInsulationDoorsCompositesEliminationsConsolidatedDisaggregation CategoriesU.S. residential\$1,054A \$324A \$A \$87A (\$83)\$1,382A U.S. commercial and industrial40A 223A \$A 237A (2)498A Total United States1,094A 547A \$A 324A (85)1,880A Europe4A 201A \$A 135A \$A 340A Asia-Pacific1A 41A \$A 116A \$A 158A Rest of world24A 116A \$A 45A \$A 185A NET SALES\$1,123A \$905A \$A \$620A (\$85)\$2,563A

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)(unaudited)

2. A. A. A. SEGMENT INFORMATION (continued)For the six months ended June 30, 2024Reportable SegmentsRoofingInsulationDoorsCompositesEliminationsConsolidatedDisaggregation CategoriesU.S. residential\$1,972A \$761A \$244A \$238A \$(167)\$3,048A U.S. commercial and industrial57A 411A \$A 355A (5)818A Total United States2,029A 1,172A 244A 593A (172)3,866A Europe6A 360A 30A 240A (1)629A Asia-Pacific6A 64A 1A 171A \$A 236A Rest of world33A 224A 36A 65A \$A 358A NET SALES\$2,062A \$1,820A \$311A \$1,069A (\$173)\$5,089A For the six months ended June 30, 2023Reportable SegmentsRoofingInsulationDoorsCompositesEliminationsConsolidatedDisaggregation CategoriesU.S. residential\$1,893A \$694A \$A \$172A (\$148)\$2,611A U.S. commercial and industrial64A 429A \$A 455A (4)944A Total United States1,957A 1,123A \$A 627A (152)3,555A Europe8A 395A \$A 272A (1)674A Asia-Pacific1A 72A \$A 223A \$A 296A Rest of world52A 234A \$A 83A \$A 369A NET SALES\$2,018A \$1,824A \$A \$1,205A (\$153)\$4,894A Sales to major customers - The Company had two customers that exceeded 10% of consolidated net sales for the six months ended June 30, 2024. The first customer, which is a customer of both the Roofing and Insulation segments, accounted for approximately 12% of the Company's consolidated net sales for the six months ended June 30, 2024. The second customer, which is a customer of the Roofing, Insulation and Doors segments, accounted for approximately 11% of the Company's consolidated net sales for the six months ended June 30, 2024.EARNINGS BEFORE INTEREST AND TAXESEarnings before interest and taxes (EBIT) by segment consist of net sales less related costs and expenses, and are presented on a basis that is used internally for evaluating segment performance. Certain items, such as general corporate expenses or income and certain other expense or income items, are excluded from the internal evaluation of segment performance. Accordingly, these items are not reflected in EBIT for our reportable segments and are included within Corporate, Other and Eliminations.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)(unaudited)

2. A. A. A. SEGMENT INFORMATION (continued)The following table summarizes EBIT by segment (in millions):A Three Months EndedJune 30,Six Months EndedJune 30,A 2024202320242023Reportable SegmentsRoofing\$373A \$338A \$659A \$547A Insulation183A 163A 344A 319A Doors34A \$A 34A \$A Composites61A 87A 107A 136A Total reportable segments651A 588A 1,144A 1,002A Restructuring costs(47)(47)(61)(65)Gain on sale of Santa Clara, California site(A) \$A \$A 189A Gains on sale of certain precious metals(A) \$A \$A 2A Paroc marine recall(6)(6)(7)(6)A Strategic revenue-related charges(15)(A) (7)(A) A Acquisition-related transaction costs(29)(A) (47)(A) A Acquisition-related integration costs(21)(A) (21)(A) A Recognition of acquisition inventory fair value step-up(12)(A) (12)(A) A General corporate expense and other(63)(54)(118)(107)Total corporate, other and eliminations(193)(101)(283)19A EBIT\$548A \$487A \$861A \$1,021A 3. A. A. A. INVENTORIES Inventories consist of the following (in millions):June 30, 2024December 31, 2023Finished goods\$850A \$742A Materials and supplies726A 456A Total inventories\$1,576A \$1,198A

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)(unaudited)

4. A. A. A. DERIVATIVE FINANCIAL INSTRUMENTS The Company is exposed to, among other risks, the impact of changes in commodity prices, foreign currency exchange rates, and interest rates in the normal course of business. The Company's risk management program is designed to manage the exposure and volatility arising from these risks, and utilizes derivative financial instruments to offset a portion of these risks. The Company uses derivative financial instruments only to the extent necessary to hedge identified business risks, and does not enter into such transactions for trading purposes. The Company generally does not require collateral or other security with counterparties to these financial instruments and is therefore subject to credit risk in the event of nonperformance; however, the Company monitors credit risk and currently does not anticipate nonperformance by other parties. Contracts with counterparties generally contain right of offset provisions. These provisions effectively reduce the Company's exposure to credit risk in situations where the Company has gain and loss positions outstanding with a single counterparty. It is the Company's policy to offset on the Consolidated Balance Sheets the amounts recognized for derivative instruments with any cash collateral arising from derivative instruments executed with the same counterparty under a master netting agreement. As of June 30, 2024 and December 31, 2023, the Company did not have any amounts on deposit with any of its counterparties, nor did any of its counterparties have any amounts on deposit with the Company.Derivative Fair ValuesOur derivatives consist of natural gas forward swaps and foreign exchange forward contracts, all of which are over-the-counter and not traded through an exchange. The Company uses widely accepted valuation tools to determine fair value, such as discounting cash flows to calculate a present value for the derivatives. The models use Level 2 inputs, such as forward curves and other commonly quoted observable transactions and prices. The fair value of our derivatives and hedging instruments are all classified as Level 2 investments within the three-tier hierarchy.The following table presents the fair value of derivatives and hedging instruments and their respective location on the Consolidated Balance Sheets (in millions):A Fair ValueA LocationJune 30, 2024December 31, 2023Derivative assets designated as hedging instruments:Cash flow hedges:Natural gas forward swapsOther current assets\$1A \$A Derivative liabilities designated as hedging instruments:Cash flow hedges:Natural gas forward swapsOther current liabilities\$3A \$15A Derivative assets not designated as hedging instruments:Foreign exchange forward contractsOther current assets\$1A \$1A Derivative liabilities not designated as hedging instruments:Foreign exchange forward contractsOther current liabilities\$1A \$1A

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)(unaudited)

4. A. A. A. DERIVATIVE FINANCIAL INSTRUMENTS (continued)Consolidated Statements of Earnings ActivityThe following table presents the impact and respective location of derivative activities on the Consolidated Statements of Earnings (in millions):A A Three Months EndedJune 30,Six Months EndedJune 30,A Location2024202320242023Derivative activity designated as hedging instruments:Natural gas cash flow hedges:Amount of loss reclassified from AOCl (as defined below) into earnings (a)Cost of sales\$4A \$14A \$13A \$32A Derivative activity not designated as hedging instruments:Foreign currency:Amount of (gain) loss recognized in earnings (b)Other expense, net(3)(3)(2)(5)(4)\$4A (a)Accumulated Other Comprehensive Earnings (Deficit) (AOCE)(b)(Gains)/Losses related to foreign currency derivatives were substantially offset by net revaluation impacts on foreign currency denominated balance sheet exposures, which were also recorded in Other expense, net. Please refer to the Other Derivatives section below for additional detail. A. A. A. Consolidated Statements of Comprehensive Earnings ActivityThe following table presents the impact of derivative activities on the Consolidated Statements of Comprehensive Earnings (in millions):Amount of Gain Recognized in Comprehensive EarningsThree Months EndedJune 30,Six Months EndedJune 30,Hedging TypeDerivative Financial Instrument2024202320242023Cash flow hedgeNatural gas forward swaps\$6

\$42Â million, respectively. Amortization expense for intangible assets is estimated to be \$85Â million for the remainder of 2024.Table of Contents- 19 -OWENS CORNING AND SUBSIDIARIESNOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)(unaudited)5. Â Â Â Â GOODWILL AND OTHER INTANGIBLE ASSETS (continued) The estimated amortization expense for intangible assets for the next five fiscal years ended December 31 is as follows (in millions):PeriodAmortization2025\$163Â 2026\$149Â 2027\$140Â 2028\$139Â 2029\$123Â 6.Â Â Â Â PROPERTY, PLANT AND EQUIPMENTProperty, plant and equipment consist of the following (in millions):June 30,2024December 31, 2023Lands222Â 2168Â Buildings and leasehold improvements1,509Â 1,263Â Machinery and equipment6,183Â 5,402Â Construction in progress520Â 665Â Property, plant and equipment, gross8,434Â 7,498Â Accumulated depreciation(3,794)(3,657)Property, plant and equipment, net\$4,640Â \$3,841Â Machinery and equipment include certain precious metals used in our production tooling, which comprise approximately 8% and 10% of total machinery and equipment as of JuneÂ 30, 2024 and DecemberÂ 31, 2023, respectively. Precious metals used in our production tooling are depleted as they are consumed during the production process, which typically represents an annual expense of approximately 2% of the outstanding carrying value. Table of Contents- 20 -OWENS CORNING AND SUBSIDIARIESNOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued) (unaudited)7.Â Â Â Â ACQUISITIONSOn February 8, 2024, the Company entered into an Arrangement Agreement (the "Arrangement Agreement") with Masonite International Corporation, a British Columbia corporation ("Masonite"), pursuant to which the Company agreed to acquire all of the issued and outstanding common shares of Masonite at a purchase price of \$133.00 per share (the "Arrangement"). On May 15, 2024, as determined by the Arrangement Agreement, the Company completed the acquisition of 100% of the issued and outstanding shares of Masonite for \$133.00 per share in cash, without interest for a total purchase price of \$3.2Â billion. The acquisition was funded primarily with debt proceeds of \$2.8Â billion and cash on hand. Please refer to the discussion under "364-Day Credit Facility" in Note 11 of the Consolidated Financial Statements for further information.Masonite is a leading global designer, manufacturer, marketer and distributor of interior and exterior doors and door systems for the residential new construction and residential repair and remodeling markets. The addition of Masonite's market-leading doors business creates a new growth platform for the Company, strengthening the Company's position in building and construction and expanding its offering of branded residential building products. Masonite's operating results and preliminary purchase price allocation have been included in the Company's newly established Doors reportable segment from May 15, 2024, the effective date of the Arrangement, within the Consolidated Financial Statements. Masonite contributed revenues of \$311Â million and earnings of \$25Â million to the Company for the period from May 15, 2024 to June 30, 2024. Please refer to Note 2 of the Consolidated Financial Statements for further information.During the second quarter and first six months of 2024, the Company incurred \$29Â million and \$47Â million, respectively, of transaction costs related to the Arrangement. These expenses are included in Other expense, net on the Company's consolidated statement of earnings for the three and six months ended June 30, 2024.The fair value of the total purchase consideration transferred was determined as follows (in millions):Fair Value of Purchase Consideration Closing cash consideration\$2,935Â Pre-combination vesting portion of fair value of Masonite outstanding equity awards converted to Owens Corning time vesting RSUs35Repayment of Masonite term loan facility216Total transaction consideration\$3,186Â The closing cash as part of preliminary estimated consideration was calculated at the price of \$133.00 per outstanding Masonite common share. At the close of the acquisition of Masonite, there were 22.07Â million Masonite common shares outstanding. The preliminary estimated fair value of Owens Corning common stock underlying Masonite outstanding equity awards that have been converted into awards with respect to Owens Corning common stock is calculated as follows (in millions, except share and per share amounts:AmountNumber of Masonite stock awards outstanding (a)639,608Â Exchange ratio (b)0.7642Owens Corning equity awards issued for Masonite outstanding equity awards488,778Â 10-day weighted average closing share price of Owens Corning common stock (c)\$174.03Â Fair value of Owens Corning time vesting RSUs issued for Masonite outstanding equity awards\$85Â Less: Estimated fair value allocated to post-transaction compensation expense(50)Fair value of awards included in transaction considerations\$35Â (a)Â Â Â Represents the Masonite stock awards that have been converted into Owens Corning equity awards upon completion of the acquisition of Masonite, based on awards outstanding at May 15, 2024. Masonite equity awards include awards issued under various stock incentive plans of Masonite.Table of Contents- 21 -OWENS CORNING AND SUBSIDIARIESNOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)(unaudited)7.Â Â Â Â ACQUISITIONS (continued)(b)Â Â Â Â The exchange rate was determined by the consideration amount divided by the volume weighted average closing sale price of one share of Owens Corning common stock for the ten consecutive trading days ended May 15, 2024, in accordance with the terms of the Arrangement Agreement.(c)Â Â Â Â The ten-day weighted average closing share price was calculated for the ten consecutive trading days ended May 15, 2024, in accordance with the terms of the Arrangement Agreement.On May 15, 2024, the effective date of the Arrangement, the Company transferred consideration to Masonite to repay the Masonite 2027 term loan facility (the "Masonite term loan facility"). This repayment was required by the change in control provision within the terms of the Masonite term loan facility.The Company has applied the acquisition method of accounting in accordance with Accounting Standards Codification ("ASC") Topic 805, Business Combinations, and recognized assets acquired and liabilities assumed at their fair values as of the effective date of the Arrangement, with the excess purchase consideration recorded to goodwill. The Company has not yet finalized the valuation of the assets acquired and liabilities assumed as of JuneÂ 30, 2024. The Company is continuing to obtain information to complete its valuation of certain assets and liabilities. Preliminary estimates have been recorded and additional adjustments may be recorded to the fair value of intangible assets, property, plant and equipment, goodwill and deferred income taxes among other items during the measurement period, a period not to exceed 12 months from the acquisition date. The following table summarizes the preliminary acquisition date fair value of net tangible and intangible assets acquired, net of liabilities assumed as part of the Arrangement (in millions):Fair ValueCash and cash equivalents\$282Â Receivables, net\$30Â Inventories\$379Â Other current assets\$82Â Property, plant and equipment, net\$861Â Operating lease right-of-use assets\$253Â Intangible assets1,579Â Deferred income taxes14Â Other non-current assets\$91Â Total assets\$3,871Â Accounts payable196Â Current operating lease liabilities\$28Â Other current liabilities\$187Â Long-term debt\$87Â Non-current operating lease liabilities\$235Â Deferred income taxes\$13Â Other non-current liabilities\$32Â Net assets acquired1,913Â Non-controlling interest(35)Goodwill1,308Â Total net assets acquired\$3,186Â The details on the methodology and significant inputs used for fair value of valuation are outlined below.Table of Contents- 22 -OWENS CORNING AND SUBSIDIARIESNOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)(unaudited)7.Â Â Â Â ACQUISITIONS (continued)GoodwillPreliminary purchase consideration allocation resulted in \$1.3Â billion in goodwill. The goodwill is not deductible for tax purposes. The factors contributing to the recognition of the amount of goodwill are based on several strategic and synergistic benefits that are expected to be realized from the acquisition.ReceivablesThe fair value of receivables acquired is \$330 million, with the gross contractual amount being \$331Â million. The Company expects \$1Â million to be uncollectible. InventoryThe fair value of inventory was determined by the market selling price of the inventory, less the remaining manufacturing and selling costs and a normal profit margin on those manufacturing and selling efforts. The fair value of inventory has been stepped up by \$18Â million, this amount will be amortized to Cost of Sales as the inventory is sold. We expect to fully amortize this amount by the third quarter of 2024.Property, Plant and EquipmentThe preliminary fair value of property, plant and equipment is \$861 million and was determined using cost and market approaches. The cost approach reflects the amount that would be required to replace the asset to service capacity, this approach was used where there was historical data available. Where there was not historical data available the market approach was used, this approach reflects recent sales of identical or comparable assets.Intangible AssetsThe preliminary fair value of acquired intangible assets is \$1.6Â billion. The fair value of customer relationships was determined using the multi-period excess earnings method. Key assumptions under this method are future cash flow estimates, customer attrition, discount rate, contributory asset charges and tax amortization benefits. The fair value of trade names were determined using the relief from royalty method. Key assumptions under this method are future cash flow estimates, royalty rate, discount rate and tax amortization benefits.Estimated Useful Life (in years)Preliminary Estimated Asset Fair Value (in millions)Customer relationships10 - 21\$1,192Â Technology\$128Â Trademarks and trade names (indefinite-lived)Indefinite\$240Â Trademarks and trade names1019Â Identifiable intangible assets, net\$1,579Â DebtThe fair value of Masonite's unsecured senior notes was determined using the market approach, based on the trading value of the notes in the market. Joint Ventures and Non-Controlling InterestsThe Company's acquisition of Masonite included joint ventures with Dominance Industries, Inc., 45% owned, and Vanair Design Inc., 30% owned as well as a 25% non-controlling interest in Sacopan Inc. owned by a third party and a 50% non-controlling interest in Magna Foremost SDN BHD owned by a third party. The value of these investments and non-controlling interests were determined using an equally weighted value from the income approach and the market approach.Table of Contents- 23 -OWENS CORNING AND SUBSIDIARIESNOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)(unaudited)7.Â Â Â Â ACQUISITIONS (continued)Pro Forma Financial InformationThe following table summarizes, on an unaudited pro forma basis, the combined results of operations of the Company for the three months ended and the six months ended JuneÂ 30, 2024 and 2023, assuming the acquisition had occurred on January 1, 2023.Three Months Ended June 30,Six Months Ended June 30,2024202320242023Net sales\$3,099Â \$3,213Â \$5,989Â \$6,177Â Net earnings\$335Â \$356Â \$684Â \$656Â The pro forma financial information includes certain adjustments to adhere to the Company's accounting policies and adjustments to the historical results with pro forma adjustments, net of tax, that assume the acquisition occurred on January 1, 2023. This includes removing the results of the Architectural segment that was sold by Masonite prior to the close of the Arrangement, an adjustment to cost of goods sold to expense the step-up of inventory to fair value, increased depreciation expense to reflect the fair value of property, plant and equipment, and increased amortization expense related to the fair value of identifiable amortizable intangible assets. Adjustments were also made to recognize transaction costs incurred by the Company in the beginning of the comparative pro forma period and remove Masonite transaction costs. In addition, adjustments were made to reflect the interest and financing costs of the 364-Day Credit Facility (as defined below) used to fund the purchase price, and the interest, discount amortization, and capitalized financing cost amortization for the 2027, 2034 and 2054 senior notes that were issued to pay off the 364-Day Credit Facility in the comparative pro forma period, see Note 11 for further detail. Finally, adjustments were made to remove interest expense for the pro forma period related to the Masonite term loan facility that was paid off at closing as part of the consideration for the Arrangement.Significant adjustments to the pro forma financial information are as follows: 1.Net sales were decreased for the three months ended JuneÂ 30, 2023 and 2024 by \$92Â million and \$41Â million, respectively, and for the six months ended JuneÂ 30, 2023 and 2024 by \$185Â million and \$119Â million, respectively, to remove the sales of the Architectural segment that was sold by Masonite prior to the close of the Arrangement.2.Net earnings were adjusted by \$56Â million, for the three and six months ended JuneÂ 30, 2024, to remove transaction costs incurred by Masonite.3.Net earnings were adjusted by \$29Â million for the three months ended JuneÂ 30, 2024, and by \$47Â million each, for the six months ended JuneÂ 30, 2023 and 2024, to move transaction costs incurred by the Company to the beginning of the comparative period.4.Net earnings were increased by \$13Â million and decreased by \$98Â million for the three months ended JuneÂ 30, 2023 and 2024, respectively to give effect to the tax impact of pro forma adjustments. Net earnings were increased by \$45Â million and decreased by \$89Â million for the six months ended JuneÂ 30, 2023 and 2024, respectively, to give effect to the tax impact of pro forma adjustments.The pro forma financial information does not reflect any anticipated synergies or dis-synergies, operating efficiencies or cost savings that may result from the Arrangement and integration costs that may be incurred.Table of Contents- 24 -OWENS CORNING AND SUBSIDIARIESNOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)(unaudited)8.Â Â Â Â DIVESTITTURESOn March 3, 2023, the Company finalized the sale of its Insulation site in Santa Clara, California for total proceeds of \$234Â million, net of transaction fees. Total proceeds included a non-refundable deposit of \$50Â million received in the third quarter of 2021. As a result of this sale, the Company recognized a pre-tax gain of \$189Â million in the first quarter of 2023, which is recorded in Gain on sale of site on the Consolidated Statements of Earnings.9.Â Â Â Â WARRANTIES The Company records a liability for warranty obligations at the date the related products are sold. Adjustments are made as new information becomes available. Please refer to Note 1 of our 2023 Form 10-K for information about our separately-priced extended warranty contracts. A reconciliation of the warranty liability is as follows (in millions):Â Â Six Months Ended June 30,20242023Beginning balances\$97Â \$88Â Amounts accrued for current year10Â 11Â Acquired obligations4Â â€"Â Settlements of warranty claims(11)(6)Ending balances\$100Â \$93Â Table of Contents- 25 -OWENS CORNING AND SUBSIDIARIESNOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)(unaudited) 10.Â Â Â Â RESTRUCTURING, ACQUISITION AND DIVESTITURE-RELATED COSTS The Company may incur restructuring, transaction and integration costs related to acquisitions and divestitures, and may incur restructuring and other exit costs in connection with its global cost reduction, product line and productivity initiatives and the Company's growth strategy. ACQUISITION-RELATED TRANSACTION COSTSDuring the first six months of 2024, the Company incurred \$47Â million of transaction costs related to its recently completed acquisition of Masonite. Please refer to Note 7 of the Consolidated Financial Statements for further information.ACQUISITION-RELATED INTEGRATION COSTSDuring the first six months of 2024, the Company incurred \$21Â million of integration costs related to its recently completed acquisition of Masonite. Please refer to Note 7 of the Consolidated Financial Statements for further information.RESTRUCTURING RELATED COSTSAcquisition-Related Restructuring Following the acquisition of Masonite, within the Company's Doors segment, the Company took actions to realize expected synergies from the newly acquired operations. During the six months ended 2024, the Company recorded \$41Â million of charges, of which \$21Â million were non-cash charges, primarily related to the accelerated vesting of equity awards and \$20Â million of cash charges, primarily related to severance. The Company is continuing to review synergies as a result of this acquisition and expects to incur a material amount of incremental costs throughout 2024 and into future years.Global Composites RestructuringIn December 2023, the Company took actions to reduce costs throughout its global Composites segment given current market conditions, primarily through global workforce reductions, as well as streamlining manufacturing and supply chain operations. These actions primarily include salaried workforce reductions and the relocation of the Changzhou, China operations to Hangzhou, China. In connection with these actions, the Company estimates it will incur cash charges in the range of \$20Â million to \$30Â million, primarily related to severance and other exit costs, including termination costs, and non-cash charges in the range of \$15Â million to \$20Â million, primarily related to accelerated depreciation.During the first six months of 2024, the Company recorded \$13Â million of charges, of which \$7Â million were non-cash charges, primarily related to accelerated depreciation and \$6Â million of cash charges, primarily related to severance and other exit costs.Protective Packaging ExitIn May 2023, the Company made the decision to exit the Protective Packaging business within the Roofing segment, including the production and sale of wood packaging, metal packaging and custom products. Exiting Protective Packaging will allow the Company to focus resources on the growth of its building materials products, which supports the future growth aspirations of the enterprise. With the exit of the Protective Packaging business, the Company closed its plants in Dorval, Quebec and Mission, British Columbia, Canada. The Company also ceased operations at its Qingdao, China facility.In connection with the exit of the Protective Packaging business, the Company estimates that it will incur cash charges of approximately \$15Â million, primarily related to severance and other exit costs. Additionally, the Company expects to incur total non-cash charges in the range of \$70Â million to \$75Â million, primarily related to accelerated depreciation of property, plant and equipment and accelerated amortization of definite-lived intangibles.During the first six months of 2024, the Company recorded \$4Â million of charges, primarily related to other exit costs. The Company does not expect to recognize significant incremental costs related to these actions.Table of Contents- 26 -OWENS CORNING AND SUBSIDIARIESNOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued) (unaudited)10. RESTRUCTURING, ACQUISITION AND DIVESTITURE-RELATED COSTS (continued)Wabash Facility ClosureIn April 2023, the Company took actions to support its strategy to operate a flexible and cost-efficient manufacturing network through decisions to relocate the Wabash, Indiana mineral wool operations to Joplin, Missouri, and to exit the U.S. granulated mineral wool market. These actions resulted in cumulative costs of approximately \$30Â million in 2023, primarily related to severance and accelerated depreciation.During the first six months of 2024, the Company did not incur any charges relating to this project. The Company does not expect to recognize significant incremental costs related to these actions.European Operating Structure OptimizationIn March 2023, the Company took actions to optimize the operating structure of its segments across Europe to increase its competitiveness. These actions are expected to result in cumulative costs of approximately \$20Â million, primarily related to severance and other exit costs. During the first six months of 2024, the Company recorded \$3Â million of charges primarily related to severance. The Company does not expect to recognize significant incremental costs related to these actions.Composites Strategic Realignment ActionsOn July 1, 2022, the Company finalized the sale of the European portion of the DUCS product line located in Chamb ry, France, within the Composite  s segment. The Company recorded a pre-tax charge of \$30Â million in Other expense, net on the Consolidated Statements of Earnings in 2022 to reflect the fair value less cost to sell the assets. The Company also took actions to convert the DUCS manufacturing facilities located in Anderson, South Carolina and Kimchon, Korea to produce other glass fiber products needed to support our growth strategy in building and construction applications. During the first six months of 2024, the Company did not incur any charges relating to this project and does not expect any future charges.Roofing Restructuring ActionsIn December 2021, the Company took actions to restructure operations within the Roofing segment  s components product line by relocating production assets from China to India, which

[illegible]

[illegible]

[illegible]

segments. A summary of net sales, EBIT, depreciation and amortization expense and EBITDA by segment is as follows:

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MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued)RoofingThe table below provides a summary of net sales, EBIT, depreciation and amortization expense and EBITDA for the Roofing segment (in millions):

	A Three Months Ended June 30,	Six Months Ended June 30,	A 2024	2023	2024	2023
Net sales	\$1,105A	\$1,123A	\$2,062A	% change from prior year-	2A %10A	%2A %9A
EBIT	\$373A	\$338A	\$659A	\$547A	EBIT as a % of net sales	34A %30A %32A %27A
Depreciation and amortization expense	\$15A	\$16A	\$30A	\$32A	EBITDA\$388A	\$354A \$689A \$579A
EBITDA						

In our Roofing segment, net sales in the second quarter of 2024 decreased \$18 million compared to the same period in 2023 due to lower sales volumes of approximately 9% which more than offset higher selling prices of \$55 million and favorable product mix. For year-to-date 2024, net sales in our Roofing segment increased \$44 million compared to the same period in 2023. Lower sales volumes of approximately 5% were more than offset by higher selling prices of \$87 million and favorable product mix.

EBITIn our Roofing segment, EBIT in the second quarter of 2024 increased \$35 million compared to the same period in 2023 due to higher selling prices of \$55 million, favorable product mix and \$3 million of lower manufacturing costs, which were slightly offset by lower sales volumes. Favorable delivery of \$4 million was more than offset by input cost inflation. For year-to-date 2024, EBIT in our Roofing segment increased \$112 million compared to the same period in 2023 due to higher selling prices of \$87 million, favorable product mix and \$24 million of lower manufacturing costs, which were slightly offset by lower sales volumes. Favorable delivery of \$10 million was more than offset by input cost inflation.

OUTLOOKIn our Roofing segment, the Company expects residential repair and remodeling activity to remain solid and a stable North American new residential construction market. Other uncertainties that may impact Roofing demand include demand from storms and other weather-related events, competitive pricing pressure and the cost and availability of raw materials, particularly asphalt. The Company will continue to focus on managing costs, capital expenditures and working capital to best service the market demand.

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MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued)InsulationThe table below provides a summary of net sales, EBIT, depreciation and amortization expense and EBITDA for the Insulation segment (in millions):

	A Three Months Ended June 30,	Six Months Ended June 30,	A 2024	2023	2024	2023
Net sales	\$916A	\$905A	\$1,820A	\$1,824A	% change from prior year-	1A %3A %4A
EBIT	\$183A	\$163A	\$344A	\$319A	EBIT as a % of net sales	20A %18A %19A %17A
Depreciation and amortization expense	\$51A	\$57A	\$102A	\$108A	EBITDA\$234A	\$220A \$446A \$427A
EBITDA						

In our Insulation segment, net sales in the second quarter of 2024 increased \$11 million compared to the same period in 2023. The increase was driven primarily by higher selling prices of \$12 million and favorable product mix, slightly offset by lower sales volumes of approximately 1%. For year-to-date 2024, net sales in our Insulation segment decreased \$4 million compared to the same period in 2023. The decrease was driven primarily by lower sales volumes of approximately 3% partially offset by higher selling prices of \$24 million and favorable product and customer mix.

EBITIn our Insulation segment, EBIT in the second quarter of 2024 increased \$20 million compared to the same period in 2023. The increase was driven by higher selling prices of \$12 million, favorable delivery of \$6 million, and favorable product mix. Lower start-up costs were more than offset by higher operating expenses, inclusive of incremental costs associated with evaluating manufacturing investments. The remaining variance was driven by lower sales volumes and \$2 million higher manufacturing costs. For the year-to-date 2024, EBIT in our Insulation segment increased \$25 million compared to the same period in 2023. The increase was driven by higher selling prices of \$24 million, \$20 million of favorable delivery and input costs, and lower start-up costs which more than offset lower sales volumes, higher manufacturing costs of \$9 million, and higher operating expenses, inclusive of incremental costs associated with evaluating manufacturing investments. Favorable product and customer mix were slightly offset by higher production downtime.

OUTLOOKThe outlook for Insulation demand is driven by North American new residential construction and remodeling and repair activity, as well as commercial and industrial construction activity in the United States, Canada, Europe, Asia-Pacific and Latin America. Demand in commercial and industrial insulation markets is most closely correlated to industrial production growth and overall economic activity in the global markets we serve. Demand for residential insulation is most closely correlated to U.S. housing starts.

During the second quarter of 2024, the average Seasonally Adjusted Annual Rate (SAAR) of U.S. housing starts was approximately 1.348 million, down from an annual average of approximately 1.447 million starts in the second quarter of 2023.

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MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued)The Company expects the new residential construction market in North America, as well as the commercial and industrial construction markets, to remain stable. However, due to a weaker macro-economic outlook, higher interest rates, and ongoing input cost inflation, the global commercial and industrial construction markets are expected to remain soft temporarily. The Company continues to concentrate on managing costs, capital expenditures and working capital as we evaluate options to expand capacity within our existing manufacturing network.

DoorsThe table below provides a summary of net sales, EBIT, depreciation and amortization expense and EBITDA for the Doors segment (in millions):

	A Three Months Ended June 30,	Six Months Ended June 30,	A 2024	2023	2024	2023
Net sales	\$11A	\$11A	%N/A	%11A	%N/A	%ADepreciation and amortization expense
EBIT	\$27A	\$27A	%N/A	%61A	%N/A	%EBITDA\$61A
EBITDA						

In our new Doors segment, net sales in the second quarter and year-to-date of 2024 were \$311 million, due to the acquisition of Masonite, which was completed on May 15, 2024. EBITIn our newly acquired Doors segment, EBIT in the second quarter and year-to-date 2024 were \$34 million, due to the acquisition of Masonite, which was completed on May 15, 2024.

OUTLOOKThe outlook for the Doors segment is driven by the residential new construction and residential repair and remodeling markets in North America and Europe. The Company expects the North America residential new construction market to remain stable, with discretionary residential repair and remodeling activity in North America to remain soft. Due to a weaker macro-economic outlook and higher interest rates in Europe, the Company expects these markets to remain challenged. The Company will concentrate on managing costs, capital expenditures and working capital.

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MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued)CompositesThe table below provides a summary of net sales, EBIT, depreciation and amortization expense and EBITDA for the Composites segment (in millions):

	A Three Months Ended June 30,	Six Months Ended June 30,	A 2024	2023	2024	2023
Net sales	\$546A	\$620A	\$1,069A	\$1,205A	% change from prior year-	12A %14A %11A %16A
EBIT	\$61A	\$87A	\$107A	\$136A	EBIT as a % of net sales	11A %14A %10A %11A
Depreciation and amortization expense	\$45A	\$43A	\$89A	\$87A	EBITDA\$106A	\$130A \$196A \$223A
EBITDA						

In our Composites segment, net sales in the second quarter of 2024 decreased \$74 million compared to the same period in 2023. The decrease was driven primarily by lower sales volumes of approximately 6% and lower selling prices of \$27 million. The remaining variance was driven by unfavorable customer mix which offset favorable product mix, and \$5 million of unfavorable impact of translating sales denominated in foreign currencies into United States dollars. For year-to-date 2024, net sales in our Composites segment decreased \$136 million compared to the same period in 2023. The decrease was driven primarily by lower sales volumes of approximately 6% and lower selling prices of \$48 million. The remaining variance was driven by unfavorable customer mix which more than offset favorable product mix, and \$5 million of unfavorable impact of translating sales denominated in foreign currencies into United States dollars.

EBITIn our Composites segment, EBIT in the second quarter of 2024 decreased \$26 million compared to the same period in 2023. Lower selling prices of \$27 million and higher production downtime of \$15 million more than offset lower manufacturing costs of \$21 million and \$10 million of favorable delivery and input costs. The remaining variance was driven about equally by higher start-up costs of \$5 million, lower sales volume and unfavorable customer mix. Favorable product mix was offset by the unfavorable impact of translating sales denominated in foreign currencies into United States dollars.

For the year-to-date 2024, EBIT in our Composites segment decreased \$29 million compared to the same period in 2023. Lower selling prices of \$48 million, higher production downtime of \$26 million and higher start-up costs of \$11 million more than offset lower manufacturing costs of \$51 million and \$26 million of favorable delivery and input costs. The remaining variance was driven about equally by unfavorable customer mix and lower sales volume. Favorable product mix was offset by the unfavorable impact of translating sales denominated in foreign currencies into United States dollars.

OUTLOOKGlobal glass reinforcements market demand has several economic indicators including residential, non-residential construction and manufacturing production indices, as well as global wind installations. The Company anticipates continued impacts of economic uncertainty in a dynamic global environment, as well as competitive pricing pressure. The Company remains focused on managing costs, capital expenditures and working capital.

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MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued)Corporate, Other and EliminationsThe table below provides a summary of EBIT and depreciation and amortization expense for the Corporate, Other and Eliminations category (in millions):

	A Three Months Ended June 30,	Six Months Ended June 30,	A 2024	2023	2024	2023
Gain on sale of Santa Clara, California site	\$189A	Gains on sale of certain precious metals	\$193A	\$193A	(193)	(193)
Acquisition-related transaction costs	\$29A	\$47A	\$15A	\$17A	\$15A	\$17A
Acquisition-related integration costs	\$21A	\$21A	\$19A	\$19A	\$19A	\$19A
General corporate expense and other	\$63A	(54)	(118)	(107)	\$193A	(193)
EBIT	\$29A	\$43A	\$50A	\$59A	\$59A	\$59A

EBITIn Corporate, Other and Eliminations, EBIT expenses for the second quarter of 2024 were higher by \$92 million compared to the same period in 2023, primarily driven by higher acquisition and strategic review-related costs. For year-to-date 2024, EBIT expenses in Corporate, Other and Eliminations were higher by \$302 million primarily driven by the prior-year pre-tax gain on the Santa Clara, California site, as well as higher acquisition-related and strategic review-related costs.

General corporate expense and other for the second quarter of 2024 were higher by \$9 million compared to the same period in 2023. For year-to-date, general corporate expense and other were higher by \$11 million compared to the same period in 2023.

OUTLOOKIn 2024, we estimate general corporate expenses to be in the range of \$255A million and \$265 million.

LIVIDITY, CAPITAL RESOURCES AND OTHER RELATED MATTERS

LiquidityThe Company's primary sources of liquidity are its balance of Cash and cash equivalents of \$254 million as of

suppliers and financial institutions to participate in the Programs could be negatively impacted by, among other factors, the availability of capital committed by the participating financial institutions, the cost and availability of our suppliers' capital, a credit rating downgrade or deteriorating financial performance of the Company or its participating subsidiaries, or other changes in financial markets beyond our control. We do not expect these risks, or potential long-term growth of our Programs, to materially affect our overall financial condition, as we expect a significant portion of our payments to continue to be made outside of the Programs. Accordingly, we do not believe the Programs have materially impacted our current period liquidity, and do not believe that the Programs are reasonably likely to materially affect liquidity in the future. Please refer to the Supplier Finance Programs section in Note 1 of the Consolidated Financial Statements for a description of outstanding obligations and payments under the supplier finance programs.

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Cash FlowsThe following table presents a summary of our cash balance, cash flows, and availability on credit facilities (in millions):

	At Six Months Ended June 30, 2024	At Six Months Ended June 30, 2023
Cash and cash equivalents	\$254.4	\$968.8
Net cash flow provided by operating activities	\$17.3	\$30.4
Net cash flow provided by investing activities	\$(3.1)	\$(10.2)
Net cash flow provided by (used for) financing activities	\$1.2	\$(3.5)

Availability on the Senior Revolving Credit Facility

	At Six Months Ended June 30, 2024	At Six Months Ended June 30, 2023
Availability	\$96.1	\$96.1

Operating activities: Net cash flow provided by operating activities increased by \$187.1 million for the six months ended June 30, 2024 compared to the same period in 2023. The increase in cash provided by operating activities was primarily due to lower decreases in accounts payable and lower increases in accounts receivable when compared to the same period in 2023. These were slightly offset by higher increases in inventory during the period. Increases in operating assets and liabilities resulting from the Masonite acquisition were not included within operating activities.

Investing activities: Net cash flow used for investing activities increased by \$3.1 billion for the six months ended June 30, 2024 compared to the same period in 2023. The increase was driven by the Masonite acquisition and lower proceeds from sale of assets in 2024 due to the Q1 2023 sale of the Santa Clara site. Financing activities: Net cash flow provided by financing activities increased by \$1.7 billion for the six months ended June 30, 2024 compared to the same period in 2023. The increase was driven by proceeds from long-term debt and net proceeds from the Receivables Securitization Facility related to the Masonite acquisition, as well as lower treasury stock repurchases. These were slightly offset by payments related to the Tender Offer to purchase Masonite senior notes.

Derivatives Please refer to Note 4 of the Consolidated Financial Statements.

Fair Value Measurement Please refer to Notes 4, 7, 11, and 12 of the Consolidated Financial Statements.

SAFETY One of our primary objectives is the safety and well-being of our employees. Working safely is an unconditional, organization-wide expectation at Owens Corning, which we believe directly benefits employees' lives, improves our manufacturing processes and reduces our costs. The Company maintains comprehensive safety programs focused on identifying hazards and eliminating risks that can lead to severe injuries. One of our primary safety measures is the Recordable Incident Rate (RIR) as defined by the United States Bureau of Labor Statistics. For the three months ended June 30, 2024, our RIR excluding the impact from our Doors segment as a result of the Masonite acquisition, was 0.46, compared to 0.59 as reported in the same period a year ago. For the six months ended June 30, 2024, our RIR excluding the impact from our Doors segment as a result of the Masonite acquisition, was 0.39 compared to 0.62 as reported in the same period a year ago.

ACCOUNTING PRONOUNCEMENTS Please refer to Note 1 of the Consolidated Financial Statements.

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ENVIRONMENTAL MATTERS Please refer to Note 13 of the Consolidated Financial Statements.

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CAUTIONARY STATEMENT CONCERNING FORWARD-LOOKING STATEMENTS Our disclosures and analysis in this report, including Management's Discussion and Analysis of Financial Condition and Results of Operations, contain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934 (the "Exchange Act"). Forward-looking statements present our current forecasts and estimates of future events. These statements do not strictly relate to historical or current results and can be identified by words such as "anticipate," "appear," "assume," "believe," "estimate," "expect," "forecast," "intend," "likely," "may," "plan," "project," "seek," "should," "strategy," "will," and other terms of similar meaning or import in connection with any discussion of future operating, financial or other performance. These forward-looking statements are subject to risks, uncertainties and other factors and actual results may differ materially from those results projected in the statements. These risks, uncertainties and other factors include, without limitation: levels of residential and commercial or industrial construction activity; demand for our products; industry and economic conditions including, but not limited to, supply chain disruptions, recessionary conditions, inflationary pressures, interest rate and financial markets volatility, and the viability of banks and other financial institutions; availability and cost of energy and raw materials; levels of global industrial production; competitive and pricing factors; relationships with key customers and customer concentration in certain areas; issues related to acquisitions, divestitures and joint ventures or expansions, including the acquisition of Masonite; climate change, weather conditions and storm activity; legislation and related regulations or interpretations, in the United States or elsewhere; domestic and international economic and political conditions, policies or other governmental actions, as well as war and civil disturbance; changes to tariff, trade or investment policies or laws; uninsured losses, including those from natural disasters, catastrophes, pandemics, theft or sabotage; environmental, product-related or other legal and regulatory liabilities, proceedings or actions; research and development activities and intellectual property protection; issues involving implementation and protection of information technology systems; foreign exchange and commodity price fluctuations; our level of indebtedness, including indebtedness incurred in connection with the acquisition of Masonite; our liquidity and the availability and cost of credit; our ability to achieve expected synergies, cost reductions and/or productivity improvements, including our ability to achieve the strategic and other objectives relating to the Masonite acquisition; the level of fixed costs required to run our business; levels of goodwill or other indefinite-lived intangible assets; price volatility in certain wind energy markets in the U.S.; loss of key employees and labor disputes or shortages; our ability to successfully integrate the Masonite acquisition; our ability to achieve the objectives relating to the strategic review of our glass reinforcements business; and defined benefit plan funding obligations. All forward-looking statements in this report should be considered in the context of the risks and other factors described herein, and in Item 1A - Risk Factors in Part I of our 2023 Form 10-K. Users of this report should not interpret the disclosure of any risk factor to imply that the risk has not already materialized. Any forward-looking statements speak only as of the date the statement is made and we undertake no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by federal securities laws. It is not possible to identify all of the risks, uncertainties and other factors that may affect future results. In light of these risks and uncertainties, the forward-looking events and circumstances discussed in this report may not occur and actual results may differ materially from those anticipated or implied in the forward-looking statements. Accordingly, users of this report are cautioned not to place undue reliance on the forward-looking statements.

Table of Contents- 58 - ITEM 3. A. A. A. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK There has been no material change in our exposure to market risk during the six months ended June 30, 2024. Please refer to Quantitative and Qualitative Disclosures about Market Risk contained in Part II, Item 7A of our 2023 Form 10-K for a discussion of our exposure to market risk.

ITEM 4. A. A. A. CONTROLS AND PROCEDURES The Company maintains (a) disclosure controls and procedures (as such term is defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act), and (b) internal control over financial reporting (as such term is defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act). The Company's management, with the participation of the Company's Chief Executive Officer and Chief Financial Officer, has evaluated the effectiveness of the Company's disclosure controls and procedures as of the end of the period covered by this report. Based on such evaluation, the Company's Chief Executive Officer and Chief Financial Officer have concluded that, as of the end of such period, the Company's disclosure controls and procedures are effective. There has been no change in the Company's internal control over financial reporting during the quarter ended June 30, 2024 that materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

Table of Contents- 59 - PART II ITEM 1. A. A. A. LEGAL PROCEEDINGS Information required by this item is incorporated by reference to Note 13 of the Consolidated Financial Statements, Contingent Liabilities and Other Matters.

ITEM 1A. A. A. A. RISK FACTORS There have been no material changes to the risk factors disclosed in Item 1A of the Company's 2023 Form 10-K.

ITEM 2. A. A. A. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS Recent Sales of Unregistered Securities; Use of Proceeds from Registered Securities. None.

Issuer Purchases of Equity Securities The following table provides information about Owens Corning's purchases of its common stock for each month during the quarterly period covered by this report:

Period	Total Number of Shares (or Units) Purchased	Average Price Paid per Share (or Unit)	Total Number of Shares (or Units) Purchased as Part of Publicly Announced Plans or Programs	Maximum Number (or Approximate Dollar Value) of Shares (or Units) that May Yet Be Purchased Under the Plans or Programs			
April 1-30, 2024	38,164	\$96.4	8,076,945	May 1-31, 2024	93,155	171.88	8,076,945
June 1-30, 2024	172,945	\$96.4	8,076,945	May 1-31, 2024	106,062	\$172.01	8,076,945

The Company retained an aggregate of 106,062 shares surrendered to satisfy tax withholding obligations in connection with the vesting of restricted share units granted to our employees.

ITEM 3. A. A. A. On November 1, 2022 the Board of Directors approved a new share repurchase program under which the Company is authorized to repurchase up to an aggregate of 10 million shares of the Company's outstanding common stock (the "Repurchase Authorization"). The Repurchase Authorization enables the Company to repurchase shares through the open market, privately negotiated, or other transactions. The actual number of shares repurchased will depend on timing, market conditions and other factors and will be at the Company's discretion. The Company repurchased 0.9 million shares of its common stock for \$130.4 million, inclusive of applicable taxes, during the six months ended June 30, 2024, under the Repurchase Authorization. As of June 30, 2024, 8.1 million shares remain available for repurchase under the Repurchase Authorization.

ITEM 3. A. A. A. DEFAULTS UPON SENIOR SECURITIES None.

ITEM 4. A. A. A. MINE SAFETY DISCLOSURES Not applicable.

Table of Contents- 60 - ITEM 5. A. A. A. OTHER INFORMATION

10b5-1 Plans On June 13, 2024, Marcio Sandri, the Company's President, Composites, entered into a written plan for the sale of up to 6,101 shares of Company common stock, intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) under the Exchange Act. This plan is scheduled to terminate no later than June 6, 2025.

Table of Contents- 61 - ITEM 6. A. A. A. EXHIBITS

Exhibit Number	Description
2.1	Arrangement Agreement, dated as of February 8, 2024, among Owens Corning, Masonite International Corporation and MT Acquisition Co. LLC (incorporated by reference to Exhibit 2.1 to Owens Corning's Current Report on Form 8-K (File No. 1-33100), filed by Owens Corning on February 9, 2024).
4.1	Thirteenth Supplemental Indenture, dated as of May 22, 2024, by and between Owens Corning and Computershare Trust Company, N.A., as Trustee (incorporated by reference to Exhibit 4.1 to Owens Corning's Current Report on Form 8-K (File No. 1-33100), filed May 22, 2024).
4.2	Form of 3.50% Senior Notes due 2030 (incorporated by reference to Exhibit 4.2 to Owens Corning's Current Report on Form 8-K (File No. 1-33100), filed May 22, 2024).
4.3	Registration Rights Agreement, dated as of May 22, 2024, by and among Owens Corning, Morgan Stanley & Co. LLC and Wells Fargo Securities, LLC (incorporated by reference to Exhibit 4.3 to Owens Corning's Current Report on Form 8-K (File No. 1-33100), filed May 22, 2024).
4.4	Fourteenth Supplemental Indenture, dated as of May 31, 2024, by and between Owens Corning and Computershare Trust Company, N.A., as trustee (incorporated by reference to Exhibit 4.1 to Owens Corning's Current Report on Form 8-K (File No. 1-33100), filed May 31, 2024).
4.5	Form of 5.50% Senior Note due 2027 (incorporated by reference to Exhibit 4.2 to Owens Corning's Current Report on Form 8-K (File No. 1-33100), filed May 31, 2024).
4.6	Fifteenth Supplemental Indenture, dated as of May 31, 2024, by and between Owens Corning and Computershare Trust Company, N.A., as trustee (incorporated by reference to Exhibit 4.3 to Owens Corning's Current Report on Form 8-K (File No. 1-33100), filed May 31, 2024).
4.7	Form of 5.700% Senior Note due 2034 (incorporated by reference to Exhibit 4.4 to Owens Corning's Current Report on Form 8-K (File No. 1-33100), filed May 31, 2024).
4.8	Sixteenth Supplemental Indenture, dated as of May 31, 2024, by and between Owens Corning and Computershare Trust Company, N.A., as trustee (incorporated by reference to Exhibit 4.5 to Owens Corning's Current Report on Form 8-K (File No. 1-33100), filed May 31, 2024).
4.9	Form of 5.950% Senior Note due 2054 (incorporated by reference to Exhibit 4.6 to Owens Corning's Current Report on Form 8-K (File No. 1-33100), filed May 31, 2024).
10.1	Masonite International Corporation 2021 Omnibus Incentive Plan (incorporated by reference to Exhibit 99.1 to Owens Corning's Registration Statement on Form S-8 (File No. 333-279408), filed May 15, 2024).
31.1	Certification of Chief Executive Officer pursuant to Exchange Act Rules 13a-14(a) and 15d-14(a) (filed herewith).
31.2	Certification of Chief Financial Officer pursuant to Exchange Act Rules 13a-14(a) and 15d-14(a) (filed herewith).
32.1	Certification of Chief Executive Officer pursuant to 18 U.S.C. Section 1350 (furnished herewith).
32.2	Certification of Chief Financial Officer pursuant to 18 U.S.C. Section 1350 (furnished herewith).
101	The following materials from the Quarterly Report on Form 10-Q for Owens Corning for the period ended June 30, 2024, formatted in iXBRL (Inline Extensible Business Reporting Language): (i) Consolidated Statements of Earnings, (ii) Consolidated Statements of Comprehensive Earnings, (iii) Consolidated Balance Sheets, (iv) Consolidated Statements of Stockholders' Equity, (v) Consolidated Statements of Cash Flows, (vi) related notes to these financial statements and (vii) document and entity information.

Owens Corning agrees to furnish to the U.S. Securities and Exchange Commission, upon request, copies of all instruments defining the rights of holders of long-term debt of Owens Corning where the total amount of securities authorized under each issue does not exceed 10% of the total assets of Owens Corning and its subsidiaries on a consolidated basis.

Table of Contents- 62 - SIGNATURES Pursuant to the requirements of the Securities Exchange Act of 1934, Owens Corning has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized:

A. A. A. OWENS CORNING Registrant

Date: August 6, 2024

By: /s/ Todd W. Fister

Chief Financial Officer

Date: August 6, 2024

By: /s/ Mari K. Doerfler

Vice President and Controller

EX-31.1 2024x06x30x10qxexh311.htm EX-31.1 Document

Exhibit 31.1 CERTIFICATION

I, Brian D. Chambers, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Owens Corning;

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 registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant'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 registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: August 6, 2024

/s/ A. Brian D. Chambers

Brian D. Chambers

Chief Executive Officer

EX-31.2 3024x06x30x10qxexh312.htm EX-31.2 Document

Exhibit 31.2 CERTIFICATION

I, Todd W. Fister, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Owens Corning;

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 registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and

procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;(b)Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;(c)Evaluated the effectiveness of the registrant’s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and(d)Disclosed in this report any change in the registrant’s internal control over financial reporting that occurred during the registrant’s most recent fiscal quarter (the registrant’s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant’s internal control over financial reporting; and5.The registrant’s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant’s auditors and the audit committee of the registrant’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 registrant’s ability to record, process, summarize and report financial information; and(b)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant’s internal control over financial reporting.Date: August 6, 2024 /s/Á Todd W. FisterChief Financial Officer EX-32.1 4 oc-2024x06x30x10qxexh321.htm EX-32.1 DocumentExhibit 32.1SECTION 1350 CERTIFICATIONIn connection with the Quarterly Report on Form 10-Q of Owens Corning (the œœCompanyœœ) for the quarterly period ended June 30, 2024 (the œœReportœœ), I, Brian D. Chambers, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge: 1)The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and(2)Information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company./s/Á Brian D. ChambersChief Executive OfficerAugust 6, 2024 EX-32.2 5 oc-2024x06x30x10qxexh322.htm EX-32.2 DocumentExhibit 32.2SECTION 1350 CERTIFICATIONIn connection with the Quarterly Report on Form 10-Q of Owens Corning (the œœCompanyœœ) for the quarterly period ended June 30, 2024 (the œœReportœœ), I, Todd W. Fister, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge: 1)The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and(2)Information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company./s/Á Á Todd W. Fister Á Todd W. FisterChief Financial OfficerAugust 6, 2024 EX-101.SCH 6 oc-20240630.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - DOCUMENT AND ENTITY INFORMATION link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - CONSOLIDATED STATEMENTS OF EARNINGS link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - CONSOLIDATED STATEMENTS OF COMPREHENSIVE EARNINGS link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - CONSOLIDATED STATEMENTS OF COMPREHENSIVE EARNINGS (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952154 - Statement - CONSOLIDATED BALANCE SHEETS link:presentationLink link:calculationLink link:definitionLink 9952155 - Statement - CONSOLIDATED BALANCE SHEETS (Parentheticals) link:presentationLink link:calculationLink link:definitionLink 9952156 - Statement - CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY link:presentationLink link:calculationLink link:definitionLink 9952157 - Statement - CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952158 - Statement - CONSOLIDATED STATEMENTS OF CASH FLOWS link:presentationLink link:calculationLink link:definitionLink 9952159 - Disclosure - GENERAL link:presentationLink link:calculationLink link:definitionLink 9952160 - Disclosure - SEGMENT INFORMATION link:presentationLink link:calculationLink link:definitionLink 9952161 - Disclosure - INVENTORIES link:presentationLink link:calculationLink link:definitionLink 9952162 - Disclosure - DERIVATIVE FINANCIAL INSTRUMENTS link:presentationLink link:calculationLink link:definitionLink 9952163 - Disclosure - GOODWILL AND OTHER INTANGIBLE ASSETS link:presentationLink link:calculationLink link:definitionLink 9952164 - Disclosure - PROPERTY, PLANT AND EQUIPMENT link:presentationLink link:calculationLink link:definitionLink 9952165 - Disclosure - ACQUISITIONS link:presentationLink link:calculationLink link:definitionLink 9952166 - 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Disclosure - GENERAL (Policies) link:presentationLink link:calculationLink link:definitionLink 9954472 - Disclosure - SEGMENT INFORMATION (Tables) link:presentationLink link:calculationLink link:definitionLink 9954473 - Disclosure - INVENTORIES (Tables) link:presentationLink link:calculationLink link:definitionLink 9954474 - Disclosure - DERIVATIVE FINANCIAL INSTRUMENTS (Tables) link:presentationLink link:calculationLink link:definitionLink 9954475 - Disclosure - GOODWILL AND OTHER INTANGIBLE ASSETS (Tables) link:presentationLink link:calculationLink link:definitionLink 9954476 - Disclosure - PROPERTY, PLANT AND EQUIPMENT (Tables) link:presentationLink link:calculationLink link:definitionLink 9954477 - Disclosure - ACQUISITIONS (Tables) link:presentationLink link:calculationLink link:definitionLink 9954478 - Disclosure - WARRANTIES (Tables) link:presentationLink link:calculationLink link:definitionLink 9954479 - Disclosure - RESTRUCTURING, ACQUISITION AND DIVESTITURE-RELATED COSTS (Tables) link:presentationLink link:calculationLink link:definitionLink 9954480 - 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Disclosure - DIVESTITURES (Details) link:presentationLink link:calculationLink link:definitionLink 9954504 - Disclosure - WARRANTIES (Details) link:presentationLink link:calculationLink link:definitionLink 9954505 - Disclosure - RESTRUCTURING, ACQUISITION AND DIVESTITURE-RELATED COSTS (Details) link:presentationLink link:calculationLink link:definitionLink 9954506 - Disclosure - DEBT (Details) link:presentationLink link:calculationLink link:definitionLink 9954507 - Disclosure - DEBT - Credit Facility (Details) link:presentationLink link:calculationLink link:definitionLink 9954508 - Disclosure - PENSION PLANS AND OTHER POSTRETIREMENT BENEFITS (Details) link:presentationLink link:calculationLink link:definitionLink 9954509 - Disclosure - CONTINGENT LIABILITIES AND OTHER MATTERS (Details) link:presentationLink link:calculationLink link:definitionLink 9954510 - Disclosure - STOCK COMPENSATION - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954511 - Disclosure - STOCK COMPENSATION - Restricted Stock Unit (Details) link:presentationLink link:calculationLink link:definitionLink 9954512 - Disclosure - STOCK COMPENSATION - Grant Date Fair Value Of Units Granted (Details) link:presentationLink link:calculationLink link:definitionLink 9954513 - Disclosure - STOCK COMPENSATION - Performance Stock Units (Details) link:presentationLink link:calculationLink link:definitionLink 9954514 - Disclosure - EARNINGS PER SHARE (Details) link:presentationLink link:calculationLink link:definitionLink 9954515 - Disclosure - INCOME TAXES (Details) link:presentationLink link:calculationLink link:definitionLink 9954516 - Disclosure - CHANGES IN ACCUMULATED OTHER COMPREHENSIVE DEFICIT (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 7 oc-20240630.cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 8 oc-20240630_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 9 oc-20240630.lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT Unrecognized gain included in AOCI Derivative Instrument, Unrecognized Gain Included In Accumulated OCI Derivative Instrument, Unrecognized Gain Included In Accumulated OCI Maximum employee subscription rate Share-Based Compensation Arrangement by Share-Based Payment Award, Maximum Employee Subscription Rate Adjustments to reconcile net earnings to cash from operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Gain on sale of site Gain (Loss) On Sale Of Facility [Member] Gain (Loss) On Sale Of Facility Payments on long-term debt Repayments of Long-Term Debt Other exit costs Other Exit Costs [Member] Other Exit Costs Cover page. Cover [Abstract] Net decrease in cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Non-U.S. Foreign Plan [Member] Percentage of voting rights to be acquired Business Acquisition, Percentage of Voting Interests Acquired Trading Symbol Trading Symbol COMPREHENSIVE EARNINGS Comprehensive Income (Loss), Net of Tax, Including Portion Attributable to Noncontrolling Interest Long-term debt, net of current portion Long-Term Debt and Lease Obligation Non-NEOs Non-NEOs [Member] Dividends (dollars per share) Common Stock, Dividends, Per Share, Declared Allowance for doubtful accounts Accounts Receivable, Allowance for Credit Loss, Current Disposal Group Name [Domain] Disposal Group Name [Domain] Payments on senior revolving credit and receivables securitization facilities Repayments of Senior Revolving Credit and Receivables Securitization Facilities Repayments of Senior Revolving Credit and Receivables Securitization Facilities Hedging tax Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), after Reclassification, Tax Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] 4.300% senior notes, net of discount and financing fees, due 2047 Senior Note 2047 [Member] Senior Note 2047 [Member] Hedging Relationship [Domain] Hedging Relationship [Domain] Land Land [Member] Schedule of Share-based Compensation Arrangement by Share-based Payment Award, Performance-Based Units, Vested and Expected to Vest Share-Based Compensation Arrangements by Share-Based Payment Award, Performance-Based Units, Vested and Expected to Vest [Table Text Block] Award Timing Disclosures [Line Items] Non-current operating lease liabilities Business Combination, Recognized Identifiable Assets Acquired And Liabilities Assumed, Lease Obligation, Noncurrent Business Combination, Recognized Identifiable Assets Acquired And Liabilities Assumed, Lease Obligation, Noncurrent Acquisition-related transaction costs Acquisition-Related Costs, Transaction [Member] Acquisition-Related Costs, Transaction Plan Name [Domain] Plan Name [Domain] Price per share (in dollars per share) Sale of Stock, Price Per Share U.S. UNITED STATES Other non-current assets Other Assets, Noncurrent Gross Carrying Amount Finite-Lived Intangible Assets, Gross Shares converted (in shares) Business Combination, Consideration Transferred, Equity Interests Issued And Issuable, Entity Shares Converted Business Combination, Consideration Transferred, Equity Interests Issued And Issuable, Entity Shares Converted Operating Segments Operating Segments [Member] Net cash flow provided by operating activities Net Cash Provided by (Used in) Operating Activities NET CASH FLOW PROVIDED BY OPERATING ACTIVITIES Net Cash Provided by (Used in) Operating Activities [Abstract] Components of Accumulated Other Comprehensive Income (Loss) Schedule of Accumulated Other Comprehensive Income (Loss) [Table Text Block] Award Timing Method Award Timing Method [Text Block] Net periodic postretirement benefit income Defined Benefit Plan, Net Periodic Benefit Cost (Credit) Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Restructuring Type [Axis] Restructuring Type [Axis] Combined Repurchase Programs Combined Repurchase Programs [Member] Combined Repurchase Programs Entity Common Stock Shares Outstanding Entity Common Stock, Shares Outstanding Insider Trading Policies and Procedures [Line Items] Proceeds from divestiture of business Proceeds from Divestiture of Businesses Collateral capacity limitation on availability Debt Instrument, Collateral Amount Adjustment to Compensation, Amount Adjustment to Compensation Amount Masonite Masonite International Corporation ("Masonite") [Member] Masonite International Corporation ("Masonite") Compensation Amount Outstanding Recovery Compensation Amount (Loss) gain on foreign currency translation Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Reclassification Adjustment from AOCI, Realized upon Sale or Liquidation, Net of Tax Disposal Group Classification [Axis] Disposal Group Classification [Axis] 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 Company Selected Measure Amount Company Selected Measure Amount Tabular List, Table Tabular List [Table Text Block] Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Grant Tranche [Domain] Grant Tranche [Domain] Grant Tranche [Domain] Senior Notes Due 2022 Senior Notes Due 2022 [Member] Senior notes with a 10 year term, due in 2022, with a stated interest rate of 4.2%. Unrecognized loss Unrealized Gain (Loss) on Derivatives Antidilutive securities excluded from computation of earnings per share amount Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Exchange ratio (in shares) Business Combination, Consideration Transferred, Equity Interests Issued And Issuable, Entity Shares Issued Per Acquiree Share Business Combination, Consideration Transferred, Equity Interests Issued And Issuable, Entity Shares Issued Per Acquiree Share Wabash, Indiana Facility Closure Wabash, Indiana Facility Closure [Member] Wabash, Indiana Facility Closure Adjustment, Transaction Costs Incurred By Acquirer Goodwill Goodwill, net Goodwill Goodwill Other comprehensive (loss) income, net of tax: Other Comprehensive Income (Loss), Net of Tax [Abstract] INVENTORIES Inventory Disclosure [Text Block] Settlements of warranty claims Standard and Extended Product Warranty Accrual, Decrease for Payments Accelerated depreciation and other non-cash items Accelerated depreciation and other non-cash items Restructuring Reserve, Accelerated Depreciation And Other Non-Cash Items Restructuring Reserve, Accelerated Depreciation And Other Non-Cash Items Options Share-Based Payment Arrangement, Option [Member] Foreign exchange forward contracts Foreign Exchange Forward [Member] European Operating Structure Optimization European Operating Structure Optimization [Member] European Operating Structure Optimization Other Proceeds from (Payments for) Other Financing Activities COMPREHENSIVE EARNINGS ATTRIBUTABLE TO OWENS CORNING Comprehensive Income (Loss), Net of Tax, Attributable to Parent Pension Plan Pension Plan [Member] Award Type [Axis] Award Type [Axis] Global Glass Reinforcements ("GR") Business Global Glass Reinforcements ("GR") Business [Member] Global Glass Reinforcements ("GR") Business Foreign currency translation Goodwill, Foreign Currency Translation Gain (Loss) Intangible Assets by Major Class [Axis] Intangible Assets by Major Class [Axis] The axis of a table defines the relationship between the domain members or categories in the table and the line items or concepts that complete the table. Property, plant and equipment, net Property, plant and equipment, net Property, Plant and Equipment, Net Requirement of Masonite term loan facility Repayments of Debt Total liabilities Liabilities Noncontrolling interests Equity, Attributable to Noncontrolling Interest Acquired Indefinite-Lived Intangible Assets [Line Items] Acquired Indefinite-Lived Intangible Assets [Line Items] Common stock, par value (in dollars per

share) Common Stock, Par or Stated Value Per Share Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table] Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Estimated Useful Life (in years) Acquired Finite-Lived Intangible Assets, Weighted Average Useful Life Expiration Date Trading Arrangement Expiration Date NET CASH FLOW USED FOR INVESTING ACTIVITIES Net Cash Provided by (Used in) Investing Activities [Abstract] Current operating lease liabilities Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Less: Estimated fair value allocated to post-transaction compensation expense Post-combination expense Equity Issued in Business Combination, Post-Transaction Compensation Expense Equity Issued in Business Combination, Post-Transaction Compensation Expense Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Materials and supplies Inventory, Raw Materials and Supplies, Gross Property plant and equipment, gross Property, Plant and Equipment, Gross Long-term debt Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Noncurrent Liabilities, Long-Term Debt Debt Instrument [Line Items] Debt Instrument [Line Items] Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Diluted (in shares) Weighted-average number of shares outstanding and common equivalent shares used for diluted earnings per share Weighted Average Number of Shares Outstanding, Diluted Restructuring cost, expected cost Restructuring and Related Cost, Expected Cost Santa Clara Insulation Site Santa Clara Insulation Site [Member] Santa Clara Insulation Site MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] Accumulated Other Comprehensive Income (Loss), Net of Tax [Roll Forward] AOCI Attributable to Parent, Net of Tax [Roll Forward] Total Owens Corning stockholdersâ€™ equity Equity, Attributable to Parent Cost of common stock in treasury Treasury Stock, Value Proceeds from issuance of debt Proceeds from Issuance of Debt Schedule of Goodwill Schedule of Goodwill [Table Text Block] Concentration Risk Type [Domain] Concentration Risk Type [Domain] Outstanding letters of credit Letters of Credit Outstanding, Amount Second Customer Second Customer [Member] Second Customer Marketing and administrative expenses Selling, General and Administrative Expense Cost of sales Cost of Sales [Member] Doors Doors [Member] Doors Currency translation adjustment Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Gain (Loss) Arising During Period, Net of Tax Senior Notes Due 2019 Senior Notes Due 2019 [Member] Senior notes with a 10 year term, due in 2019, with a stated interest rate of 9%. Document Fiscal Period Focus Document Fiscal Period Focus Acquisition-related transaction costs Acquisition related costs Business Combination, Acquisition Related Costs All Executive Categories All Executive Categories [Member] Sacopan Inc. Sacopan Inc. [Member] Sacopan Inc. Purchase price (in dollars per share) Business Acquisition, Share Price Schedule of Restructuring Reserve by Type of Cost Schedule of Restructuring Reserve by Type of Cost [Table Text Block] 2026 Finite-Lived Intangible Asset, Expected Amortization, Year Two Energy Related Derivative Energy Related Derivative [Member] Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] ASSETS Assets [Abstract] Retirement Plan Type [Domain] Retirement Plan Type [Domain] Other comprehensive (loss) income, net of tax Other Comprehensive Income (Loss), Net of Tax Document Type Document Type Net investment hedge amounts classified into AOCI, net of tax Other than Temporary Impairment Losses, Investments, Portion in Other Comprehensive Loss, before Tax, Including Portion Attributable to Noncontrolling Interest Derivative Contract [Domain] Derivative Contract [Domain] Debt proceeds Proceeds from (Repayments of) Debt Net earnings Business Combination, Pro Forma Information, Earnings or Loss of Acquiree since Acquisition Date, Actual Schedule of Defined Benefit Plans Disclosures [Table] Defined Benefit Plan [Table] Equity, Treasury Stock Repurchase Programs [Axis] Equity, Treasury Stock Repurchase Programs [Axis] Group of repurchase programs authorizing the company to purchase common stock to be held in treasury, Maximum Maximum [Member] Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Balance at beginning of period, accumulated impairment loss Balance at end of period, accumulated impairment loss Goodwill, Impaired, Accumulated Impairment Loss Net Carrying Amount Finite-Lived Intangible Assets, Net Accounts payable Accounts Payable, Current Fair Value Senior Notes, Fair Value Disclosure, Par Value Senior Notes, Fair Value Disclosure, Par Value Schedule of Share-based Payment Award, Stock Options, Valuation Assumptions Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block] Segment Reporting, Significant Reconciling Item [Line Items] Segment Reporting, Significant Reconciling Item [Line Items] 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. Related party transaction, expenses Related Party Transaction, Amounts of Transaction Range [Axis] Statistical Measurement [Axis] Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] EARNINGS BEFORE TAXES Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Name Outstanding Recovery, Individual Name Unusual or Infrequent Item, or Both [Line Items] Unusual or Infrequent Item, or Both [Line Items] Owens Corning 2030 Notes Senior Notes Due 2030 ("Owens Corning 2030 Notes") [Member] Senior Notes Due 2030 ("Owens Corning 2030 Notes") Award Timing Predetermined Award Timing Predetermined [Flag] Non-vested restricted stock units and performance share units Incremental Common Shares Attributable to Dilutive Effect of Nonvested Shares with Forfeitable Dividends Protective Packaging Exit Protective Packaging Exit [Member] Protective Packaging Exit Customer relationships Customer relationships [Member] Grant Tranche, One Grant Tranche, One [Member] Grant Tranche, One Scenario, Forecast Forecast [Member] Diluted (in dollars per share) Earnings Per Share, Diluted Defined Benefit Plan, Estimated Future Benefit Payments [Abstract] Defined Benefit Plan, Expected Future Benefit Payment [Abstract] Finite-lived Intangible Assets Amortization Expense Finite-Lived Intangible Assets Amortization Expense [Table Text Block] Commercial and Industrial Sector Commercial and Industrial Sector [Member] Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Acquisition-related Restructuring Acquisition-Related Restructuring [Member] Acquisition-Related Restructuring Preferred stock, issued (in shares) Preferred Stock, Shares Issued Customer [Axis] Customer [Axis] Statement of Financial Position [Abstract] Statement of Financial Position [Abstract] Vested in period, fair value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Fair Value NET EARNINGS NET EARNINGS Increase (decrease) in net earnings Net Income (Loss), Including Portion Attributable to Noncontrolling Interest Pre-tax charge Disposal Group, Not Discontinued Operation, Gain (Loss) on Disposal Paroc marine recall Inventory Recall Expense 5.500% senior notes, net of discount and financing fees, due 2027 Senior Notes Due 2027 [Member] Senior Notes Due 2027 Inventories Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Inventory Income tax expense Income Tax Expense (Benefit) Interest cost Defined Benefit Plan, Interest Cost Gain on sale Gain (Loss) On Divestiture Of Site Gain (Loss) On Divestiture Of Site Derivative, notional amount Derivative, Notional Amount Defined Benefit Plan, Net Periodic Benefit Cost (Credit) [Abstract] Defined Benefit Plan, Net Periodic Benefit Cost (Credit) [Abstract] Long-term debt, percentage rate Long-Term Debt, Percentage Bearing Fixed Interest, Percentage Rate Revenue Disaggregated revenue Revenue from Contract with Customer, Excluding Assessed Tax Statement of Comprehensive Income [Abstract] Statement of Comprehensive Income [Abstract] Recognition of acquisition inventory fair value step-up Inventory Write-down Net cash flow used for investing activities Net Cash Provided by (Used in) Investing Activities Business Acquisition [Line Items] Business Acquisition [Line Items] Cumulative charges incurred Restructuring and Related Cost, Cost Incurred to Date Composites Strategic Realignment Actions Composites Strategic Realignment Actions [Member] Composites Strategic Realignment Actions All Adjustments to Compensation All Adjustments to Compensation [Member] Additional paid in capital Additional Paid in Capital Gain on sale of Santa Clara, California site Gain On Sale Of Santa Clara, California Facility [Member] Gain On Sale Of Santa Clara, California Facility Derivative Instruments, Gain (Loss) [Table] Derivative Instruments, Gain (Loss) [Table] Accumulated Other Comprehensive Income (Loss) [Line Items] Accumulated Other Comprehensive Income (Loss) [Line Items] Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Disclosure [Abstract] Legal Entity [Axis] Legal Entity [Axis] Nonrecurring Adjustment [Axis] Nonrecurring Adjustment [Axis] Gain on sale of site Gain on sale of site Gain (Loss) On Sale Of Facility Gain (Loss) On Sale Of Facility 3.500% senior notes, net of discount and financing fees, due 2030 Senior Notes 2 At 3.500%, Due 2030 [Member] Senior Notes 2 At 3.500%, Due 2030 Scenario, Unspecified [Domain] Scenario [Domain] Technology Technology [Member] Technology-based intangible assets such as innovations or scientific advances, patented and unpatented, Long-term Debt, Type [Domain] Long-Term Debt, Type [Domain] Entity Address, State or Province Entity Address, State or Province Derivative Instruments and Hedging Activities Disclosure [Abstract] Derivative Instruments and Hedging Activities Disclosure [Abstract] Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Cash received upon settlement Derivative Asset, Cash Received Upon Settlement Of Agreement Derivative Asset, Cash Received Upon Settlement Of Agreement Defined Benefit Plan Disclosure [Line Items] Defined Benefit Plan Disclosure [Line Items] Equity Class Of Treasury Stock [Line Items] Equity, Class of Treasury Stock [Line Items] Vesting [Domain] Vesting [Domain] Balance at December 31, 2023 Balance at June 30, 2024 Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value LIABILITIES AND EQUITY Liabilities and Equity [Abstract] 5.700% senior notes, net of discount and financing fees, due 2034 Senior Notes Due 2034 [Member] Senior Notes Due 2034 Schedule of Net Benefit Costs Schedule of Net Benefit Costs [Table Text Block] Roofing, Insulation And Doors Roofing, Insulation And Doors [Member] Roofing, Insulation And Doors Restatement Determination Date Restatement Determination Date 7.000% senior notes, net of discount and financing fees, due 2036 Senior Notes Due 2036 [Member] Senior notes with a 30 year term, due in 2039, with a stated interest rate of 7%. Derivative asset, fair value Derivative Asset, Subject to Master Netting Arrangement, before Offset of Collateral Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Property, Plant and Equipment [Table] Property, Plant and Equipment [Table] Operating lease right-of-use assets Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Derivative Instruments Gain Loss [Line Items] Derivative Instruments, Gain (Loss) [Line Items] Currency [Axis] Currency [Axis] Other non-current liabilities Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Noncurrent Liabilities, Other Property, Plant and Equipment [Abstract] Property, Plant and Equipment [Abstract] Rest of world Rest of World [Member] Rest of World [Member] CALIFORNIA CALIFORNIA EARNINGS PER SHARE Earnings Per Share [Text Block] Granted, weighted average grant date fair value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Restructuring Plan [Axis] Restructuring Plan [Axis] Segments [Domain] Segments [Domain] Schedule Of Intangible Assets By Major Class [Line Items] Schedule Of Intangible Assets By Major Class [Line Items] Schedule Of Intangible Assets By Major Class [Line Items] Other employee benefits liability Liability, Other Postretirement Defined Benefit Plan, Noncurrent Borrowings from lines of credit Proceeds from Lines of Credit Trademarks and trade names Trademarks and trade names Trademarks and trade names (indefinite-lived) Trademarks and Trade Names [Member] PEO PEO [Member] Name Trading Arrangement, Individual Name Fair Values Derivatives, Balance Sheet Location, by Derivative Contract Type [Table] Fair Values Derivatives, Balance Sheet Location, by Derivative Contract Type [Table] Share-based Compensation Arrangement by Share-based Payment Award, Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] Property, Plant and Equipment, Type [Axis] Long-Lived Tangible Asset [Axis] Disposal Group Name [Axis] Disposal Group Name [Axis] Payments for repurchase of equity Payments for Repurchase of Equity Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] 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] Retirement Plan Sponsor Location [Domain] Retirement Plan Sponsor Location [Domain] Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Local Phone Number Local Phone Number Stock repurchase program, number of shares authorized to be repurchased Share Repurchase Program, Authorized, Number of Shares Amount Intangible Assets, Gross (Excluding Goodwill) WARRANTIES Product Warranty Disclosure [Text Block] Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Total operating expenses Operating Expenses Reconciliation of Revenue from Segments to Consolidated Reconciliation of Revenue from Segments to Consolidated [Table Text Block] Payments on term loan borrowing Repayments of Term Loan Repayments of Term Loan PEO Total Compensation Amount PEO Total Compensation Amount Owens Corning equity awards issued for Masonite outstanding equity awards (in shares) Business Acquisition, Equity Interest Issued or Issuable, Number of Shares Hedging adjustment (net of tax of \$(1) and \$(2) for the three months ended June 30, 2024 and 2023, respectively, and \$(3) and \$(2) for the six months ended June 30, 2024 and 2023, respectively) Amounts classified into AOCI, net of tax Other Comprehensive Income (Loss), Derivatives Qualified as Hedges, Net of Tax Other Comprehensive Income (Loss), Derivatives Qualified as Hedges, Net of Tax Property, Plant and Equipment, Type [Domain] Long-Lived Tangible Asset [Domain] Income Statement Location [Axis] Statement of Income Location, Balance [Axis] Reconciliation of Significant Reconciling Items from Segments to Consolidated [Table] Reconciliation of Significant Reconciling Items from Segments to Consolidated [Table] Identification, description, and amounts of significant reconciling items in the reconciliation of a significant segment item of information disclosed (for example, revenues, profit or loss), between reportable segments in total and the entity's consolidated total for that significant segment item disclosed. Unusual or Infrequent Item, or Both [Axis] Unusual or Infrequent Item, or Both [Axis] Debt Disclosure [Abstract] Debt Disclosure [Abstract] Common Stock Outstanding Common Stock [Member] Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Other current assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, Other Schedule of Business Acquisitions, by Acquisition [Table] Schedule of Business Acquisitions, by Acquisition [Table] Segment Reporting [Abstract] Segment Reporting [Abstract] Entity Central Index Key Entity Central Index Key Scenario [Axis] Scenario [Axis] Current operating lease liabilities Business Combination, Recognized Identifiable Assets Acquired And Liabilities Assumed, Lease Obligation, Current Business Combination, Recognized Identifiable Assets Acquired And Liabilities Assumed, Lease Obligation, Current Schedule of Inventory, Current Schedule of Inventory, Current [Table Text Block] Grant Tranche, Two Grant Tranche, Two [Member] Grant Tranche, Two Discontinued Operations and Disposal Groups [Abstract] Discontinued Operations and Disposal Groups [Abstract] Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Amounts accrued for current year Standard and Extended Product Warranty Accrual, Increase for Warranties Issued Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Assumed (converted Masonite equity awards), weighted average grant date fair value Share-Based Compensation Arrangement By Share-Based Payment Award, Equity Instruments Other Than Options, Equity Interest Issued Or Issuable In Period, Weighted Average Grant Date Fair Value Share-Based Compensation Arrangement By Share-Based Payment Award, Equity Instruments Other Than Options, Equity Interest Issued Or Issuable In Period, Weighted Average Grant Date Fair Value Long-term debt, current maturities Long-Term Debt, Current Maturities SEGMENT INFORMATION Segment Reporting Disclosure [Text Block] Restricted Stock Units (RSUs), Converted Masonite Equity Awards Restricted Stock Units (RSUs), Converted Masonite Equity Awards [Member] Restricted Stock Units (RSUs), Converted Masonite Equity Awards GENERAL Accounting Standards Update and Change in Accounting Principle [Text Block] Stock-based compensation expense APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Intangible Assets, Net (Excluding Goodwill) [Abstract] Intangible Assets, Net (Excluding Goodwill) [Abstract] Monetary sanctions Loss Contingency, Loss in Period Non-controlling interest Business Combination, Acquisition of Less than 100 Percent, Noncontrolling Interest, Fair Value Schedule Of Intangible Assets By Major Class [Table] Schedule Of Intangible Assets By Major Class [Table] Schedule Of Intangible Assets By Major Class [Table] Outstanding supplier finance programs Supplier Finance Programs Obligations, Current Supplier Finance Programs Obligations, Current Title Trading Arrangement, Individual Title Restricted Stock Units (RSUs), Owens Corning Stock Plans Restricted Stock Units (RSUs), Owens Corning Stock Plans [Member] Restricted Stock Units (RSUs), Owens Corning Stock Plans Currency Translation Adjustment Accumulated Foreign Currency Adjustment Including Portion Attributable to Noncontrolling Interest [Member] Restructuring costs Restructuring cost Restructuring cost Comprehensive loss attributable to non-redeemable and redeemable noncontrolling interests Comprehensive Income (Loss), Net of Tax, Attributable to Noncontrolling Interest City Area Code City Area Code CURRENT LIABILITIES Liabilities, Current [Abstract] Foreign currency translation Goodwill, Impaired, Foreign Currency Translation Gain (Loss) Goodwill, Impaired, Foreign Currency Translation Gain (Loss) Deferred gain (loss) on hedging transactions (net of tax) Other Comprehensive Income (Loss), Derivative Qualified as Hedges, Net of Tax, Portion Attributable to Parent Other Comprehensive Income (Loss), Derivative Qualified as Hedges, Net of Tax, Portion Attributable to Parent Disposal Group Classification [Domain] Disposal Group Classification [Domain] Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Other expense, net Other Expense [Member] Roofing Restructuring Actions Roofing Restructuring Actions [Member] Roofing Restructuring Actions Purchases of treasury stock Payments for Repurchase of Common Stock Fair value of awards included in transaction consideration APIC, Fair Value Of Awards Including In Transaction Consideration APIC, Fair Value Of Awards Including In Transaction Consideration Long-term debt, net of current portion Long-Term Debt, Excluding Current Maturities Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average

Grant Date Fair Value [Abstract] Owned or Formally Owned Sites Owned or Fomerly Owned Sites [Member] Owned or Fomerly Owned Sites [Member] EARNINGS PER COMMON SHARE ATTRIBUTABLE TO OWENS CORNING COMMON STOCKHOLDERS Earnings Per Share [Abstract] Financing costs Financing Costs, Debt Financing Costs, Debt Equity [Abstract] Equity [Abstract] Residential Residential [Member] Residential [Member] Accumulated earnings Retained Earnings (Accumulated Deficit) Related Party Transaction [Line Items] Related Party Transaction [Line Items] Debt issuance costs Debt Issuance Costs, Gross Deferred income taxes Deferred Income Taxes and Tax Credits Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Underlying Securities Award Underlying Securities Amount Defined Benefit Plans and Other Postretirement Benefit Plans Disclosures [Table] Defined Benefit Plans and Other Postretirement Benefit Plans Disclosures [Table] Product Warranties Disclosures [Abstract] Product Warranties Disclosures [Abstract] Amendment Flag Amendment Flag Receivables, net Receivables, net Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, Receivables Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Machinery and equipment Machinery and Equipment [Member] DEBT Debt Disclosure [Text Block] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Debt instrument, face amount Debt Instrument, Face Amount Technology Technology-Based Intangible Assets [Member] Product warranty accrual, beginning balance Product warranty accrual, ending balance Standard and Extended Product Warranty Accrual Entity Address, Postal Zip Code Entity Address, Postal Zip Code Proceeds from term loan borrowing Proceeds From Term Loan Proceeds From Term Loan Pension and Other Postretirement Adjustment Accumulated Defined Benefit Plans Adjustment, Net Transition Including Portion Attributable to Noncontrolling Interest [Member] Environmental liability sites Environmental Liability Sites Number of sites where there is a continuing legal obligation to either complete remedial actions or contribute to the completion of remedial actions regarding environmental matters. Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value 5.950% senior notes, net of discount and financing fees, due 2054 Senior Notes Due 2054 [Member] Senior Notes Due 2054 Other Payments for (Proceeds from) Other Investing Activities 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] Forfeited, weighted average grant date fair value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value 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] Percentage of shares granted Business Combination, Consideration Transferred, Equity Interests Issued And Issuable, Percentage Of Shares Granted Business Combination, Consideration Transferred, Equity Interests Issued And Issuable, Percentage Of Shares Granted Employee Stock Employee Stock [Member] Strategic review related charges Strategic review-related charges Strategic Review Related Charges Strategic Review Related Charges Adjustment, Removal Of Sales Of Architectural Segment Adjustment, Removal Of Sales Of Architectural Segment [Member] Adjustment, Removal Of Sales Of Architectural Segment Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Movement In Standard And Extended Product Warranty Increase Decrease Roll Forward Movement in Standard and Extended Product Warranty Accrual, Increase (Decrease) [Roll Forward] Finance lease payments Finance Lease, Principal Payments Designated as Hedging Instrument Designated as Hedging Instrument [Member] Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] 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] TOTAL ASSETS Assets COST OF SALES Cost of Goods and Services Sold Defined Benefit Plans and Other Postretirement Benefit Plans Disclosures [Abstract] Defined Benefit Plans and Other Postretirement Benefit Plans Disclosures [Abstract] Other liabilities Other Liabilities, Noncurrent Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Schedule of Effective Income Tax Rate Reconciliation Schedule of Effective Income Tax Rate Reconciliation [Table Text Block] Termination Date Trading Arrangement Termination Date WEIGHTED AVERAGE COMMON SHARES Earnings Per Share, Diluted, Other Disclosure [Abstract] Schedule of Related Party Transactions, by Related Party [Table] Related Party Transaction [Table] Global cellular glass insulation trademark Global Cellular Glass Insulation Trademark [Member] Global Cellular Glass Insulation Trademark Due to related party supplier Other Liabilities Nondesignated as Hedging Instrument Not Designated as Hedging Instrument [Member] Preliminary Acquisition Date Fair Value of Net Intangible Assets Acquired, Net Of Liabilities Assumed Schedule of Recognized Identified Assets Acquired and Liabilities Assumed [Table Text Block] NET EARNINGS ATTRIBUTABLE TO OWENS CORNING Net earnings attributable to Owens Corning Net Income (Loss) Attributable to Parent Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Changes in operating assets and liabilities Increase (Decrease) in Other Operating Capital Increase (Decrease) in Other Operating Capital Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Accelerated Vesting Of Equity Awards Accelerated Vesting Of Equity Awards [Member] Accelerated Vesting Of Equity Awards 3.400% senior notes, net of discount and financing fees, due 2026 senior notes due 2026 [Member] senior notes due 2026 [Member] Availability on facility Line of Credit Facility, Current Borrowing Capacity Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] Entity File Number Entity File Number Goodwill, Impaired, Accumulated Impairment [Roll Forward] Goodwill, Impaired, Accumulated Impairment [Roll Forward] Goodwill, Impaired, Accumulated Impairment Performance Stock Units (PSUs) Performance Stock Units (PSUs) awarded by a company to their employees as a form of incentive compensation. NCI Noncontrolling Interest [Member] Income Statement [Abstract] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Effect of exchange rate changes on cash Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Continuing Operations Restructuring Plan [Domain] Restructuring Plan [Domain] Name Forgone Recovery, Individual Name Other adjustments to reconcile net earnings to cash from operating activities Other Noncash Income (Expense) Award Timing MNPI Considered Award Timing MNPI Considered [Flag] 3.500% senior notes, net of discount and financing fees, due 2030 Senior Notes 1 At 3.500%, Due 2030 [Member] Senior Notes 1 At 3.500%, Due 2030 Share-Based Payment Arrangement, Performance Shares, Activity Share-Based Payment Arrangement, Performance Shares, Activity [Table Text Block] Inventory Disclosure [Abstract] Inventory Disclosure [Abstract] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Adjustment to Compensation: Adjustment to Compensation [Axis] Accounts Receivable Accounts Receivable [Member] Net earnings (loss) attributable to non-redeemable and redeemable noncontrolling interests Net earnings attributable to non-redeemable noncontrolling interests Net Income (Loss) Attributable to Noncontrolling Interest Document Quarterly Report Document Quarterly Report Pension and other postretirement adjustment (net of tax) Other Comprehensive (Income) Loss, Defined Benefit Plan, after Tax and Reclassification Adjustment, Attributable to Parent Accumulated other comprehensive deficit Total AOCI beginning balance Total AOCI ending balance Accumulated Other Comprehensive Income (Loss), Net of Tax Restricted cash Restricted Cash and Cash Equivalents Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Related Party, Type [Axis] Related and Nonrelated Parties [Axis] Basic (in shares) Weighted-average number of shares outstanding used for basic earnings perÅ share Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Assumed (converted Masonite equity awards) (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Equity Interest Issued Or Issuable In Period Share-Based Compensation Arrangement By Share-Based Payment Award, Equity Instruments Other than Options, Equity Interest Issued Or Issuable In Period Expected future employer contributions, current fiscal year Defined Benefit Plan, Expected Future Employer Contributions, Current Fiscal Year Invoices paid Payments to Suppliers Total equity Beginning balance Ending balance Equity, Including Portion Attributable to Noncontrolling Interest Property, plant and equipment, net Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Property, Plant, and Equipment Accelerated amortization Accelerated Amortization [Member] Accelerated Amortization Employee Severance, Current Employee Severance, Current [Member] Employee Severance, Current Name Awards Close in Time to MNPI Disclosures, Individual Name Construction in progress Construction in Progress [Member] Revenue Benchmark Revenue Benchmark [Member] Entity Filer Category Entity Filer Category Senior Notes Due 2016 Senior Notes Due 2016 [Member] Senior notes with a 10 year term, due in 2016, with a stated interest rate of 6.5%. 3.875% senior notes, net of discount and financing fees, due 2030 Senior Notes At 3.875%, Due 2030 [Member] Senior Notes At 3.875%, Due 2030 Unusual or Infrequent Item, or Both [Table] Unusual or Infrequent Item, or Both [Table] Acquisitions (see Note 7) Goodwill, Acquired During Period Range [Domain] Statistical Measurement [Domain] Derivatives, Fair Value [Line Items] Derivatives, Fair Value [Line Items] Intangible Assets by Major Class [Domain] Intangible Assets by Major Class [Domain] Other current liabilities Other Liabilities, Current All Trading Arrangements All Trading Arrangements [Member] External Based Performance Metric External Based Performance Metric [Member] External Based Performance Metric [Member] Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Schedule of Earnings Per Share, Basic and Diluted Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Vesting period Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Rule 10b5-1 Arrangement Adopted Rule 10b5-1 Arrangement Adopted [Flag] Awards Close in Time to MNPI Disclosures Awards Close in Time to MNPI Disclosures [Table] Derivative [Line Items] Derivative [Line Items] Pay vs Performance Disclosure [Line Items] Redeemable noncontrolling interest Redeemable Noncontrolling Interest, Equity, Carrying Amount Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Derivative [Table] Derivative [Table] Less â€ current portion of senior notes Senior Notes, Current Schedule of Derivative Assets and Liabilities at Fair Value Schedule of Derivative Instruments in Statement of Financial Position, Fair Value [Table Text Block] Derivative liability, fair value Derivative Liability, Subject to Master Netting Arrangement, before Offset of Collateral Restructuring and Related Activities [Abstract] Restructuring and Related Activities [Abstract] Other Increase (Decrease) in Other Operating Assets and Liabilities, Net Other Performance Measure, Amount Other Performance Measure, Amount 2027 Finite-Lived Intangible Asset, Expected Amortization, Year Three Goodwill [Line Items] Goodwill [Line Items] Common stock, outstanding (in shares) Common stock, beginning balance (in shares) Common stock, ending balance (in shares) Common Stock, Shares, Outstanding Short-term debt, weighted average interest rate, at point in time Short-Term Debt, Weighted Average Interest Rate, at Point in Time Acquired obligations Standard Product Warranty Accrual, Additions from Business Acquisition Number of shares available for grant Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant Non-current operating lease liabilities Operating Lease, Liability, Noncurrent Cash Flow Hedging Cash Flow Hedging [Member] Industry Sector [Domain] Industry Sector [Domain] Purchases of noncontrolling interest Noncontrolling Interest, Decrease from Redemptions or Purchase of Interests Hedging Indices [Axis] Hedging Indices [Axis] Hedging Indices [Axis] Service cost Defined Benefit Plan, Service Cost Nonrecurring Adjustment [Domain] Nonrecurring Adjustment [Domain] Entity Tax Identification Number Entity Tax Identification Number Magna Foremost SDN BHD Magna Foremost SDN BHD [Member] Magna Foremost SDN BHD Schedule of Finite-Lived Intangible Assets [Table] Intangible Asset, Finite-Lived [Table] Schedule of Long-term Debt Instruments Schedule of Long-Term Debt Instruments [Table Text Block] Purchases of treasury stock (shares) Treasury Stock, Shares, Acquired Retirement Plan Type [Axis] Retirement Plan Type [Axis] Receivables Securitization Facility Letter Of Credit Under Receivables Purchase Agreement [Member] Letters of Credit issued under the \$250 million Receivables Purchase Agreement dated as of March 31, 2011. Marketing and administrative expenses Selling, General and Administrative Expenses [Member] Pension and other postretirement adjustment Other Comprehensive Income (Loss), Defined Benefit Plan, Gain (Loss) Arising During Period, Tax Treasury Stock Treasury Stock, Common [Member] Roofing Roofing [Member] Roofing Segment Eliminations Intersegment Eliminations [Member] Plan Name [Axis] Plan Name [Axis] Equity Components [Axis] Equity Components [Axis] Schedule of Earnings before Interest and Taxes Schedule of Earnings before Interest and Taxes [Table Text Block] Tabular disclosure of all significant reconciling items in the reconciliation of earnings before interest and taxes from reportable segments, to the entity's consolidated earnings before interest and taxes. Other current assets Other Assets, Current Offering period (in months) Share-Based Compensation Arrangement By Share-Based Payment Award, Offering Period Of Shares Purchased Share-Based Compensation Arrangement By Share-Based Payment Award, Offering Period Of Shares Purchased Other expense, net Other Expenses, net The net amount of other operating income and expenses, not previously categorized, that are associated with the entity's normal operation Net earnings Business Acquisition, Pro Forma Net Income (Loss) Gains on sale of certain precious metals Gain on sale of Precious Metals Gain on sale of Precious Metals Business Acquisition, Acquiree [Domain] Business Acquisition, Acquiree [Domain] Pension fund contribution Payment for Pension Benefits Pre-combination vesting portion of fair value of Masonite outstanding equity awards converted to Owens Corning time vesting RSUs Business Combination, Consideration Transferred, Equity Interests Issued And Issuable Geographical [Axis] Geographical [Axis] Schedule of Restructuring Costs on the Consolidated Statements of Earnings Restructuring and Related Costs [Table Text Block] Derivative, nonmonetary notional amount Derivative, Nonmonetary Notional Amount Receivables, less allowance of \$4 at JuneÅ 30, 2024 and \$11 at DecemberÅ 31, 2023 Receivables, Net, Current 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] Other non-current assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Other Noncurrent Assets Payments Payments for Restructuring Cash, cash equivalents and restricted cash at beginning of period CASH, CASH EQUIVALENTS AND RESTRICTED CASH AT END OF PERIOD Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Compensation cost not yet recognized Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount CURRENT ASSETS Assets, Current [Abstract] Consolidation Items [Axis] Consolidation Items [Axis] Indefinite-Lived Intangible Assets, Major Class Name [Domain] Indefinite-Lived Intangible Assets, Major Class Name [Domain] Proceeds from senior revolving credit and receivables securitization facilities Proceeds From Senior Revolving Credit and Receivables Securitization Facilities Proceeds From Senior Revolving Credit and Receivables Securitization Facilities Treasury stock (in shares) Treasury stock, beginning balance (in shares) Treasury stock, ending balance (in shares) Treasury Stock, Common, Shares Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount 4.200% senior notes, net of discount and financing fees, due 2024 Senior Notes Due 2024 [Member] Senior Notes Due 2024 [Member] Product and Service [Domain] Product and Service [Domain] Vested, weighted average grant date fair value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value Goodwill [Roll Forward] Goodwill [Roll Forward] Preferred stock, outstanding (in shares) Preferred Stock, Shares Outstanding Security Exchange Name Security Exchange Name Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Nonvested, Number of Shares [Roll Forward] Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number of Shares [Roll Forward] Insulation Insulation [Member] Insulation Segment Short-term debt Short-Term Debt Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Science and technology expenses Research and Development Expense Goodwill and Intangible Assets Disclosure [Abstract] Goodwill and Intangible Assets Disclosure [Abstract] Common stock, issued (in shares) Common Stock, Shares, Issued Entity [Domain] Entity [Domain] Line of credit facility, maximum borrowing capacity Facility size or borrowing limit Line of Credit Facility, Maximum Borrowing Capacity Concentration risk percentage Concentration Risk, Percentage Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Accumulated depreciation Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment Europe Europe [Member] Common stock, authorized (in shares) Common Stock, Shares Authorized Uncollectible accounts receivable Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Accounts Receivable, Allowance For Credit Loss, Current Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Accounts Receivable, Allowance For Credit Loss, Current Investment in subsidiaries and affiliates, net of cash acquired Payments to Acquire Businesses, Net of Cash Acquired Hedging Adjustment Accumulated Net Gain (Loss) from Cash Flow Hedges Including Portion Attributable to Noncontrolling Interest [Member] Restructuring costs Restructuring Costs Amortization expense for intangible assets for remainder of the year Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year Acquisition-related integration costs Acquisition-Related Costs, Integration [Member] Acquisition-Related Costs, Integration Long-term Debt, Type [Axis] Long-Term Debt, Type [Axis] Related Party Related Party [Member] Amortization of actuarial gain Defined Benefit Plan, Amortization of Gain (Loss) Hedging Designation [Domain] Hedging Designation [Domain] Interest expense, net Interest Expense, Nonoperating Employee Severance And Accelerated Depreciation Employee Severance And Accelerated Depreciation [Member] Employee Severance And Accelerated Depreciation PROPERTY, PLANT AND EQUIPMENT Property, Plant and Equipment Disclosure [Text Block] Non-operating income Pension and Other Postretirement Benefits Cost (Reversal of Cost) Pro Forma Financial Information Business Acquisition, Pro Forma Information [Table Text Block] Carrying Value Long-Term Debt Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Pension plan liability Liability, Defined Benefit Pension Plan, Noncurrent DIVESTITURES Mergers, Acquisitions and Dispositions Disclosures [Text Block] Performance stock payout range maximum Performance Stock Payout Range Maximum

Performance Stock Payout Range Maximum Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Vested (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Interest expense Interest Expense, Long-Term Debt Risk free interest rate Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate Indefinite-lived trademarks and trade names Indefinite-Lived Intangible Assets (Excluding Goodwill) Amortization expense for intangible assets Amortization of Intangible Assets Contract liability Contract with Customer, Liability Amounts reclassified from AOCI to net earnings, net of tax Other Comprehensive (Income) Loss, Defined Benefit Plan, Reclassification Adjustment from AOCI, after Tax Redeemable noncontrolling interest adjustment to redemption value Net Income (Loss) Attributable to Redeemable Noncontrolling Interest ACQUISITIONS Business Combination Disclosure [Text Block] Current Fiscal Year End Date Current Fiscal Year End Date Treasury interest rate lock Interest Rate Lock Commitments [Member] Treasury Stock Repurchase Programs [Table] Treasury Stock Repurchase Programs [Table] Different repurchase programs authorizing the company to purchase treasury stock. PEO Name PEO Name First Customer First Customer [Member] First Customer Vesting [Axis] Vesting [Axis] Equity Award [Domain] Award Type [Domain] Cash and cash equivalents Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Cash and Equivalents Employee Stock Purchase Plan Employee Stock Purchase Plan [Member] Issuance of common stock under share-based payment plans, shares Shares Issued, Shares, Share-Based Payment Arrangement, after Forfeiture Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Deferred income taxes Deferred Income Tax Assets, Net Non-PEO NEO Non-PEO NEO [Member] Weighted average useful life (in years) Finite-Lived Intangible Asset, Useful Life Total assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Assets APIC Additional Paid-in Capital [Member] Hedging Relationship [Axis] Hedging Relationship [Axis] Treasury Stock Repurchase Programs [Domain] Treasury Stock Repurchase Programs [Domain] Listing of treasury stock repurchase programs. Treasury stock repurchase programs authorize the company to repurchase common stock and hold it in treasury. PENSION PLANS AND OTHER POSTRETIREMENT BENEFITS Retirement Benefits [Text Block] Deferred income taxes Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Deferred Tax Liabilities Accounting Pronouncements Non Accounting Pronouncements, Policy [Policy Text Block] Various finance leases, due through 2032 Capital Lease Obligations [Member] Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Non-refundable deposit Proceeds From Divestiture Of Business, Non-Refundable Deposit Proceeds From Divestiture Of Business, Non-Refundable Deposit Accumulated Amortization Finite-Lived Intangible Assets, Accumulated Amortization Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Type of Restructuring [Domain] Type of Restructuring [Domain] Severance Employee Severance [Member] RESTRUCTURING, ACQUISITION AND DIVESTITURE-RELATED COSTS Restructuring and Related Activities Disclosure [Text Block] Stock-based compensation expense Share-Based Payment Arrangement, Noncash Expense Accelerated depreciation Accelerated Depreciation [Member] Accelerated Depreciation [Member] Total Segments Total Segments [Member] Total net assets acquired Business Combination, Recognized Identifiable Assets Acquired, Goodwill, and Liabilities Assumed, Less Noncontrolling Interest Schedule of Fair Value Derivative Instruments Statements of Earnings Location Derivative Instruments, Gain (Loss) [Table Text Block] Performance Restricted Stock Units ("PRSUs") Performance Restricted Stock Units ("PRSUs") [Member] Performance Restricted Stock Units ("PRSUs") Concentration Risk Benchmark [Domain] Concentration Risk Benchmark [Domain] Number of Masonite stock awards outstanding (in shares) Business Combination, Consideration Transferred, Equity Interests Issued and Issuable, Entity Shares Outstanding Of Acquiree Business Combination, Consideration Transferred, Equity Interests Issued and Issuable, Entity Shares Outstanding Of Acquiree Effective tax rate Effective Income Tax Rate Reconciliation, Percent Deferred income taxes Business Combination Recognized Identifiable Assets Acquired and Liabilities Assumed, Deferred Tax Assets OPERATING INCOME Operating Income (Loss) Number of reportable segments Number of Reportable Segments TOTAL LIABILITIES AND EQUITY Liabilities and Equity Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] Hedging Designation [Axis] Hedging Designation [Axis] DERIVATIVE FINANCIAL INSTRUMENTS Derivative Instruments and Hedging Activities Disclosure [Text Block] Dividends paid Payments of Dividends Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] Long-term debt - current portion Long-Term Debt and Lease Obligation, Current Schedule of Share-based Compensation, Restricted Stock and Restricted Stock Units Activity Share-Based Payment Arrangement, Restricted Stock and Restricted Stock Unit, Activity [Table Text Block] Precious metals depletion percentage Precious Metals Depletion Percentage Depletion presented as a percentage of the outstanding carrying value of the precious metals in which it relates. Precious metals are used in the production tooling process. Industry Sector [Axis] Industry Sector [Axis] Underlying Security Market Price Change Underlying Security Market Price Change, Percent Expected return on plan assets Defined Benefit Plan, Expected Return (Loss) on Plan Assets 364-Day Credit Facility 364-Day Credit Facility [Member] 364-Day Credit Facility Individual: Individual [Axis] AOCI AOCI Attributable to Parent [Member] Expected term (in years) Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Term Global Composites Restructuring Global Composites Restructuring [Member] Global Composites Restructuring Inventories Total inventories Inventory, Net Product and Service [Axis] Product and Service [Axis] Property Plant And Equipment [Line Items] Property, Plant and Equipment [Line Items] Statement [Line Items] Statement [Line Items] Amount of gain reclassified from AOCI (as defined below) into earnings Loss reclassified from AOCI Derivative Instruments, Gain (Loss) Reclassified from Accumulated OCI into Income, Effective Portion, Net OPERATING EXPENSES Operating Expenses [Abstract] Net assets acquired Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Net Grant Tranche, Three Grant Tranche, Three [Member] Grant Tranche, Three Property, Plant and Equipment Property, Plant and Equipment [Table Text Block] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Business combination, consideration transferred Total transaction consideration Business Combination, Consideration Transferred Term of derivatives (in years) Derivative, Term of Contract Roofing And Insulation Roofing And Insulation [Member] Roofing And Insulation 3.950% senior notes, net of discount and financing fees, due 2029 Senior Notes, Due 2029 [Member] Senior Notes, Due 2029 Premium on long-term debt Payment Of Premium On Long-Term Debt Payment Of Premium On Long-Term Debt Asia Pacific Asia Pacific [Member] Minimum Minimum [Member] Fair value of inventory stepped up Business Combination, Inventory Step-up, Fair Value Business Combination, Inventory Step-up, Fair Value Derivative, fixed interest rate Derivative, Fixed Interest Rate Adoption Date Trading Arrangement Adoption Date Currency translation tax Other Comprehensive Income (Loss), Foreign Currency Translation Adjustment, Tax Segments [Axis] Segments [Axis] Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member] Net sales Business Acquisition, Pro Forma Revenue Disclosure of Share-based Compensation Arrangements by Share-based Payment Award Disclosure of Share-Based Compensation Arrangements by Share-Based Payment Award [Table Text Block] U.S. federal statutory tax rate Effective Income Tax Rate Reconciliation, at Federal Statutory Income Tax Rate, Percent Performance stock payout minimum Performance Stock Payout Minimum Performance Stock Payout Minimum Derivative Instrument [Axis] Derivative Instrument [Axis] Exercise Price Award Exercise Price 5.375% senior notes, net of discount and financing fees, due 2028 Senior Notes Due 2028 ("Masonite 2028 Notes") [Member] Senior Notes Due 2028 ("Masonite 2028 Notes") Arrangement Duration Trading Arrangement Duration Preliminary Estimated Fair Value Of Common Stock Schedule of Business Acquisitions by Acquisition, Equity Interest Issued or Issuable [Table Text Block] GOODWILL AND OTHER INTANGIBLE ASSETS Goodwill and Intangible Assets Disclosure [Text Block] OWENS CORNING STOCKHOLDERSâ€™ EQUITY Equity, Attributable to Parent [Abstract] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] 2023 Stock Plan Stock Plan 2023 [Member] Stock Plan 2023 Debt instrument, term Debt Instrument, Term 2028 Finite-Lived Intangible Asset, Expected Amortization, Year Four All Individuals All Individuals [Member] Income Tax Disclosure [Abstract] Income Tax Disclosure [Abstract] Adjustment, Tax Impacts Of Proforma Adjustments Adjustment, Tax Impacts Of Proforma Adjustments [Member] Adjustment, Tax Impacts Of Proforma Adjustments Adjustment, Transaction Costs Incurred By Acquiree Adjustment, Transaction Costs Incurred By Acquiree [Member] Adjustment, Transaction Costs Incurred By Acquiree Balance at beginning of period, gross carrying amount Balance at end of period, gross carrying amount Goodwill, Gross Other Postretirement Benefits Plan Other Postretirement Benefits Plan [Member] Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Intangible assets, net Net Carrying Amount Intangible Assets, Net (Excluding Goodwill) Schedule of Line of Credit Facilities Schedule of Line of Credit Facilities [Table Text Block] 4.400% senior notes, net of discount and financing fees, due 2048 Senior Note 2048 [Member] Senior Note 2048 [Member] Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Table] Disposal Groups, Including Discontinued Operations [Table] Related Party, Type [Domain] Related and Nonrelated Parties [Domain] Restructuring Cost and Reserve [Line Items] Restructuring Cost and Reserve [Line Items] Equity in net earnings of affiliates Income (Loss) from Equity Method Affiliates This item represents the entity's proportionate share for the period of the net income (loss) of its affiliates to which the equity method of accounting is applied. This item includes income or expense related to stock-based compensation based on the investor's grant of stock to employees of an equity method investee. Deferred income taxes Deferred Income Tax Liabilities, Net Expected volatility Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate Stock repurchased during period, shares Stock Repurchased During Period, Shares Retirement Plan Sponsor Location [Axis] Retirement Plan Sponsor Location [Axis] Operating lease right-of-use assets Business Combination, Recognized Identifiable Assets Acquired And Liabilities Assumed, Operating Lease, Right-of-Use Asset Business Combination, Recognized Identifiable Assets Acquired And Liabilities Assumed, Operating Lease, Right-of-Use Asset Percentage of long-term debt tendered Business Acquisition, Percentage Of Long-Term Debt Tendered Business Acquisition, Percentage Of Long-Term Debt Tendered Employee Severance And Other Exit Costs Employee Severance And Other Exit Costs [Member] Employee Severance And Other Exit Costs Vanair Design Inc. Vanair Design Inc. [Member] Vanair Design Inc. Intangible assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Finite-Lived Intangibles Pension and other postretirement adjustment (net of tax of \$0 and \$0 for the three months ended JuneA 30, 2024 and 2023, respectively, and \$0 and \$0 for the six months ended JuneA 30, 2024 and 2023, respectively) Other Comprehensive (Income) Loss, Defined Benefit Plan, after Reclassification Adjustment, after Tax Gross accounts receivable Business Combination, Recognized Identifiable Assets Acquired And Liabilities Assumed, Current Assets, Receivables, Gross Business Combination, Recognized Identifiable Assets Acquired And Liabilities Assumed, Current Assets, Receivables, Gross Amount of gain recognized in earnings Amount of gain recognized in earnings Derivative Instruments, Gain (Loss) Recognized in Income, Ineffective Portion and Amount Excluded from Effectiveness Testing, Net Fair value of Owens Corning time vesting RSUs issued for Masonite outstanding equity awards Equity Issued In Business Combination, Fair Value Disclosure For Outstanding Equity Awards Equity Issued In Business Combination, Fair Value Disclosure For Outstanding Equity Awards CONTINGENT LIABILITIES AND OTHER MATTERS Commitments and Contingencies Disclosure [Text Block] Measure: Measure [Axis] Schedule of Impaired Intangible Assets Schedule of Impaired Intangible Assets [Table Text Block] Issuance of common stock under share-based payment plans Shares Issued, Value, Share-Based Payment Arrangement, after Forfeiture Preferred stock, authorized (in shares) Preferred Stock, Shares Authorized Entity Emerging Growth Company Entity Emerging Growth Company Indefinite-Lived Intangible Assets [Axis] Indefinite-Lived Intangible Assets [Axis] Schedule of Acquired Indefinite-Lived Intangible Assets by Major Class [Table] Schedule of Acquired Indefinite-Lived Intangible Assets by Major Class [Table] Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Equity Component [Domain] Equity Component [Domain] Preferred stock, par value (in dollars per share) Preferred Stock, Par or Stated Value Per Share Marcio Sandri [Member] Marcio Sandri Senior revolving credit facility, maturing in 2024 Senior Revolving Credit Facility Senior Revolving Credit Facility B [Member] The \$800 million multi-currency senior revolving credit facility with a 4 year term dated May 26, 2010. Dividends declared Dividends Declared Dividends Declared Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Entity Shell Company Entity Shell Company Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Statement [Table] Statement [Table] Consolidation Items [Domain] Consolidation Items [Domain] Cash paid for property, plant, and equipment Payments to Acquire Productive Assets Concentration Risk Benchmark [Axis] Concentration Risk Benchmark [Axis] Currency translation adjustment (net of tax of \$0 and \$0 for the three months ended JuneA 30, 2024 and 2023, respectively, and \$0 and \$0 for the six months ended JuneA 30, 2024 and 2023, respectively) Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax Total current assets Assets, Current Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Dominance Industries, Inc. Dominance Industries, Inc. [Member] Dominance Industries, Inc. Amortized portion part of interest expense for future issuance of debt Derivative Asset, Portion Amortized As Interest Expense Derivative Asset, Portion Amortized As Interest Expense Revenue Business Combination, Pro Forma Information, Revenue of Acquiree since Acquisition Date, Actual Composites Composites [Member] Composites Business Segment Employee emergence equity program expense Employee emergence equity program expense The total cost of shares issued to employees upon emergence from Chapter 11 proceedings, including both the recognition of the fair value of the shares over the requisite service period and any applicable company payroll taxes. Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Contributions by employer Defined Benefit Plan, Plan Assets, Contributions by Employer Grant date fair value of units granted Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Weighted Average Grant Date Fair Value Accumulated Other Comprehensive Income (Loss) [Table] Accumulated Other Comprehensive Income (Loss) [Table] Other Other Intangible Assets [Member] Euro Member Countries, Euro Euro Member Countries, Euro EURO INCOME TAXES Income Tax Disclosure [Text Block] Hedging Indices [Domain] Hedging Indices [Domain] [Domain] for Hedging Indices [Axis] Domestic Plan Domestic Plan [Member] Payments for other employee benefits liabilities Payment for Other Postretirement Benefits Superfund Site Superfund Sites [Member] Superfund Sites [Member] Net cash flow provided by (used for) financing activities Net Cash Provided by (Used in) Financing Activities Accounting Changes and Error Corrections [Abstract] Accounting Changes and Error Corrections [Abstract] Entity Registrant Name Entity Registrant Name Closing cash consideration Payments to Acquire Businesses, Gross Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Depreciation and amortization Depreciation, Depletion and Amortization Unusual or Infrequent Item, or Both [Domain] Unusual or Infrequent Item, or Both [Domain] Gross margin Gross Profit Net earnings attributable to non-redeemable noncontrolling interests Net Income (Loss) Attributable to Nonredeemable Noncontrolling Interest Schedule of Product Warranty Liability Schedule of Product Warranty Liability [Table Text Block] Fair Value as of Grant Date Award Grant Date Fair Value Customer Concentration Risk Customer Concentration Risk [Member] Amounts classified into AOCI, net of tax Other Comprehensive (Income) Loss, Defined Benefit Plan, before Reclassification Adjustment, after Tax Geographical [Domain] Geographical [Domain] Schedule of Restructuring and Related Costs [Table] Restructuring Cost [Table] Restatement Determination Date: Restatement Determination Date [Axis] Title of 12(b) Security Title of 12(b) Security Concentration Risk Type [Axis] Concentration Risk Type [Axis] Common stock, par value \$0.01 per share Common Stock, Value, Issued Performance Stock Units (PSUs) 2018 Performance Stock Units (PSUs) 2018 [Member] Performance Stock Units (PSUs) 2018 [Member] Disclosure of Compensation Related Costs, Share-based Payments [Abstract] Share-Based Payment Arrangement [Abstract] Finite-Lived Intangible Assets [Line Items] Finite-Lived Intangible Assets [Line Items] All Currencies [Domain] All Currencies [Domain] General corporate expense and other General Corporate Expense Expenses related to general corporate activities. These costs are not included in earnings before interest and taxes for reportable segments. NET CASH FLOW PROVIDED BY (USED FOR) FINANCING ACTIVITIES Net Cash Provided by (Used in) Financing Activities [Abstract] Preferred stock, par value \$0.01 per share Preferred Stock, Value, Issued Finished goods Inventory, Finished Goods, Gross Precious metal percent of depreciation expense precious metal percent of depreciation expense precious metal percent of depreciation expense Basic (in dollars per share) Earnings Per Share, Basic Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] European building and technical insulation trade name European Building And Technical Insulation Trade Name [Member] European Building And Technical Insulation Trade Name Trademarks and trade names Trademarks [Member] Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Schedule of Goodwill [Table] Goodwill [Table] Disposal Group, Held-for-sale, Not Discontinued Operations Disposal Group, Held-for-Sale, Not Discontinued Operations [Member] Total current liabilities Liabilities, Current Masonite 2030 Notes Senior Notes Due 2030 ("Masonite 2030 Notes") [Member] Senior Notes Due 2030 ("Masonite 2030 Notes") 10-day weighted average closing share price of Owens Corning common stock (in dollars per share) Business Acquisition, Weighted Average Closing Share Price Business Acquisition, Weighted Average Closing Share Price 2025 Finite-Lived Intangible Asset, Expected Amortization, Year One Outstanding borrowings Long-Term Line of Credit Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Employee Severance, Noncurrent Employee Severance, Noncurrent [Member] Employee Severance, Noncurrent Chambrey, France Manufacturing Assets Chambrey, France Manufacturing Assets [Member] Chambrey, France Manufacturing Assets NET SALES Net sales Revenues STOCK COMPENSATION Share-Based Payment

Arrangement [Text Block] Entity Address, City or Town Entity Address, City or Town Proceeds from long-term Debt Proceeds from Issuance of Long-Term Debt Allocated share based compensation expense (less than) Share-Based Payment Arrangement, Expense Internal Based Performance Metric Internal Based Performance Metric [Member] Internal Based Performance Metric [Member] Proceeds from the sale of assets or affiliates Proceeds from Sale of Assets or Affiliates Proceeds from Sale of Assets or Affiliates Environmental exit costs, accrual Environmental Exit Costs, Costs Accrued to Date CHANGES IN ACCUMULATED OTHER COMPREHENSIVE DEFICIT Comprehensive Income (Loss) Note [Text Block] Forfeited (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period Business Acquisition [Axis] Business Acquisition [Axis] Schedule of Finite-Lived Intangible Assets Schedule of Finite-Lived Intangible Assets [Table Text Block] 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] Fair Value Notes Payable, Fair Value Disclosure, Par Value Fair value disclosure of the trading value of the Company's outstanding senior notes payable in relation to par as of the balance sheet date. Fair value of awards included in transaction consideration Fair value of awards included in transaction consideration Equity Issued in Business Combination, Fair Value Disclosure Document Fiscal Year Focus Document Fiscal Year Focus Purchases of treasury stock Treasury Stock, Value, Acquired, Cost Method Severance costs Severance Costs 2029 Finite-Lived Intangible Asset, Expected Amortization, Year Five Document Period End Date Document Period End Date EARNINGS BEFORE INTEREST AND TAXES Earnings Before Interest And Taxes The net result of deducting operating expenses from gross margin before interest expense, income taxes, earnings (loss) from equity method investments, extraordinary items, cumulative effects of changes in accounting principles, and noncontrolling interest. Environmental exit costs, accrual, current Environmental Exit Costs, Costs Accrued to Date, Current Environmental Exit Costs, Costs Accrued to Date, Current Grant Tranche [Axis] Grant Tranche [Axis] Grant Tranche Balance at December 31, 2023 Balance at June 30, 2024 Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Insider Trading Arrangements [Line Items] Buildings and leasehold improvements Buildings and Leasehold Improvements [Member] Long lived, depreciable structure held for productive use, including office, production, storage and distribution facilities; and long lived, depreciable asset that is an addition or improvement to assets held under a lease arrangement. Defined Benefit Plans and Other Postretirement Benefit Plans Table Text Block [Line Items] Defined Benefit Plans and Other Postretirement Benefit Plans Table Text Block [Line Items] Accounts payable Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities, Accounts Payable Fair Value of Total Purchase Consideration Transferred Schedule of Business Acquisitions, by Acquisition [Table Text Block] Contract liability, revenue recognized Contract with Customer, Liability, Revenue Recognized Foreign Exchange Contract Foreign Exchange Contract [Member] Document Transition Report Document Transition Report Customer [Domain] Customer [Domain] Entity Current Reporting Status Entity Current Reporting Status Accumulated Earnings Retained Earnings [Member] Number of indefinite-lived intangible assets are increased risk of impairment Number Of Indefinite-Lived Intangible Assets At Risk Of Impairment Number Of Indefinite-Lived Intangible Assets At Risk Of Impairment Restricted Stock Units (RSUs) Restricted Stock Units (RSUs) [Member] Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Executive Category: Executive Category [Axis] Other current liabilities Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities, Other Restructuring reserve Restructuring Reserve Income Statement Location [Domain] Statement of Income Location, Balance [Domain] Other Fair Value Adjustment to Debt Total carrying amount on the balance sheet date pertaining to the fair value adjustment to debt resulting from the interest rate swap unwind. This swap agreement was entered into in the 4th quarter of 2009 to manage interest rate risk by swapping \$500 million of fixed interest rate into variable rate. Gain on sale of Santa Clara, California site Gain On Sale Of Santa Clara, California Facility Gain On Sale Of Santa Clara, California Facility Company Selected Measure Name Company Selected Measure Name EX-101.PRE 10 oc-20240630_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT XML 12 R1.htm IDEA: XBRL DOCUMENT v3.24.2.u1 DOCUMENT AND ENTITY INFORMATION - shares 6 Months Ended Jun. 30, 2024 Aug. 01, 2024 Cover [Abstract] Å Å Document Type 10-Q Å Document Quarterly Report true Å Document Period End Date Jun. 30, 2024 Å Document Transition Report false Å Entity File Number 1-33100 Å Entity Registrant Name Owens Corning Å Entity Incorporation, State or Country Code DE Å Entity Tax Identification Number 43-2109021 Å Entity Address, Address Line One Owens Corning Parkway Å Entity Address, City or Town Toledo Å Entity Address, State or Province OH Å Entity Address, Postal Zip Code 43659 Å City Area Code 419 Å Local Phone Number 248-8000 Å Title of 12(b) Security Common Stock, par value \$0.01 per share Å Trading Symbol OC Å Security Exchange Name NYSE Å Entity Current Reporting Status Yes Å Entity Interactive Data Current Yes Å Entity Filer Category Large Accelerated Filer Å Entity Small Business false Å Entity Emerging Growth Company false Å Entity Shell Company false Å Entity Common Stock Shares Outstanding Å 86,948,360 Entity Central Index Key 0001370946 Å Current Fiscal Year End Date -12-31 Å Document Fiscal Year Focus 2024 Å Document Fiscal Period Focus Q2 Å Amendment Flag false Å 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:MonthDayItemType 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 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:yearItemType 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 interest, 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 v3.24.2.u1 CONSOLIDATED STATEMENTS OF EARNINGS - USD (\$) shares in Millions, \$ in Millions 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Income Statement [Abstract] Å Å Å NET SALES \$ 2,789 \$ 2,563 \$ 5,089 \$ 4,894 COST OF SALES 1,922 1,811 3,542 3,553 Gross margin 867 752 1,547 1,341 OPERATING EXPENSES Å Å Å Å Marketing and administrative expenses 249 207 461 411 Science and technology expenses 34 28 65 Gain on sale of site 0 0 0 (189) Other expense, net 127 30 161 42 Total operating expenses 410 265 687 320 OPERATING INCOME 457 487 860 1,021 Non-operating income (1) 0 (1) 0 EARNINGS BEFORE INTEREST AND TAXES 458 487 861 1,021 Interest expense, net 64 23 81 45 EARNINGS BEFORE TAXES 394 464 786 976 Income tax expense 110 121 198 251 Equity in net earnings of affiliates 2 1 2 1 NET EARNINGS 286 344 584 726 Net earnings (loss) attributable to non-redeemable and redeemable noncontrolling interests 1 (1) 0 (2) NET EARNINGS ATTRIBUTABLE TO OWENS CORNING \$ 285 \$ 345 \$ 584 \$ 728 EARNINGS PER COMMON SHARE ATTRIBUTABLE TO OWENS CORNING COMMON STOCKHOLDERS Å Å Å Basic (in dollars per share) \$ 3.27 \$ 3.81 \$ 6.69 \$ 8.01 Diluted (in dollars per share) \$ 3.24 \$ 3.78 \$ 6.63 \$ 7.94 WEIGHTED AVERAGE COMMON SHARES Å Å Å Basic (in shares) 87.2 90.5 87.3 90.9 Diluted (in shares) 88.0 91.3 88.1 91.7 X - DefinitionThe net result of deducting operating expenses from gross margin before interest expense, income taxes, earnings (loss) from equity method investments, extraordinary items, cumulative effects of changes in accounting principles, and noncontrolling interest. + ReferencesNo definition available. + Details Name: oc_EarningsBeforeInterestAndTaxes Namespace Prefix: oc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionGain (Loss) On Sale Of Facility + ReferencesNo definition available. + Details Name: oc_GainLossOnSaleOffFacility Namespace Prefix: oc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThis item represents the entity's proportionate share for the period of the net income (loss) of its affiliates to which the equity method of accounting is applied. This item includes income or expense related to stock-based compensation based on the investor's grant of stock to employees of an equity method investee. + ReferencesNo definition available. + Details Name: oc_IncomeLossFromEquityMethodAffiliates Namespace Prefix: oc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe net amount of other operating income and expenses, not previously categorized, that are associated with the entity's normal operation + ReferencesNo definition available. + Details Name: oc_OtherExpensesNet Namespace Prefix: oc_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. This excludes costs incurred during the reporting period related to financial services rendered and other revenue generating activities. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(2\)\(d\)\)](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(d))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483621/220-10-S99-2>Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(2\)\(a\)\)](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(a))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483621/220-10-S99-2>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SAB Topic 11.L\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479941/924-10-S99-1> + Details Name: us-gaap_CostOfGoodsAndServicesSold Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common

code 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/1943274/2147483443/250-10-50-6>Reference 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/1943274/2147482635/260-10-55-52>Reference 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/1943274/2147476176/805-60-65-1](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/1943274/2147476176/805-60-65-1)Reference 4: 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<https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7>: <http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8>: <http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9>: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph \(h\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10](http://www.xbrl.org/2003/role/disclosureRef -Topic 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): 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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 - 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 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3>: [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 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2](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 of Net Income (Loss) attributable to noncontrolling interest. + ReferencesReference 1): <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/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 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(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 5): [http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4Reference 8](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 7): [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/1943274/2147482790/220-10-45-1B + Details Name: us-gaap NetIncomeLossAttributableToNoncontrollingInterest Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit 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/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 9): [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4](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 32 -Subparagraph \(ee\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6](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/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap OperatingIncomeLoss Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cost \(reversal of cost\) for pension and other postretirement benefits. + ReferencesNo definition available. + Details Name: us-gaap PensionAndOtherPostretirementBenefitExpense 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://fasb.org/us-gaap/role/ref/otherTransitionRef -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 7): [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 250 -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 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 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 10): [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/1943274/2147478009/946-205-45-7Reference 13](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 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 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 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 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/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 18](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/1943274/2147481231/810-10-45-19Reference 18>

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[http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99-Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(iii\)\(A\)\)](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\(a\)\(4\)\(iv\)\)](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\(a\)\(5\)\)](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\(a\)\(4\)\(i\)\)](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\(a\)\(4\)\(iii\)\(A\)\)](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\(a\)\(4\)\(iii\)\(B\)\)](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\(a\)\(4\)\(iv\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 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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/1943274/2147481175/810-10-55-4Reference> 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](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](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/1943274/2147482790/220-10-45-1BReference> 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](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](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 - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference> 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference> 3: <http://www.xbrl.org/2003/role/disclosureRef-Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference> 4: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147479532/912-730-25-1> + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of revenue recognized from goods sold, services rendered, insurance premiums, or other activities that constitute an earning process. Includes, but is not limited to, investment and interest income before deduction of interest expense when recognized as a component of revenue, and sales and trading gain (loss). + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference> 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference> 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](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](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 \(b\) -Publisher FASB -URI](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> 6: [http://fasb.org/us-gaap/role/ref/otherTransitionRef-Topic 280 -SubTopic 10 -Name 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-URI](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> 9: [http://www.xbrl.org/2003/role/disclosureRef-Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph \(f\) -Publisher FASB -URI](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> 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\(a\)\(4\)\(i\)\)](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\(a\)\(4\)\(ii\)\)](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\(a\)\(4\)\(iii\)\(A\)\)](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 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470 -SubTopic 10 -Name Accounting Standards Codification -Section S99-Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(i\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99-Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference> 16: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99-Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(A\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99-Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference> 17: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99-Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(B\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99-Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference> 18: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99-Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iv\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99-Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference> 19: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99-Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(5\)\)](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/2003/role/disclosureRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph \(a\) -Publisher FASB -URI](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> 21: <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> 22: [http://www.xbrl.org/2003/role/disclosureRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph \(b\) -Publisher FASB -URI](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> 23: [http://www.xbrl.org/2003/role/disclosureRef-Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99-Paragraph 1 -Subparagraph \(SX 210.9-05\(b\)\(2\)\)](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> 26: [http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99-Paragraph 2 -Subparagraph \(SX 210.5-03\(1\)\)](http://www.xbrl.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99-Paragraph 2 -Subparagraph (SX 210.5-03(1))) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483621/220-10-S99-2> + Details Name: us-gaap_Revenues 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\(4\)\)](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](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](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 -Subparagraph \(a\) -Publisher FASB -URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Subparagraph (a) -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 14 R3.htm IDEA: XBRL DOCUMENT v3.24.2.1 CONSOLIDATED STATEMENTS OF COMPREHENSIVE EARNINGS - USD (\$) in Millions 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Statement of Comprehensive Income [Abstract] Å Å Å NET EARNINGS \$ 286 \$ 344 \$ 58

810 -SubTopic 10 -Section 45 -Paragraph 21 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481231/810-10-45-21>Reference 6: [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/1943274/2147482790/220-10-45-1A](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/1943274/2147482790/220-10-45-1A)Reference 7: [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/1943274/2147482790/220-10-45-1B](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/1943274/2147482790/220-10-45-1B)Reference 8: [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-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 9: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4K -Details Name: us-gaap_ComprehensiveIncomeNetOfTaxAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount after tax of increase \(decrease\) in equity from transactions and other events and circumstances from net income and other comprehensive income. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19](http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4K -Details Name: us-gaap_ComprehensiveIncomeNetOfTaxAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(22\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-04\(24\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1)Reference 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/1943274/2147482790/220-10-45-1A](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/1943274/2147482790/220-10-45-1A)Reference 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 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https://asc.fasb.org/1943274/2147482790/220-10-45-10A](http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4K -Details Name: us-gaap_ComprehensiveIncomeNetOfTaxIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - 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/1943274/2147482790/220-10-45-10A)Reference 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](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)Reference 3: <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/1943274/2147483443/250-10-50-6>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-1>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-17>Reference 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\(19\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 7: <http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 11: [http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-04\(23\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1)Reference 12: [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/1943274/2147482790/220-10-45-1B](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/1943274/2147482790/220-10-45-1B)Reference 13: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 55 -Paragraph 15 -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482739/220-10-55-15>Reference 14: [http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A](http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A) + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTax 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 reclassification adjustment, of (increase) decrease in accumulated other comprehensive income for defined benefit plan. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph \(j\) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A](http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (j) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A)Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph \(k\) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A](http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (k) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A)Reference 3: <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/1943274/2147482790/220-10-45-11>Reference 4: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph \(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A)Reference 5: [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](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_OtherComprehensiveIncomeLossPensionAndOtherPostretirementBenefitPlansAdjustmentNetOfTax 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/1943274/2147483443/250-10-50-6>Reference 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/1943274/2147483443/250-10-50-9>Reference 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/1943274/2147476176/805-60-65-1](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/1943274/2147476176/805-60-65-1)Reference 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/1943274/2147478666/740-323-65-2](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/1943274/2147478666/740-323-65-2)Reference 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\(g\)\(1\)\(iii\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1](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)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1)Reference 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/1943274/2147481687/323-10-50-3](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/1943274/2147481687/323-10-50-3)Reference 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/1943274/2147482907/825-10-50-28](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/1943274/2147482907/825-10-50-28)Reference 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/1943274/2147483443/250-10-50-1](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/1943274/2147483443/250-10-50-1)Reference 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/1943274/2147480175/815-40-65-1](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/1943274/2147480175/815-40-65-1)Reference 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/1943274/2147483443/250-10-50-8>Reference 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/1943274/2147479168/946-830-55-11>Reference 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/1943274/2147478009/946-205-45-3](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/1943274/2147478009/946-205-45-3)Reference 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/1943274/2147479105/946-220-45-7>Reference 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-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 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-S99-3](http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3)Reference 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-S99-3](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-S99-3)Reference 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/1943274/2147481231/810-10-45-19>Reference 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/1943274/2147482765/220-10-50-6>Reference 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-S99-1A](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-S99-1A)Reference 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-S99-1A](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-S99-1A)Reference 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-S99-1A](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-S99-1A)Reference 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-S99-1A](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-S99-1A)Reference 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-S99-1A](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-S99-1A)Reference 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-S99-1B](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-S99-1B)Reference 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-S99-1B](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-S99-1B)Reference 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-S99-1B](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-S99-1B)Reference 27:

access 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/1943274/2147482790/220-10-45-10A>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 12 -SubTopic 10 -Topic 220 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-12>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 830 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481956/830-20-45-5>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 21 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481694/830-30-45-21> + Details Name: us-gaap_OtherComprehensiveIncomeLossForeignCurrencyTranslationAdjustmentTax Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: duration X -ReferencesNo definition available. + Details Name: us-gaap_StatementOfIncomeAndComprehensiveIncomeAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration XML 16 R5.htm IDEA: XBRL DOCUMENT V3.24.2.u1 CONSOLIDATED BALANCE SHEETS - USD (\$) in Millions Jun. 30, 2024 Dec. 31, 2023 CURRENT ASSETS

À	Cash and cash equivalents	\$ 254	\$ 1,615	Receivables, less allowance of \$4 at June30, 2024 and \$11 at December31, 2023	1,680	987	Inventories	1,576	1,198	Other current assets	209	117	Total current assets	3,719	3,917	Property, plant and equipment, net	4,640	3,841	Operating lease right-of-use assets	456	222	Goodwill	2,683	1,392	Intangible assets, net	3,006	1,528	Deferred income taxes	39	24	Other non-current assets	448	313	TOTAL ASSETS	14,991	11,237	CURRENT LIABILITIES <table border="1"><tr><td>À</td><td>Accounts payable</td><td>1,403</td><td>1,216</td><td>Current operating lease liabilities</td><td>87</td><td>62</td><td>Short-term debt</td><td>155</td><td>1</td><td>Long-term debt - current portion</td><td>435</td><td>431</td><td>Other current liabilities</td><td>642</td><td>614</td><td>Total current liabilities</td><td>2,722</td><td>2,324</td><td>Long-term debt, net of current portion</td><td>5,020</td><td>2,615</td><td>Pension plan liability</td><td>66</td><td>69</td><td>Other employee benefits liability</td><td>110</td><td>112</td><td>Non-current operating lease liabilities</td><td>386</td><td>165</td><td>Deferred income taxes</td><td>811</td><td>427</td><td>Other liabilities</td><td>351</td><td>315</td><td>Total liabilities</td><td>9,466</td><td>6,027</td><td>Redeemable noncontrolling interest</td><td>0</td><td>25</td><td>OWENS CORNING STOCKHOLDERS' EQUITY <table border="1"><tr><td>À</td><td>Preferred stock, par value \$0.01 per share</td><td>[1]</td><td>0</td><td>0</td><td>Common stock, par value \$0.01 per share</td><td>[2]</td><td>1</td><td>1</td><td>Additional paid in capital</td><td>4,186</td><td>4,166</td><td>Accumulated earnings</td><td>5,273</td><td>4,794</td><td>Accumulated other comprehensive deficit</td><td>(597)</td><td>(503)</td><td>Cost of common stock in treasury</td><td>[3]</td><td>(3,391)</td><td>(3,292)</td><td>Total Owens Corning stockholders' equity</td><td>5,472</td><td>5,166</td><td>Noncontrolling interests</td><td>53</td><td>19</td><td>Total equity</td><td>5,525</td><td>5,185</td><td>TOTAL LIABILITIES AND EQUITY</td><td>\$ 14,991</td><td>\$ 11,237</td></tr></table></td><td>[1]</td><td>10</td><td>shares authorized; none issued or outstanding at June30, 2024 and December31, 2023</td><td>[2]</td><td>400</td><td>shares authorized; 135.5 issued and 86.9 outstanding at June30, 2024; 135.5 issued and 87.2 outstanding at December31, 2023</td><td>[3]</td><td>48.6</td><td>shares at June30, 2024 and 48.3 shares at December31, 2023</td><td>X - Definition</td><td>Carrying 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:monetaryItem Type 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/1943274/2147487777/944-210-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:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionAmount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. 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-SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(i\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16): [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(A\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17): [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(B\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18): [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iv\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19): [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(5\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20): [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21):

Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionReflects the total carrying amount as of the balance sheet date of debt having initial terms less than one year or the normal operating cycle, if longer. + ReferencesReference 1:

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:sharesItem Type 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:sharesItem Type 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:sharesItem Type 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: dt:types:perShareItem Type 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 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:sharesItem Type 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:sharesItem Type Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap StatementOfFinancialPositionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItem Type 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:sharesItem Type Balance Type: na Period Type: instant XML 18 R7.htm IDEA: XBRL DOCUMENT v3.24.2.u1 CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY - USD \$ (shares in Millions, \$ in Millions Total CommonA Stock Outstanding Treasury Stock APIC Accumulated Earnings AOCI NCI Beginning balance at Dec. 31, 2022 4,596 \$ 1 \$ (2,678) 4,139 [1] \$ 3,794 \$ (681) [2] 21 [3] Common stock, beginning balance (in shares) at Dec. 31, 2022 91.9 A A A Treasury stock, beginning balance (in shares) at Dec. 31, 2022 4.6 A A A Increase (Decrease) in Stockholders' Equity [Roll Forward] A A A A A Net earnings attributable to Owens Corning 383 A A A 383 A A Redeemable noncontrolling interest adjustment to redemption value (1) A A (1) [1] A A Currency translation adjustment 31 A A A 31 [2] A Pension and other postretirement adjustment (net of tax) (1) A A A (1) [2] A Deferred gain (loss) on hedging transactions (net of tax) (1) A A A (1) [2] A Issuance of common stock under share-based payment plans, shares A 0.7 (0.7) A A A Issuance of common stock under share-based payment plans 1 A \$ 23 (22) [1] A A Purchases of treasury stock (shares) A (1.8) 1.8 A A A Purchases of treasury stock (161) A \$ (161) A A A Stock-based compensation expense 13 A 13 [1] A A Dividends declared [4] (48) A A A (48) A A Ending balance at Mar. 31, 2023 4,812 \$ 1 \$ (2,816) 4,129 [1] 4,129 (652) [2] 21 [3] Common stock, ending balance (in shares) at Mar. 31, 2023 90.8 A A A Treasury stock, ending balance (in shares) at Mar. 31, 2023 4.7 A A A Beginning balance at Dec. 31, 2022 4,596 \$ 1 \$ (2,678) 4,139 [1] 3,794 (681) [2] 21 [3] Common stock, beginning balance (in shares) at Dec. 31, 2022 91.9 A A A Treasury stock, beginning balance (in shares) at Dec. 31, 2022 4.6 A A A Increase (Decrease) in Stockholders' Equity [Roll Forward] A A A A A Net earnings attributable to Owens Corning 728 A A A 728 A A A Net earnings attributable to non-redeemable noncontrolling interests (2) A A A A A Ending balance at Jun. 30, 2023 5,034 \$ 1 \$ (2,920) 4,143 [1] 4,427 (637) [2] 20 [3] Common stock, ending balance (in shares) at Jun. 30, 2023 89.8 A A A Treasury stock, ending balance (in shares) at Jun. 30, 2023 4.7 A A A Beginning balance at Mar. 31, 2023 4,812 \$ 1 \$ (2,816) 4,129 [1] 4,129 (652) [2] 21 [3] Common stock, beginning balance (in shares) at Mar. 31, 2023 90.8 A A A Treasury stock, beginning balance (in shares) at Mar. 31, 2023 4.7 A A A Increase (Decrease) in Stockholders' Equity [Roll Forward] A A A A A Net earnings attributable to Owens Corning 345 A A A 345 A A A Net earnings attributable to non-redeemable noncontrolling interests (1) A A A A A Currency translation adjustment 9 A A A 9 A A [2] (1) [3] Pension and other postretirement adjustment (net of tax) (2) A A A (2) [2] A Deferred gain (loss) on hedging transactions (net of tax) 7 A A A 7 [2] A Issuance of common stock under share-based payment plans, shares A 0.1 (0.1) A A A Issuance of common stock under share-based payment plans 12 A \$ 12 A A Purchases of treasury stock (shares) A (1.1) 1.1 A A A Purchases of treasury stock (116) A \$ (116) A A A Stock-based compensation expense 14 A 14 [1] A A Dividends declared [4] (47) A A A (47) A A Ending balance at Jun. 30, 2023 5,034 \$ 1 \$ (2,920) 4,143 [1] 4,427 (637) [2] 20 [3] Common stock, ending balance (in shares) at Jun. 30, 2023 89.8 A A A Treasury stock, ending balance (in shares) at Jun. 30, 2023 4.7 A A A Beginning balance at Dec. 31, 2023 5,185 \$ 1 \$ (3,292) 4,166 [5] 4,794 (503) [6] 19 [7] Common stock, beginning balance (in shares) at Dec. 31, 2023 87.2 87.2 A A A Treasury stock, beginning balance (in shares) at Dec. 31, 2023 48.3 48.3 A A A Increase (Decrease) in Stockholders' Equity [Roll Forward] A A A A A Net earnings attributable to Owens Corning \$ 299 A A A 299 A A Redeemable noncontrolling interest adjustment to redemption value (1) A A (1) [5] A A Currency translation adjustment (42) A A A (41) [6] (1) [7] Deferred gain (loss) on hedging transactions (net of tax) 5 A A A 5 [6] A Issuance of common stock under share-based payment plans, shares A 0.6 (0.6) A A A Issuance of common stock under share-based payment plans 1 A \$ 21 (20) [5] A A Purchases of treasury stock (shares) A (1.1) 1.1 A A A Purchases of treasury stock (162) A \$ (162) A A A Stock-based compensation expense 14 A 14 [5] A A Dividends declared [8] (52) A A (52) A A Ending balance at Mar. 31, 2024 5,247 \$ 1 \$ (3,433) 4,159 [5] 5,041 (539) [6] 18 [7] Common stock, ending balance (in shares) at Mar. 31, 2024 86.7 A A A Treasury stock, ending balance (in shares) at Mar. 31, 2024 4.8 A A A Beginning balance at Dec. 31, 2023 5,185 \$ 1 \$ (3,292) 4,166 [5] 4,794 (503) [6] 19 [7] Common stock, beginning balance (in shares) at Dec. 31, 2023 87.2 87.2 A A A Treasury stock, beginning balance (in shares) at Dec. 31, 2023 48.3 48.3 A A A Increase (Decrease) in Stockholders' Equity [Roll Forward] A A A A A Net earnings attributable to Owens Corning \$ 584 A A A A A Net earnings attributable to non-redeemable noncontrolling interests 0 A A A A A Ending balance at Jun. 30, 2024 5,525 \$ 1 \$ (3,391) 4,186 [5] 5,273 (597) [6] 53 [7] Common stock, ending balance (in shares) at Jun. 30, 2024 86.9 86.9 A A A Treasury stock, ending balance (in shares) at Jun. 30, 2024 48.6 A A A Beginning balance at Mar. 31, 2024 5,247 \$ 1 \$ (3,433) 4,159 [5] 5,041 (539) [6] 18 [7] Common stock, beginning balance (in shares) at Mar. 31, 2024 86.7 A A A Treasury stock, beginning balance (in shares) at Mar. 31, 2024 4.8 A A A A Increase (Decrease) in Stockholders' Equity [Roll Forward] A A A A A Net earnings attributable to Owens Corning 285 A A A 285 A A A Net earnings attributable to non-redeemable noncontrolling interests 1 A A A 1 [7] Net earnings attributable to non-redeemable noncontrolling interests 1 A A A A A Currency translation adjustment (63) A A A (62) [6] (1) [7] Pension and other postretirement adjustment (net of tax) (1) A A A (1) [6] A Deferred gain (loss) on hedging transactions (net of tax) 5 A A A 5 [6] A Purchases of noncontrolling interest 35 A A A A 35 [7] Issuance of common stock under share-based payment plans, shares A 0.3 (0.3) A A A Issuance of common stock under share-based payment plans 13 A \$ 60 (47) [5] A A Purchases of treasury stock (shares) A (0.1) 0.1 A A A Purchases of treasury stock (18) A \$ (18) A A A Stock-based compensation expense 39 A 39 [5] A A Fair value of awards included in transaction consideration 35 A 35 [5] A A Dividends declared [8] (53) A A A (53) A A Ending balance at Jun. 30, 2024 5,525 \$ 1 \$ (3,391) 4,186 [5] 5,273 \$ (597) [6] 53 [7] Common stock, ending balance (in shares) at Jun. 30, 2024 86.9 86.9 A A A Treasury stock, ending balance (in shares) at Jun. 30, 2024 48.6 A A A A Additional Paid in Capital (â€œAPICâ€œ) [2] Accumulated Other Comprehensive Earnings (Deficit) (â€œAOCIâ€œ) [3] Noncontrolling Interests (â€œNCIâ€œ) [4] Quarterly dividend declaration of \$0.52 per share as of June 30, 2023 and March 31, 2023 [5] Additional Paid in Capital (â€œAPICâ€œ) [6] Accumulated Other Comprehensive Earnings (Deficit) (â€œAOCIâ€œ) [7] Noncontrolling Interests (â€œNCIâ€œ) [8] Quarterly dividend declaration of \$0.60 per share as of June 30, 2024 and March 31, 2024 X - DefinitionAPIC, Fair Value Of Awards Including In Transaction Consideration + ReferencesNo definition available. + Details Name: oc APICFairValueOfAwardsIncludingInTransactionConsideration Namespace Prefix: oc_ Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionDividends declared + ReferencesNo definition available. + Details Name: oc DividendsDeclared Namespace Prefix: oc_ Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: duration X - DefinitionOther Comprehensive Income (Loss), Derivative Qualified as Hedges, Net of Tax, Portion Attributable to Parent + ReferencesNo definition available. + Details Name: oc_OtherComprehensiveIncomeLossDerivativeQualifiedAsHedgesNetOfTaxPortionAttributableToParent Namespace Prefix: oc_ Data Type: xbrli:monetaryItem Type Balance Type: credit 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:monetaryItem Type 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:sharesItem Type 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:stringItem Type Balance Type: na Period Type: duration X - DefinitionDecrease in noncontrolling interest (for example, but not limited to, redeeming or purchasing the interests of noncontrolling shareholders, issuance of shares (interests) by the non-wholly owned subsidiary to the parent entity for other than cash, and a buyback of shares (interest) by the non-wholly owned subsidiary from the noncontrolling interests). + ReferencesReference 1: 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 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-23Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-24 + Details Name: us-gaap_MinorityInterestDecreaseFromRedemptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: debit 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/1943274/214748666/740-323-65-2>Reference 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-S99-2](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(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 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-S99-1](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-S99-1)Reference 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/1943274/2147481687/323-10-50-3](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/1943274/2147481687/323-10-50-3)Reference 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/1943274/2147482907/825-10-50-28](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/1943274/2147482907/825-10-50-28)Reference 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/1943274/2147482765/220-10-50-6>Reference 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/1943274/2147483443/250-10-50-3>Reference 11: [http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph \(b\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11](http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11)Reference 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/1943274/2147480175/815-40-65-1](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/1943274/2147480175/815-40-65-1)Reference 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/1943274/2147483443/250-10-50-8>Reference 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/1943274/2147483443/250-10-50-11](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/1943274/2147483443/250-10-50-11)Reference 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/1943274/2147483443/250-10-50-11](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/1943274/2147483443/250-10-50-11)Reference 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/1943274/2147483443/250-10-50-4>Reference 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/1943274/2147479168/946-830-55-10>Reference 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/1943274/2147479105/946-220-45-7>Reference 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-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 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-S99-1](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-S99-1)Reference 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-S99-3](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-S99-3)Reference 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-S99-1A](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-S99-1A)Reference 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-S99-1A](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-S99-1A)Reference 24: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards 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[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-S99-1A](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-S99-1A)Reference 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-S99-1B](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-S99-1B)Reference 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-S99-1B](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-S99-1B)Reference 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-S99-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B 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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)Reference 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/1943274/2147482689/260-10-45-60B](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/1943274/2147482689/260-10-45-60B)Reference 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/1943274/2147483499/205-20-50-7>Reference 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/1943274/2147482740/230-10-45-28>Reference 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/1943274/2147482790/220-10-45-1A](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/1943274/2147482790/220-10-45-1A)Reference 36: <http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8>Reference 4: [http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(17\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 5: <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/1943274/2147481203/810-10-50-1A>Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4J>Reference 8: [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/1943274/2147482790/220-10-45-1A](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/1943274/2147482790/220-10-45-1A)Reference 9: [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/1943274/2147482790/220-10-45-1B](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/1943274/2147482790/220-10-45-1B) + Details Name: us-gaap NetIncomeLossAttributableToNoncontrollingInterest Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of Net Income (Loss) attributable to noncontrolling interest. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6>Reference 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/1943274/2147481839/830-10-45-9>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 20 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482014/830-20-35-3>Reference 7: <http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-12> + Details Name: us-gaap OtherComprehensiveIncomeForeignCurrencyTransactionAndTranslationGainLossArisingDuringPeriodNetOfTax Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber, after forfeiture, of shares or units issued under share-based payment arrangement. Excludes shares or units issued under employee stock ownership plan (ESOP). + 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/1943274/2147481125/505-10-50-2>Reference 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-S99-1](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-S99-1)Reference 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-S99-1](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)Reference 4: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1](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)Reference 4: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph \(d\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2) + Details Name: us-gaap StockIssuedDuringPeriodValueShareBasedCompensation Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent and noncontrolling interest. Excludes temporary equity. + 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/1943274/2147483443/250-10-50-6>Reference 2: [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/1943274/2147476176/805-60-65-1](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/1943274/2147476176/805-60-65-1)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph \(d\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph \(g\)\(4\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph \(d\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2)Reference 7: [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph \(d\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2)Reference 8: [http://www.xbrl.org/2003/role/disclosureRef -Topic 848 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph \(a\)\(3\)\(iii\)\(03\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483550/848-10-65-2](http://www.xbrl.org/2003/role/disclosureRef -Topic 848 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (a)(3)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483550/848-10-65-2)Reference 9: [http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph \(c\)\(3\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479832/842-10-65-8](http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479832/842-10-65-8)Reference 10: <http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-24>Reference 11: [http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-23](http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-23)Reference 12:

10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-5Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 5 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-5Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification 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-Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-6Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-6Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-8Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (d)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-8Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 4 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-4Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-5Reference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-1Reference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-17Reference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-20Reference 34: 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 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-3Reference 37: 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 38: 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 39: 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 40: 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 41: 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 42: 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 43: 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 44: 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 45: 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 46: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-15Reference 47: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-16Reference 48: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 41 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-41Reference 49: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1 + Details Name: us-gaap StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant 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 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 X - DefinitionNumber of shares of common stock outstanding. + ReferencesReference 1: 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 CommonStockDividendsPerShareDeclared Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap StatementOfStockholdersEquityAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionXML 20 R9.htm IDEA: XBRL DOCUMENT v3.24.2.u1 CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY (Parenthetical) - \$ / shares 3 Months Ended Jun. 30, 2024 Mar. 31, 2024 Jun. 30, 2023 Mar. 31, 2023 Statement of Stockholders' Equity [Abstract] A A A Dividends (dollars per share) \$ 0.60 \$ 0.60 \$ 0.52 X - DefinitionAggregate dividends declared during the period for each share of common stock outstanding. + ReferencesReference 1: 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 CommonStockDividendsPerShareDeclared Namespace Prefix: us-gaap_Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap StatementOfStockholdersEquityAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionXML 20 R9.htm IDEA: XBRL DOCUMENT v3.24.2.u1 CONSOLIDATED STATEMENTS OF CASH FLOWS - USD (\$) in Millions 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 NET CASH FLOW PROVIDED BY OPERATING ACTIVITIES A A NET EARNINGS \$ 584 \$ 726 Adjustments to reconcile net earnings to cash from operating activities: A A Depreciation and amortization 298 286 Deferred income taxes (26) 43 Stock-based compensation expense 53 27 Gain on sale of site (0) 189 Other adjustments to reconcile net earnings to cash from operating activities (8) 2 Changes in operating assets and liabilities (376) (559) Pension fund contribution (3) (3) Payments for other employee benefits liabilities (6) (6) Other 1 3 Net cash flow provided by operating activities 517 330 NET CASH FLOW USED FOR INVESTING ACTIVITIES A A Cash paid for property, plant, and equipment (309) (280) Proceeds from the sale of assets or affiliates 12 189 Investment in subsidiaries and affiliates, net of cash acquired (2,857) 0 Other 0 (11) Net cash flow used for investing activities (3,154) (102) NET CASH FLOW PROVIDED BY (USED FOR) FINANCING ACTIVITIES A A Proceeds from long-term debt 1,968 0 Payments on long-term debt (473) 0 Proceeds from senior revolving credit and receivables securitization facilities 470 0 Payments on senior revolving credit and receivables securitization facilities (315) 0 Proceeds from term loan borrowing 2,784 0 Payments on term loan borrowing (2,800) 0 Dividends paid (104) (95) Purchases of treasury stock (185) (275) Finance lease payments (19) (16) Other (5) 1 Net cash flow provided by (used for) financing activities 1,321 (385) Effect of exchange rate changes on cash (33) 27 Net decrease in cash, cash equivalents and restricted cash (1,349) (130) Cash, cash equivalents and restricted cash at beginning of period 1,623 1,107 CASH, CASH EQUIVALENTS AND RESTRICTED CASH AT END OF PERIOD \$ 274 \$ 977 X - DefinitionGain (Loss) On Sale Of Facility + ReferencesNo definition available. + Details Name: oc GainLossOnSaleOfFacility Namespace Prefix: oc_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionIncrease (Decrease) in Other Operating Capital + ReferencesNo definition available. + Details Name: oc IncreaseDecreaseInOtherOperatingCapital Namespace Prefix: oc_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionProceeds from Sale of Assets or Affiliates + ReferencesNo definition available. + Details Name: oc ProceedsFromSaleOfAssetsOrAffiliates Namespace Prefix: oc_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionProceeds From Senior Revolving Credit and Receivables Securitization Facilities + ReferencesNo definition available. + Details Name: oc ProceedsFromSeniorRevolvingCreditAndReceivablesSecuritizationFacilities Namespace Prefix: oc_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionProceeds From Term Loan + ReferencesNo definition available. + Details Name: oc ProceedsFromTermLoan Namespace Prefix: oc_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRepayments of Senior Revolving Credit and Receivables Securitization Facilities + ReferencesNo definition available. + Details Name: oc RepaymentsOfSeniorRevolvingCreditAndReceivablesSecuritizationFacilities Namespace Prefix: oc_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionRepayments of Term Loan + ReferencesNo definition available. + Details Name: oc RepaymentsOfTermLoan Namespace Prefix: oc_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 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 45 -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 -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 4: 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 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 -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 - DefinitionAmount of deferred income tax expense (benefit) and income tax credits. + 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 DeferredIncomeTaxesAndTaxCredits 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 45 -Paragraph 3 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (e)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-20-65-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (i)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-3Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-3Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-3Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-3Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (d)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-3Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 4 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-3Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-3Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-5Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-5Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-17Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-20Reference 25: 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 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-3Reference 28: 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 29: 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 30: 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 31: 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 32: 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 33: 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 34: 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 35: 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 36: 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 37: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-15Reference 38: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-16Reference 39: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 41 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-41Reference 40: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1 + Details Name: us-gaap StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant 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 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/

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 DepreciationAndAmortizationNamespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) from effect of exchange rate changes on cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in foreign currencies. Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 830 -SubTopic 230 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147477401/830-230-45-1> + Details Name: us-gaap EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsNamespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash outflow for principal payment on finance lease. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478964/842-20-50-4>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479041/842-20-45-5> + Details Name: us-gaap FinanceLeasePrincipalPaymentsNamespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in operating assets after deduction of operating liabilities 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 IncreaseDecreaseInOtherOperatingCapitalNetNamespace 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 NetCashProvidedByUsedInFinancingActivitiesNamespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap NetCashProvidedByUsedInFinancingActivitiesAbstractNamespace 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 NetCashProvidedByUsedInInvestingActivitiesNamespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap NetCashProvidedByUsedInInvestingActivitiesAbstractNamespace 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/1943274/2147482740/230-10-45-28>Reference 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/1943274/2147482740/230-10-45-24>Reference 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 NetCashProvidedByUsedInOperatingActivitiesNamespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap NetCashProvidedByUsedInOperatingActivitiesAbstractNamespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of income (expense) included in net income that results in no cash inflow (outflow), classified as other. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28> + Details Name: us-gaap OtherNoncashIncomeExpenseNamespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for other postretirement benefit. Includes, but is not limited to, employer contribution to fund plan asset and payment to retiree. Excludes pension benefit. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (g) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-25> + Details Name: us-gaap OtherPostretirementBenefitsPaymentsNamespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash (inflow) outflow from investing activities classified as other. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-13>Reference 2: <http://www.xbrl.org/2009/role/commonPracticeRef> -Name Accounting Standards Codification -Section 45 -Paragraph 12 -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-12> + Details Name: us-gaap PaymentsForProceedsFromOtherInvestingActivitiesNamespace 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 PaymentsForPurchaseOfCommonStockNamespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionCash outflow in the form of capital distributions and dividends to common shareholders, preferred shareholders and noncontrolling interests. + 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 PaymentsOfDividendsNamespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the acquisition of a business, net of the cash acquired from the purchase. + 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 PaymentsToAcquireBusinessesNetOfCashAcquiredNamespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for purchases of and capital improvements on property, plant and equipment (capital expenditures), software, and other intangible assets. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480060/805-50-25-1>Reference 2: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480027/805-50-30-1>Reference 3: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 2 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480027/805-50-30-2>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-13> + Details Name: us-gaap PaymentsToAcquireProductiveAssetsNamespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for pension benefit. Includes, but is not limited to, employer contribution to fund plan asset and payment to retiree. Excludes other postretirement benefit. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (g) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-25> + Details Name: us-gaap PensionContributionsNamespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash inflow from a debt initially having maturity due after one year or beyond the operating cycle, if longer. + ReferencesReference 1: <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-S99-3>Reference 2: <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 ProceedsFromIssuanceOfLongTermDebtNamespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities classified as other. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-14>Reference 2: <http://www.xbrl.org/2009/role/commonPracticeRef> -Name Accounting Standards Codification -Section 45 -Paragraph 15 -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-15> + Details Name: us-gaap ProceedsFromPaymentsForOtherFinancingActivitiesNamespace 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/1943274/2147483443/250-10-50-6>Reference 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/1943274/2147483443/250-10-50-9>Reference 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/1943274/2147476176/805-60-65-1>Reference 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/1943274/2147478666/740-323-65-2>Reference 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-S99-1>Reference 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/1943274/2147481687/323-10-50-3>Reference 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/1943274/2147482907/825-10-50-28>Reference 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/1943274/2147483443/250-10-50-1>Reference 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/1943274/2147480175/815-40-65-1>Reference 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/1943274/2147483443/250-10-50-8>Reference 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/1943274/2147479168/946-830-55-11>Reference 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/1943274/2147478009/946-205-45-3>Reference 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/1943274/2147479105/946-220-45-7>Reference 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-S99-1>Reference 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-S99-1>Reference 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-S99-3>Reference 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/1943274/2147481231/810-10-45-19>Reference 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/1943274/2147482765/220-10-50-6>Reference 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-S99-1A>Reference 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-S99-1A>Reference 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-S99-1A>Reference 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-S99-1A>Reference 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-S99-1A>Reference 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-S99-1B>Reference 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-S99-1B>Reference 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-S99-1B>Reference 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-S99-1B>Reference 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-S99-1B>Reference 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-S99-1>Reference 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/1943274/2147483499/205-20-50-7>Reference 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/1943274/2147481175/810-10-55-4J>Reference 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/1943274/2147481175/810-10-55-4K>Reference 33: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-1A>Reference 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/1943274/2147482790/220-10-45-1B>Reference 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:monetaryItem Type Balance Type: credit Period Type: duration X - Definition The 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:monetaryItem Type Balance Type: credit Period Type: duration X - Definition Amount 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:monetaryItem Type Balance Type: debit Period Type: duration XML 21 R10.htm IDEA: XBRL DOCUMENT V.3.24.2.1 GENERAL 6 Months Ended June 30, 2024 Accounting Changes and Error Corrections [Abstract] A GENERAL GENERAL Unless the context requires otherwise, the terms *áo* Owens Corning, *áo* Company, *áo* *áo*wea*áo* and *áo*our*áo* in this report refer to Owens Corning, a Delaware corporation, and its subsidiaries. The Consolidated Financial Statements included in this report are unaudited, pursuant to certain rules and regulations of the Securities and Exchange Commission (*áo*SEC*áo*), and include, in the opinion of the Company, normal recurring adjustments necessary for a fair statement of the results for the periods indicated, which, however, are not necessarily indicative of results which may be expected for the full year. The December 31, 2023 balance sheet data was derived from audited financial statements, but does not include all disclosures required by accounting principles generally accepted in the United States (*áo*U.S.*áo*). In connection with the Consolidated Financial Statements and Notes included in this report, reference is made to the Consolidated Financial Statements and Notes contained in the Company's *áo* Annual Report on Form 10-K for the year ended December 31, 2023 (*áo*2023 Form 10-K*áo*). Certain reclassifications have been made to the periods presented for 2023 to conform to the classifications used in the periods presented for 2024. Acquisition of Masonite International Corporation On May 15, 2024, the Company acquired all of the outstanding shares of Masonite International Corporation (*áo*Masonite*áo*) at a purchase price of \$133.00 per share (the "Arrangement"). Masonite is a leading global designer, manufacturer, marketer and distributor of interior and exterior doors and door systems for residential new construction and residential repair and remodeling. The addition of Masonite's market-leading doors business creates a new growth platform for the Company, strengthening the Company's position in building and construction and expanding its offering of branded residential building products. Masonite's operating results and preliminary purchase price allocation have been included in the Company's newly established Doors reportable segment from May 15, 2024, the effective date of the Arrangement, within the Consolidated Financial Statements. Please refer to Note 7 of the Consolidated Financial Statements for further information. Revenue Recognition As of December 31, 2023, our contract liability balances (for extended warranties, down payments and deposits, collectively) totaled \$101A million, of which \$17A million was recognized as revenue in the first six months of 2024. As of June 30, 2024, our contract liability balances totaled \$112A million. As of December 31, 2023, our contract liability balances totaled \$89A million, of which \$15A million was recognized as revenue in the first six months of 2023. As of June 30, 2023, our contract liability balances totaled \$92A million. Cash, Cash Equivalents and Restricted Cash On the Consolidated Statements of Cash Flows, the total of Cash, cash equivalents and restricted cash includes restricted cash of \$20A million as of June 30, 2024, \$9A million as of June 30, 2023 and \$8A million as of December 31, 2023 and December 31, 2022. Restricted cash primarily represents cash we have placed as collateral for standby letters of credit and amounts received from a counterparty related to its performance assurance on an executory contract. The letters of credit guarantee payment to third parties in the event the Company is in breach of contract terms as detailed in each letter of credit. The amounts received from a counterparty are contractually required to be set aside, and the counterparty can exchange the cash for another form of performance assurance at its discretion. These amounts are included in Other current assets on the Consolidated Balance Sheets. Accounts Receivable Our customers consist mainly of distributors, home centers, contractors and retailers. Two of our largest customers accounted for 21% and 16%, respectively, of consolidated accounts receivable as of June 30, 2024 and 11% and 11%, respectively, of consolidated accounts receivable as of December 31, 2023. Related Party Transactions In the first quarter of 2021, a related party relationship was established as a result of a member of the Company's *áo* Board of Directors being named an executive officer of one of the Company's *áo* preexisting suppliers. The related party transactions with this supplier consist of the purchase of raw materials. Purchases from the related party supplier were \$33A million and \$65A million for the three and six months ended June 30, 2024, respectively and \$29A million and \$50A million for the three and six months ended June 30, 2023, respectively. As of June 30, 2024 and December 31, 2023, amounts due to the related party supplier were \$7A million and \$5A million, respectively. Supplier Finance Programs We review supplier terms and conditions on an ongoing basis, and have negotiated payment terms extensions in recent years in connection with our efforts to reduce working capital and improve cash flow. Separate from those terms extension actions, certain of our subsidiaries have entered into paying agency agreements with third-party administrators. These voluntary supply chain finance programs (collectively, the *áo*Programs*áo*) generally give participating suppliers the ability to sell, or otherwise pledge as collateral, their receivables from the Company to the participating financial institutions, at the sole discretion of both the suppliers and financial institutions. The Company is not a party to the arrangements between the suppliers and the financial institutions. The Company's *áo* obligations to its suppliers, including amounts due and scheduled payment dates, are not impacted by the suppliers' *áo* decisions to sell, or otherwise pledge as collateral, amounts under these arrangements. The Company's *áo* payment terms to the financial institutions, including the timing and amount of payments, are based on the original supplier invoices. One of the Programs includes a parent guarantee to the participating financial institution for a certain U.S. subsidiary that, at the time of the respective program's *áo* inception in 2015, was a guarantor subsidiary of the Company's *áo* Credit Agreement. The obligations are presented as Accounts payable within Total current liabilities on the Consolidated Balance Sheets and all activity related to the obligations is presented within operating activities on the Consolidated Statements of Cash Flow. The Company's *áo* confirmed outstanding obligations under the Programs totaled \$188A million and \$211A million as of June 30, 2024 and December 31, 2023, respectively. The amounts of invoices paid under the Programs totaled \$257A million and \$307A million for the six months ended June 30, 2024 and June 30, 2023, respectively. Strategic Actions On February 9, 2024, the Company announced the decision to review strategic alternatives for its global glass reinforcements (*áo*GR*áo*) business, consistent with our strategy to focus on building and construction materials. The GR business, which operates within our Composites segment, supplies a wide variety of glass fiber products for applications in wind energy, infrastructure, industrial, transportation, and consumer markets. The GR business generates annual revenues of approximately \$1.3A billion. While a range of options are under consideration, including a potential sale, spin-off or other strategic option, there can be no assurance that the strategic review will result in any transaction or other outcome. During the first six months of 2024, the Company incurred \$17 million of costs related to this review. Accounting Policies There have been no changes in the significant accounting policies from those that were disclosed in the 2023 Form 10-K. Critical Accounting Estimates The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (*áo*GAAP*áo*) requires management to make certain estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from such estimates. Accounting estimates and assumptions discussed in this section are those considered to be the most critical to an understanding of our financial statements because they involve significant judgments and uncertainties. There have been no material changes to our critical accounting estimates previously disclosed in Item 7 of our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, except as follows: Fair values of assets acquired and liabilities assumed in acquisitions *áo* Assets acquired and liabilities assumed in a business combination are recorded at their estimated fair values on the date of acquisition. The difference between the purchase price amount and the net fair value of assets acquired and liabilities assumed is recognized as goodwill on the balance sheet if the purchase price exceeds the estimated net fair value or as a bargain purchase gain on the income statement if the purchase price is less than the estimated net fair value. We apply significant judgment in estimating the fair value of assets acquired and liabilities assumed, which involves the use of significant estimates and assumptions. Changes in these judgments or estimates can have a material impact on the valuation of the respective assets and liabilities acquired and our results of operations in periods after acquisition. The allocation of the purchase price is preliminary for up to one year after the acquisition date as more information is obtained about the fair value of assets acquired and liabilities assumed. See Note 7 of the Consolidated Financial Statements for further information on the fair values of assets acquired and liabilities assumed in recent business combinations. Accounting Pronouncements The following table summarizes recent Accounting Standard Updates ("ASU") issued by the Financial Accounting Standards Board ("FASB") that could have an impact on the Company's Consolidated Financial Statements: Standard Description Effective Date for Company Effect on the Consolidated Financial Statements Recently issued standards: ASU 2024-01 "Compensation - Stock Compensation" (Topic 718): Scope Application of Profits Interest and Similar Awards This amendment adds an illustrative example to demonstrate how an entity should apply the scope guidance in paragraph 718-10-15-3 to determine whether profits interest and similar awards should be accounted for in accordance with Topic 718. Fiscal years beginning after December 15, 2024 We do not believe the adoption of this guidance will have a material effect on our Consolidated Financial Statements. ASU 2024-02 "Codification Improvements - Amendments to Remove References to the Concepts Statements" Amendments in this update remove references to various FASB Concepts Statements. Fiscal years beginning after December 15, 2024 We do not believe the adoption of this guidance will have a material effect on our Consolidated Financial Statements. ASU 2023-06 *áo* Disclosure Improvements *áo* The amendments in this update modify the disclosure or presentation requirements of a variety of Topics. The effective date for each topic is contingent on future SEC rule setting. We are currently assessing the impact adopting this standard will have on our Consolidated Financial Statement disclosures. We do not believe the adoption of this guidance will have a material effect on our results of operations. ASU 2023-07 *áo* Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures *áo* The amendments in this update improve reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses. Fiscal years beginning after December 15, 2023 We are currently assessing the impact adopting this standard will have on our Consolidated Financial Statement disclosures. We do not believe the adoption of this guidance will have a material effect on our results of operations. ASU 2023-09 *áo* Income Taxes (Topic 740): Improvements to Income Tax Disclosures *áo* This standard modifies the rate reconciliation and income taxes paid disclosures by requiring consistent categories and greater disaggregation of information in the rate reconciliation, as well as requiring income taxes paid to be disaggregated by jurisdiction. Fiscal years beginning after December 15, 2024 We are currently assessing the impact adopting this standard will have on our Consolidated Financial Statements. X - References No definition available. + Details Name: us-gaap_AccountingChangesAndErrorCorrectionsAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - Definition The entire disclosure for change in accounting principle. Includes, but is not limited to, nature, reason, and method of adopting amendment to accounting standards or other change in accounting principle. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476173/280-10-65-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-7Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 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Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 22 R11.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SEGMENT INFORMATION 6 Months Ended Jun. 30, 2024 Segment Reporting [Abstract] A SEGMENT INFORMATION SEGMENT INFORMATION As a result of our acquisition of Masonite International Corporation, which was completed on May 15, 2024, the Company now has four reportable segments: Roofing, Insulation, Doors and Composites. Accounting policies for the segments are the same as those for the Company. The Company's four reportable segments are defined as follows:Roofing Within our Roofing segment, the Company manufactures and sells residential roofing shingles, oxidized asphalt materials, and roofing components primarily used in residential and commercial construction.Insulation Within our Insulation segment, the Company manufactures and sells thermal and acoustical batts, loose fill insulation, spray foam insulation, foam sheathing and accessories. It also manufactures and sells glass fiber pipe insulation, energy efficient flexible duct media, bonded and granulated stone wool insulation, cellular glass insulation, and foam insulation used in above- and below-grade construction applications.Doors Within our new Doors segment, the Company manufactures and sells interior and exterior doors and door systems.Composites Within our Composites segment, the Company manufactures, fabricates and sells glass reinforcements in the form of fiber. Glass reinforcement materials are also used by the Composites segment to manufacture and sell high value applications in the form of non-wovens, fabrics and composite lumber.NET SALESThe following tables show a disaggregation of our Net sales by segment and geographic region (in millions). Corporate eliminations (shown below) largely reflect intercompany sales from Composites to Roofing. External customer sales are attributed to geographic region based upon the location from which the product is sold to the external customer. For the three months ended June 30, 2024Reportable SegmentsRoofingInsulationDoorsCompositesEliminationsConsolidatedDisaggregation CategoriesU.S. residential\$1,049A \$382A \$244A \$121A (87)\$1,709A U.S. commercial and industrial37A 209A (A) A 187A (2)431A Total United States1,086A 591A 244A 308A (89)2,140A EuropeA (A) A 184A 30A 119A (A) A 333A Asia-PacificA (A) A 37A 1A 87A (A) A 125A Rest of world19A 104A 36A 32A (A) A 191A NET SALES\$1,105A \$916A \$311A \$546A (\$89)\$2,789A For the three months ended JuneA 30, 2023Reportable SegmentsRoofingInsulationDoorsCompositesEliminationsConsolidatedDisaggregation CategoriesU.S. residential\$1,054A \$324A \$A (A) A \$87A (\$83)\$1,382A U.S. commercial and industrial40A 223A (A) A 237A (2)498A Total United States1,094A 547A (A) A 324A (85)1,880A EuropeA 201A (A) A 135A (A) A 340A Asia-PacificA 41A (A) A 116A (A) A 158A Rest of world24A 116A (A) A 45A (A) A 185A NET SALES\$1,123A \$905A \$A (A) A \$620A (\$85)\$2,563A For the six months ended JuneA 30, 2024Reportable SegmentsRoofingInsulationDoorsCompositesEliminationsConsolidatedDisaggregation CategoriesU.S. residential\$1,927A \$761A \$244A \$238A (\$167)\$3,048A U.S. commercial and industrial57A 411A (A) A 355A (5)818A Total United States2,029A 1,172A 244A 593A (172)\$3,866A EuropeA (A) A 360A 30A 240A (1)629A Asia-PacificA (A) A 64A 1A 171A (A) A 236A Rest of world33A 224A 36A 65A (A) A 358A NET SALES\$2,062A \$1,820A \$311A \$1,069A (\$173)\$5,089A For the six months ended JuneA 30, 2023Reportable SegmentsRoofingInsulationDoorsCompositesEliminationsConsolidatedDisaggregation CategoriesU.S. residential\$1,893A \$694A \$A (A) A \$172A (\$148)\$2,611A U.S. commercial and industrial64A 429A (A) A 455A (4)944A Total United States1,957A 1,123A (A) A 627A (152)\$3,555A EuropeA 395A (A) A 272A (1)674A Asia-PacificA 72A (A) A 223A (A) A 296A Rest of world52A 234A (A) A 83A (A) A 369A NET SALES\$2,018A \$1,824A \$A (A) A 1,205A (\$153)\$4,894A Sales to major customers - The Company had two customers that exceeded 10% of consolidated net sales for the six months ended JuneA 30, 2024. The first customer, which is a customer of both the Roofing and Insulation segments, accounted for approximately 12% of the Company's consolidated net sales for the six months ended JuneA 30, 2024. The second customer, which is a customer of the Roofing, Insulation and Doors segments, accounted for approximately 11% of the Company's consolidated net sales for the six months ended JuneA 30, 2024.EARNINGS BEFORE INTEREST AND TAXESEarnings before interest and taxes (A)EBIT(A) by segment consist of net sales less related costs and expenses, and are presented on a basis that is used internally for evaluating segment performance. Certain items, such as general corporate expenses or income and certain other expense or income items, are excluded from the internal evaluation of segment performance. Accordingly, these items are not reflected in EBIT for our reportable segments and are included within Corporate, Other and Eliminations.The following table summarizes EBIT by segment (in millions):A Three Months EndedJune 30,Six Months EndedJune 30,A 2024202320242023Reportable SegmentsRoofing\$37A \$338A \$659A \$547A Insulation183A 163A 344A 319A Doors34A (A) A 34A (A) A Composites61A 87A 107A 136A Total reportable segments651A 588A 1,144A 1,002A Restructuring costs(47)(47)(61)(65)Gain on sale of Santa Clara, California siteA (A) A (A) A 189A Gains on sale of certain precious metalsA (A) A (A) A 2A Paroc marine recall(6)A (A) A (7)A Strategic review-related charges(15)A (A) A (17)A Acquisition-related transaction costs(29)A (A) A (47)A Acquisition-related integration costs(21)A (A) A (21)A Recognition of acquisition inventory fair value step-up(12)A (A) A (12)A General corporate expense and other(63)(54)(118)(107)Total corporate, other and eliminations(193)(101)(283)19A EBIT\$458A \$487A \$861A \$1,021A X - ReferencesNo definition available. + Details Name: us-gaap SegmentReportingAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for reporting segments including data and tables. Reportable segments include those that meet any of the following quantitative thresholds a) it's reported revenue, including sales to external customers and intersegment sales or transfers is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its reported profit or loss is 10 percent or more of the greater, in absolute amount of 1) the combined reported profit of all operating segments that did not report a loss or 2) the combined reported loss of all operating segments that did report a loss c) its assets are 10 percent or more of the combined assets of all operating segments. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards 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-Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54](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/1943274/2147482810/280-10-50-32)Reference 7: [http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47](http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47)Reference 8: [http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54](http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54)Reference 9: [http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47](http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47)Reference 10: [http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph \(e\) -Publisher FASB -URI 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[http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26C -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26C](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 34 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-34)Reference 16: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-15](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26B)Reference 18: [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/1943274/2147482810/280-10-50-40](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/1943274/2147482810/280-10-50-42)Reference 20: <http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/280/tableOfContent>Reference 21: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26)Reference 23: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-21](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-21)Reference 25: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32) + Details Name: us-gaap SegmentReportingDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R12.htm IDEA: XBRL DOCUMENT v3.24.2.u1 INVENTORIES 6 Months Ended Jun. 30, 2024 Inventory Disclosure [Abstract] A INVENTORIES INVENTORIES Inventories consist of the following (in millions):June 30, 2024December 31, 2023Finished goods\$850A \$742A Materials and supplies726A 456A Total inventories\$1,576A \$1,198A X - ReferencesNo definition available. + Details Name: us-gaap InventoryDisclosureAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for inventory. Includes, but is not limited to, the basis of stating inventory, the method of determining inventory cost, the classes of inventory, and the nature of the cost elements included in inventory. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef -Topic 330 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/330/tableOfContent> + Details Name: us-gaap InventoryDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R13.htm IDEA: XBRL DOCUMENT v3.24.2.u1 DERIVATIVE FINANCIAL INSTRUMENTS 6 Months Ended Jun. 30, 2024 Derivative Instruments and Hedging Activities Disclosure [Abstract] A DERIVATIVE FINANCIAL INSTRUMENTS DERIVATIVE FINANCIAL INSTRUMENTS The Company is exposed to, among other risks, the impact of changes in commodity prices, foreign currency exchange rates, and interest rates in the normal course of business. The Company's risk management program is designed to manage the exposure and volatility arising from these risks, and utilizes derivative financial instruments to offset a portion of these risks. The Company uses derivative financial instruments only to the extent necessary to hedge identified business risks, and does not enter into such transactions for trading purposes. The Company generally does not require collateral or other security with counterparties to these financial instruments and is therefore subject to credit risk in the event of nonperformance; however, the Company monitors credit risk and currently does not anticipate nonperformance by other parties. Contracts with counterparties generally contain right of offset provisions. These provisions effectively reduce the Company's exposure to credit risk in situations where the Company has gain and loss positions outstanding with a single counterparty. It is the Company's policy to offset on the Consolidated Balance Sheets the amounts recognized for derivative instruments with any cash collateral arising from derivative instruments executed with the same counterparty under a master netting agreement. As of JuneA 30, 2024 and DecemberA 31, 2023, the Company did not have any amounts on deposit with any of its counterparties, nor did any of its counterparties have any amounts on deposit with the Company.Derivative Fair ValuesOur derivatives consist of natural gas forward swaps and foreign exchange forward contracts, all of which are over-the-counter and not traded through an exchange. The Company uses widely accepted valuation tools to determine fair value, such as discounting cash flows to calculate a present value for the derivatives. The models use Level 2 inputs, such as forward curves and other commonly quoted observable transactions and prices. The fair value of our derivatives and hedging instruments are all classified as Level 2 investments within the three-tier hierarchy.The following table presents the fair value of derivatives and hedging instruments and their respective location on the Consolidated Balance Sheets (in millions):A FairA ValueA atLocationJune 30,2024December 31, 2023Derivative assets designated as hedging instruments:Cash flow hedges:Natural gas forward swapsOther current assets\$1A \$A A Derivative liabilities designated as hedging instruments:Cash flow hedges:Natural gas forward swapsOther current liabilities\$3A \$15A Derivative assets not designated as hedging instruments:Foreign exchange forward contractsOther current assets\$1A \$1A Derivative liabilities not designated as hedging instruments:Foreign exchange forward contractsOther current liabilities\$1A \$1A Consolidated Statements of Earnings ActivityThe following table presents the impact and respective location of derivative activities on the Consolidated Statements of Earnings (in millions):A A A Three Months EndedJune 30,Six Months EndedJune 30,A A Location2024202320242023Derivative activity designated as hedging instruments:Natural gas cash flow hedges:Amount of loss reclassified from AOCI (as defined below) into earnings (a)CostA of sales\$4A \$14A \$13A \$32A Derivative activity not designated as hedging instruments:Foreign currency:Amount of (gain) loss recognized in earnings (b)Other expense, net\$(3)\$(2)\$(4)\$4A (a)Accumulated Other Comprehensive Earnings (Deficit) (A)AOCI(A)(b)(Gains)/losses related to foreign currency derivatives were substantially offset by net revaluation impacts on foreign currency denominated balance sheet exposures, which were also recorded in Other expense, net. Please refer to the AOther DerivativesA section below for additional detail. A A A Consolidated Statements of Comprehensive Earnings ActivityThe following table presents the impact of derivative activities on the Consolidated Statements of Comprehensive Earnings (in millions):Amount of Gain Recognized in Comprehensive EarningsThree Months EndedJune 30,Six Months EndedJune 30,Hedging TypeDerivative Financial Instrument2024202320242023Cash flow hedgeNatural gas forward swaps\$6A \$9A \$12A \$8A Cash Flow HedgesThe Company uses a combination of derivative financial instruments, which qualify as cash flow hedges, and physical contracts to manage forecasted exposure to electricity and natural gas prices. As of JuneA 30, 2024, the notional amounts of these natural gas forward swaps were 7A million MMBtu (or MMBtu equivalent) based on U.S. and European indices. The Company has designated these natural gas forward swaps as cash flow hedges, with the last hedge maturing no later than September 2025. A net unrecognized loss of \$2A million related to these natural gas forward swaps was included in AOCI as of JuneA 30, 2024, \$2A million of which is expected to be reclassified into earnings within the next twelve months.In 2020, the Company entered into a \$175A million forward U.S. Treasury rate lock agreement to manage the U.S. Treasury portion of its interest rate risk associated with the anticipated issuance of certain 10-year fixed rate senior notes. The Company designated this forward U.S. Treasury rate lock agreement, which expired on December 15, 2022, as a cash flow hedge. The locked fixed rate of this agreement was 0.994%. In September 2022, a gain of \$6A million was recognized as a result of a change in the forecasted issuance of certain senior notes. In December 2022, the Company received cash of \$37A million upon the settlement of the rate lock agreement, of which \$31A million will be amortized as a component of interest expense upon the future issuance of senior notes.In May 2024, the Company issued new senior notes and began amortizing the \$31A million over the life of the Company's 5.700% senior notes due 2034. The unrecognized gain of \$31A million was included in AOCI as of JuneA 30, 2024.Other DerivativesThe Company uses forward currency exchange contracts to manage existing exposures to foreign exchange risk related to assets and liabilities recorded on the Consolidated Balance Sheets. As of JuneA 30, 2024, the Company had notional amounts of \$117A million for non-designated derivative financial instruments related to foreign currency exposures in United States Dollars primarily related to the Brazilian Real, Indian Rupee, Chinese Yuan, Korean Won, Hong Kong Dollar, and the Chilean Peso. In addition, the Company had notional amounts of \$58A million for non-designated derivative financial instruments related to foreign currency exposures in European Euro primarily related to the Polish ZA,oty, Danish Krone, Norwegian Krone and the British Pound Sterling. X - ReferencesNo definition available. + Details Name: us-gaap DerivativeInstrumentsAndHedgingActivitiesDisclosureAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for derivative instruments and hedging activities including, but not limited to, risk management strategies, non-hedging derivative instruments, assets, liabilities, revenue and expenses, and methodologies and assumptions used in determining the amounts. + ReferencesReference 1:

http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-5CReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 815 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/815/tableOfContent + Details Name: us-gaap_DerivativeInstrumentsAndHedgingActivitiesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 25 R14.htm IDEA: XBRL DOCUMENT v3.24.2.u1 GOODWILL AND OTHER INTANGIBLE ASSETS 6 Months Ended Jun 30, 2024 Goodwill and Intangible Assets Disclosure [Abstract] Â GOODWILL AND OTHER INTANGIBLE ASSETS GOODWILL AND OTHER INTANGIBLE ASSETSGoodwillThe Company tests goodwill and indefinite-lived intangible assets for impairment during the fourth quarter of each year, or more frequently should circumstances change or events occur that would more likely than not reduce the fair value of a reporting unit below its carrying value. No testing was deemed necessary in the first six months of 2024. The changes in the net carrying value of goodwill by segment are as follows (in millions):RoofingInsulationDoorsCompositesTotalGross carrying amount at DecemberÂ 31, 2023\$395Â \$1,520Â \$Â \$425Â \$2,340Â Acquisitions (see Note 7)Â \$Â \$Â \$1,308Â \$Â \$1,308Â Foreign currency translation(1)(13)(9)(1)(24)Gross carrying amount at JuneÂ 30, 2024394Â 1,507Â 1,299Â 424Â 3,624Â Accumulated impairment losses at DecemberÂ 31, 2023Â \$Â \$Â \$948)Â \$Â \$Â (948)Foreign currency translationÂ \$7Â \$Â \$7Â Accumulated impairment losses at JuneÂ 30, 2024Â \$Â \$941)Â \$Â \$Â (941)Balance, net of impairment, at JuneÂ 30, 2024\$394Â \$566Â \$1,299Â \$424Â \$2,683Â The annual impairment tests performed in the fourth quarter of 2023 indicated that the business enterprise value of the Composites reporting unit exceeded its carrying value by approximately 5%. There is uncertainty surrounding the macroeconomic factors that impact this reporting unit and a sustained downturn in these factors or a change in the long-term revenue growth or profitability for this reporting unit could increase the likelihood of a future impairment.Other Intangible AssetsThe Company amortizes the cost of other intangible assets over their estimated useful lives which, individually, range up to 25 years. The Companyâ€™s future cash flows are not materially impacted by its ability to extend or renew agreements related to its amortizable intangible assets. Other intangible assets consist of the following (in millions):June 30, 2024December 31, 2023GrossCarryingAmountAccumulatedAmortizationNetCarryingAmountGrossCarryingAmountAccumulatedAmortizationNetCarryingAmountIndefinite-lived trademarks and trade names\$1,228Â \$Â \$1,228Â \$992Â \$Â \$Â \$992Â Amortizable intangible assetsCustomer relationships1,797Â (314)1,483Â 614Â (283)331Â Technology436Â (221)215Â 326Â (203)123Â Trademarks and trade names31Â (2)29Â 12Â (2)10Â Other (a)52Â (1)51Â 74Â (2)72Â Total other intangible assets\$3,544Â \$(538)\$3,006Â \$2,018Â \$(490)\$1,528Â (a) Other primarily includes emissions rights. There are two indefinite-lived intangible assets that are at an increased risk of impairment, both of which are used by our Insulation segment and were partially impaired in the fourth quarter of 2022. A change in the estimated long-term revenue growth rate or discount rate for the segment could increase the likelihood of a future impairment.The following table presents the carrying values of these assets as of JuneÂ 30, 2024:Trademarks and trade namesJune 30, 2024European building and technical insulation trade name\$87Â Global cellular glass insulation trademark\$80Â Amortization expense for intangible assets for the three and six months ended JuneÂ 30, 2024 was \$39Â million and \$55Â million, respectively. Amortization expense for intangible assets for the three and six months ended JuneÂ 30, 2023 was \$24Â million and \$42Â million, respectively. Amortization expense for intangible assets is estimated to be \$85Â million for the remainder of 2024. The estimated amortization expense for intangible assets for the next five fiscal years ended December 31 is as follows (in millions):PeriodAmortization2025\$163Â 2026\$149Â 2027\$140Â 2028\$139Â 2029\$123Â X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for goodwill and intangible assets. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/350-30/tableOfContentReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/350-20/tableOfContent + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 26 R15.htm IDEA: XBRL DOCUMENT v3.24.2.u1 PROPERTY, PLANT AND EQUIPMENT 6 Months Ended Jun. 30, 2024 Property, Plant and Equipment [Abstract] Â PROPERTY, PLANT AND EQUIPMENT Property, plant and equipment consist of the following (in millions):June 30,2024December 31, 2023Lands\$222Â \$168Â Buildings and leasehold improvements1,509Â 1,263Â Machinery and equipment6,183Â 5,402Â Construction in progress520Â 665Â Property, plant and equipment, gross8,434Â 7,498Â Accumulated depreciation(3,794)(3,657)Property, plant and equipment, net\$4,640Â \$3,841Â Machinery and equipment include certain precious metals used in our production tooling, which comprise approximately 8% and 10% of total machinery and equipment as of JuneÂ 30, 2024 and DecemberÂ 31, 2023, respectively. Precious metals used in our production tooling are depleted as they are consumed during the production process, which typically represents an annual expense of approximately 2% of the outstanding carrying value. X - ReferencesNo definition available. + Details Name: us-gaap_PropertyPlantAndEquipmentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for long-lived, physical asset used in normal conduct of business and not intended for resale. Includes, but is not limited to, work of art, historical treasure, and similar asset classified as collections. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/360/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 6 -SubTopic 360 -Topic 958 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477798/958-360-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -SubTopic 360 -Topic 958 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477798/958-360-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 7 -SubTopic 360 -Topic 958 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477798/958-360-50-7 + Details Name: us-gaap_PropertyPlantAndEquipmentDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 27 R16.htm IDEA: XBRL DOCUMENT v3.24.2.u1 ACQUISITIONS 6 Months Ended Jun. 30, 2024 Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract] Â ACQUISITIONS ACQUISITIONSOn February 8, 2024, the Company entered into an Arrangement Agreement (the "Arrangement Agreement") with Masonite International Corporation, a British Columbia corporation ("Masonite"), pursuant to which the Company agreed to acquire all of the issued and outstanding common shares of Masonite at a purchase price of \$133.00 per share (the "Arrangement"). On May 15, 2024, as determined by the Arrangement Agreement, the Company completed the acquisition of 100% of the issued and outstanding shares of Masonite for \$133.00 per share in cash, without interest for a total purchase price of \$3.2Â billion. The acquisition was funded primarily with debt proceeds of \$2.8Â billion and cash on hand. Please refer to the discussion under "364-Day Credit Facility" in Note 11 of the Consolidated Financial Statements for further information.Masonite is a leading global designer, manufacturer, marketer and distributor of interior and exterior doors and door systems for the residential new construction and residential repair and remodeling markets. The addition of Masonite's market-leading doors business creates a new growth platform for the Company, strengthening the Company's position in building and construction and expanding its offering of branded residential building products. Masonite's operating results and preliminary purchase price allocation have been included in the Company's newly established Doors reportable segment from May 15, 2024, the effective date of the Arrangement, within the Consolidated Financial Statements. Masonite contributed revenues of \$311Â million and earnings of \$25Â million to the Company for the period from May 15, 2024 to June 30, 2024. Please refer to Note 2 of the Consolidated Financial Statements for further information.During the second quarter and first six months of 2024, the Company incurred \$29Â million and \$47Â million, respectively, of transaction costs related to the Arrangement. These expenses are included in Other expense, net on the Company's consolidated statement of earnings for the three and six months ended June 30, 2024.The fair value of the total purchase consideration transferred was determined as follows (in millions):Fair Value of Purchase Consideration Closing cash consideration\$2,935Â Pre-combination vesting portion of fair value of Masonite outstanding equity awards converted to Owens Corning time vesting RSUs35Repayment of Masonite term loan facility216Total transaction consideration\$3,186Â The closing cash as part of preliminary estimated consideration was calculated at the price of \$133.00 per outstanding Masonite common share. At the close of the acquisition of Masonite, there were 22.07Â million Masonite common shares outstanding.The preliminary estimated fair value of Owens Corning common stock underlying Masonite outstanding equity awards that have been converted into awards with respect to Owens Corning common stock is calculated as follows (in millions, except share and per share amounts:AmountNumber of Masonite stock awards outstanding (a)639,608Â Exchange rate (b)0.7642Owens Corning equity awards issued for Masonite outstanding equity awards488,778Â 10-day weighted average closing share price of Owens Corning common stock (c)\$174.03Â Fair value of Owens Corning time vesting RSUs issued for Masonite outstanding equity awards\$85Â Less: Estimated fair value allocated to post-transaction compensation expense(50)Fair value of awards included in transaction consideration\$35Â (a) Â Â Â Â Represents the Masonite stock awards that have been converted into Owens Corning equity awards upon completion of the acquisition of Masonite, based on awards outstanding at May 15, 2024. Masonite equity awards include awards issued under various stock incentive plans of Masonite.(b) Â Â Â Â The exchange rate was determined by the consideration amount divided by the volume weighted average closing sale price of one share of Owens Corning common stock for the ten consecutive trading days ended May 15, 2024, in accordance with the terms of the Arrangement Agreement.(c) Â Â Â Â The ten-day weighted average closing share price was calculated for the ten consecutive trading days ended May 15, 2024, in accordance with the terms of the Arrangement Agreement.On May 15, 2024, the effective date of the Arrangement, the Company transferred consideration to Masonite to repay the Masonite 2027 term loan facility (the "Masonite term loan facility"). This repayment was required by the change in control provision within the terms of the Masonite term loan facility.The Company has applied the acquisition method of accounting in accordance with Accounting Standards Codification ("ASC") Topic 805, Business Combinations, and recognized assets acquired and liabilities assumed at their fair values as of the effective date of the Arrangement, with the excess purchase consideration recorded to goodwill. The Company has not yet finalized the valuation of the assets acquired and liabilities assumed as of JuneÂ 30, 2024. The Company is continuing to obtain information to complete its valuation of certain assets and liabilities. Preliminary estimates have been recorded and additional adjustments may be recorded to the fair value of intangible assets, property, plant and equipment, goodwill and deferred income taxes among other items during the measurement period, a period not to exceed 12 months from the acquisition date. The following table summarizes the preliminary acquisition date fair value of net tangible and intangible assets acquired, net of liabilities assumed as part of the Arrangement (in millions):Fair ValueCash and cash equivalents\$282Â Receivables, net\$330Â Inventories\$379Â Other current assets\$82Â Property, plant and equipment, net\$61Â Operating lease right-of-use assets\$253Â Intangible assets1,579Â Deferred income taxes\$14Â Other non-current assets\$91Â Total assets\$3,871Â Accounts payable\$196Â Current operating lease liabilities\$28Â Other current liabilities\$187Â Long-term debt\$867Â Non-current operating lease liabilities\$235Â Deferred income taxes\$413Â Other non-current liabilities\$32Â Net assets acquired1,913Â Non-controlling interest(35)Goodwill11,308Â Total net assets acquired\$3,186Â The details on the methodology and significant inputs used for fair value of valuation are outlined below.GoodwillPreliminary purchase consideration allocation resulted in \$1.3Â billion in goodwill. The goodwill is not deductible for tax purposes. The factors contributing to the recognition of the amount of goodwill are based on several strategic and synergistic benefits that are expected to be realized from the acquisition.ReceivablesThe fair value of receivables acquired is \$330 million, with the gross contractual amount being \$331Â million. The Company expects \$1Â million to be uncollectible. InventoryThe fair value of inventory was determined by the market selling price of the inventory, less the remaining manufacturing and selling costs and a normal profit margin on those manufacturing and selling efforts. The fair value of inventory has been stepped up by \$18Â million, this amount will be amortized to Cost of Sales as the inventory is sold. We expect to fully amortize this amount by the third quarter of 2024.Property, Plant and EquipmentThe preliminary fair value of property, plant and equipment is \$861 million and was determined using cost and market approaches. The cost approach reflects the amount that would be required to replace the asset to service capacity, this approach was used where there was historical data available. Where there was not historical data available the market approach was used, this approach reflects recent sales of identical or comparable assets.Intangible AssetsThe preliminary fair value of acquired intangible assets is \$1.6Â billion. The fair value of customer relationships was determined using the multi-period excess earnings method. Key assumptions under this method are future cash flow estimates, customer attrition, discount rate, contributory asset charges and tax amortization benefits. The fair value of trade names were determined using the relief from royalty method. Key assumptions under this method are future cash flow estimates, royalty rate, discount rate and tax amortization benefits.Estimated Useful Life (in years)Preliminary Estimated Asset Fair Value (in millions)Customer relationships10 - 21\$1,192Â Technology5128Â Trademarks and trade names (indefinite-lived)Indefinite240Â Trademarks and trade names1019Â Identifiable intangible assets, net\$1,579Â DebtThe fair value of Masonite's unsecured senior notes was determined using the market approach, based on the trading value of the notes in the market. Joint Ventures and Non-Controlling InterestsThe Company's acquisition of Masonite included joint ventures with Dominance Industries, Inc., 45% owned, and Vanair Design Inc., 30% owned as well as a 25% non-controlling interest in Sacopan Inc. owned by a third party and a 50% non-controlling interest in Magna Foremost SDN BHD owned by a third party. The value of these investments and non-controlling interests were determined using an equally weighted value from the income approach and the market approach.Pro Forma Financial InformationThe following table summarizes, on an unaudited pro forma basis, the combined results of operations of the Company for the three months ended and the six months ended JuneÂ 30, 2024 and 2023, assuming the acquisition had occurred on January 1, 2023.Three Months Ended June 30,Six Months Ended June 30,2024202320232024Net sales\$3,099Â \$3,213Â \$5,989Â \$6,177Â Net earnings\$335Â \$356Â \$684Â \$656Â The pro forma financial information includes certain adjustments to adhere to the Company's accounting policies and adjustments to the historical results with pro forma adjustments, net of tax, that assume the acquisition occurred on January 1, 2023. This includes removing the results of the Architectural segment that was sold by Masonite prior to the close of the Arrangement, an adjustment to cost of goods sold to expense the step-up of inventory to fair value, increased depreciation expense to reflect the fair value of property, plant and equipment, and increased amortization expense related to the fair value of identifiable amortizable intangible assets. Adjustments were also made to recognize transaction costs incurred by the Company in the beginning of the comparative pro forma period and remove Masonite transaction costs. In addition, adjustments were made to reflect the interest and financing costs of the 364-Day Credit Facility (as defined below) used to fund the purchase price, and the interest, discount amortization, and capitalized financing cost amortization for the 2027, 2034 and 2054 senior notes that were issued to pay off the 364-Day Credit Facility in the comparative pro forma period, see Note 11 for further detail. Finally, adjustments were made to remove interest expense for the pro forma period related to the Masonite term loan facility that was paid off at closing as part of the consideration for the Arrangement.Significant adjustments to the pro forma financial information are as follows: 1.Net sales were decreased for the three months ended JuneÂ 30, 2023 and 2024 by \$92Â million and \$41Â million, respectively, and for the six months ended JuneÂ 30, 2023 and 2024 by \$185Â million and \$119Â million, respectively, to remove the sales of the Architectural segment that was sold by Masonite prior to the close of the Arrangement.2.Net earnings were adjusted by \$56Â million, for the three and six months ended JuneÂ 30, 2024, to remove transaction costs incurred by Masonite.3.Net earnings were adjusted by \$29Â million for the three months ended JuneÂ 30, 2024, and by \$47Â million each, for the six months ended JuneÂ 30, 2023 and 2024, to move transaction costs incurred by the Company to the beginning of the comparative period.4.Net earnings were increased by \$13Â million and decreased by \$98Â million for the three months ended JuneÂ 30, 2023 and 2024, respectively to give effect to the tax impact of pro forma adjustments. Net earnings were increased by \$45Â million and decreased by \$89Â million for the six months ended JuneÂ 30, 2023 and 2024, respectively, to give effect to the tax impact of pro forma adjustments.The pro forma financial information does not reflect any anticipated synergies or dis-synergies, operating efficiencies or cost savings that may result from the Arrangement and integration costs that may be incurred. X - ReferencesNo definition available. + Details Name: us-gaap_BusinessCombinationAndAssetAcquisitionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for a business combination (or series of individually immaterial business combinations) completed during the period, including background, timing, and recognized assets and liabilities. The disclosure may include leverage buyout transactions (as applicable). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-5Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 805 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/805/tableOfContent + Details Name: us-gaap_BusinessCombinationDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 28 R17.htm IDEA: XBRL

DOCUMENT v3.24.2.u1 DIVESTITURES 6 Months Ended Jun. 30, 2024 Discontinued Operations and Disposal Groups [Abstract] Á DIVESTITURES DIVESTITURESOn March 3, 2023, the Company finalized the sale of its Insulation site in Santa Clara, California for total proceeds of \$234Á million, net of transaction fees. Total proceeds included a non-refundable deposit of \$50Á million received in the third quarter of 2021. As a result of this sale, the Company recognized a pre-tax gain of \$189Á million in the first quarter of 2023, which is recorded in Gain on sale of site on the Consolidated Statements of Earnings. X - ReferencesNo definition available. + Details Name: us-gaap DiscontinuedOperationsAndDisposalGroupsAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for business combinations, including leverage buyout transactions (as applicable), and divestitures. This may include a description of a business combination or divestiture (or series of individually immaterial business combinations or divestitures) completed during the period, including background, timing, and assets and liabilities recognized and reclassified or sold. This element does not include fixed asset sales and plant closings. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef - Topic 805 - Name Accounting Standards Codification - Publisher FASB - URI https://asc.fasb.org/805/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef - Topic 205 - SubTopic 20 - Name Accounting Standards Codification - Publisher FASB - URI https://asc.fasb.org/205-20/tableOfContent + Details Name: us-gaap MergersAcquisitionsAndDispositionsDisclosuresTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 29 R18.htm IDEA: XBRL DOCUMENT v3.24.2.u1 WARRANTIES 6 Months Ended Jun. 30, 2024 Product Warranties Disclosures [Abstract] Á WARRANTIES WARRANTIES The Company records a liability for warranty obligations at the date the related products are sold. Adjustments are made as new information becomes available. Please refer to Note 1 of our 2023 Form 10-K for information about our separately-priced extended warranty contracts. A reconciliation of the warranty liability is as follows (in millions):Á Á Six Months Ended June 30,20242023Beginning balance\$97Á \$88Á Amounts accrued for current year10Á 11Á Acquired obligations4Á æÁ Á Settlements of warranty claims(11)(6)Ending balance\$100Á \$93Á X - ReferencesNo definition available. + Details Name: us-gaap ProductWarrantiesDisclosuresAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for standard and extended product warranties and other product guarantee contracts, including a tabular reconciliation of the changes in the guarantor's aggregate product warranty liability for the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef - Topic 460 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 4 - Subparagraph (a)(4) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482425/460-10-50-4Reference 2: http://www.xbrl.org/2003/role/disclosureRef - Topic 460 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 4 - Subparagraph (a)(5) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482425/460-10-50-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef - Topic 460 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 4 - Subparagraph (d) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482425/460-10-50-4Reference 4: http://www.xbrl.org/2003/role/disclosureRef - Topic 460 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 4 - Subparagraph (e) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482425/460-10-50-4Reference 5: http://www.xbrl.org/2003/role/disclosureRef - Topic 460 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 4 - Subparagraph (a)(2) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482425/460-10-50-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef - Topic 460 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 4 - Subparagraph (a)(3) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482425/460-10-50-4 + Details Name: us-gaap ProductWarrantyDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 30 R19.htm IDEA: XBRL DOCUMENT v3.24.2.u1 RESTRUCTURING, ACQUISITION AND DIVESTITURE-RELATED COSTS 6 Months Ended Jun. 30, 2024 Restructuring and Related Activities [Abstract] Á RESTRUCTURING, ACQUISITION AND DIVESTITURE-RELATED COSTS RESTRUCTURING, ACQUISITION AND DIVESTITURE-RELATED COSTS The Company may incur restructuring, transaction and integration costs related to acquisitions and divestitures, and may incur restructuring and other exit costs in connection with its global cost reduction, product line and productivity initiatives and the Companyæ™™s growth strategy. ACQUISITION-RELATED TRANSACTION COSTSDuring the first six months of 2024, the Company incurred \$47Á million of transaction costs related to its recently completed acquisition of Masonite. Please refer to Note 7 of the Consolidated Financial Statements for further information.ACQUISITION-RELATED INTEGRATION COSTSDuring the first six months of 2024, the Company incurred \$21Á million of integration costs related to its recently completed acquisition of Masonite. Please refer to Note 7 of the Consolidated Financial Statements for further information.RESTRUCTURING RELATED COSTSAcquisition-Related Restructuring Following the acquisition of Masonite, within the Company's Doors segment, the Company took actions to realize expected synergies from the newly acquired operations. During the six months ended 2024, the Company recorded \$41Á million of charges, of which \$21Á million were non-cash charges, primarily related to the accelerated vesting of equity awards and \$20Á million of cash charges, primarily related to severance. The Company is continuing to review synergies as a result of this acquisition and expects to incur a material amount of incremental costs throughout 2024 and into future years.Global Composites RestructuringIn December 2023, the Company took actions to reduce costs throughout its global Composites segment given current market conditions, primarily through global workforce reductions, as well as streamlining manufacturing and supply chain operations. These actions primarily include salaried workforce reductions and the relocation of the Changzhou, China operations to Hangzhou, China. In connection with these actions, the Company estimates it will incur cash charges in the range of \$20Á million to \$30Á million, primarily related to severance and other exit costs, including termination costs, and non-cash charges in the range of \$15Á million to \$20Á million, primarily related to accelerated depreciation.During the first six months of 2024, the Company recorded \$13Á million of charges, of which \$7Á million were non-cash charges, primarily related to accelerated depreciation and \$6Á million of cash charges, primarily related to severance and other exit costs.Protective Packaging ExitIn May 2023, the Company made the decision to exit the Protective Packaging business within the Roofing segment, including the production and sale of wood packaging, metal packaging and custom products. Exiting Protective Packaging will allow the Company to focus resources on the growth of its building materials products, which supports the future growth aspirations of the enterprise. With the exit of the Protective Packaging business, the Company closed its plants in Dorval, Quebec and Mission, British Columbia, Canada. The Company also ceased operations at its Qingdao, China facility.In connection with the exit of the Protective Packaging business, the Company estimates that it will incur cash charges of approximately \$15Á million, primarily related to severance and other exit costs. Additionally, the Company expects to incur total non-cash charges in the range of \$70Á million to \$75Á million, primarily related to accelerated depreciation of property, plant and equipment and accelerated amortization of definite-lived intangibles.During the first six months of 2024, the Company recorded \$4Á million of charges, primarily related to other exit costs. The Company does not expect to recognize significant incremental costs related to these actions.Wabash Facility ClosureIn April 2023, the Company took actions to support its strategy to operate a flexible and cost-efficient manufacturing network through decisions to relocate the Wabash, Indiana mineral wool operations to Joplin, Missouri, and to exit the U.S. granulated mineral wool market. These actions resulted in cumulative costs of approximately \$30Á million in 2023, primarily related to severance and accelerated depreciation.During the first six months of 2024, the Company did not incur any charges relating to this project. The Company does not expect to recognize significant incremental costs related to these actions.European Operating Structure OptimizationIn March 2023, the Company took actions to optimize the operating structure of its segments across Europe to increase its competitiveness. These actions are expected to result in cumulative costs of approximately \$20Á million, primarily related to severance and other exit costs. During the first six months of 2024, the Company recorded \$3Á million of charges primarily related to severance. The Company does not expect to recognize significant incremental costs related to these actions.Composites Strategic Realignment ActionsOn July 1, 2022, the Company finalized the sale of the European portion of the DUCS product line located in ChambÁry, France, within the Compositeæ™™s segment. The Company recorded a pre-tax charge of \$30Á million in Other expense, net on the Consolidated Statements of Earnings in 2022 to reflect the fair value less cost to sell the assets. The Company also took actions to convert the DUCS manufacturing facilities located in Anderson, South Carolina and Kimchon, Korea to produce other glass fiber products needed to support our growth strategy in building and construction applications. During the first six months of 2024, the Company did not incur any charges relating to this project and does not expect any future charges.Roofing Restructuring ActionsIn December 2021, the Company took actions to restructure operations within the Roofing segmentæ™™s components product line by relocating production assets from China to India, which allowed the business to optimize its manufacturing network and support a tariff mitigation strategy. During the first six months of 2024, the Company did not incur any charges relating to this project and does not expect any further charges.Santa Clara Insulation SiteDuring the third quarter of 2021, the Company entered into a sales agreement for the Companyæ™™s Insulation site in Santa Clara, California, as part of the Companyæ™™s ongoing strategy to operate a flexible, cost-efficient manufacturing network and geographically locate its assets to better serve its customers. On March 3, 2023, the Company finalized the sale of this site for total proceeds of \$234Á million, net of transaction fees. Total proceeds included a non-refundable deposit of \$50Á million received in the third quarter of 2021. During the first six months of 2024, the Company did not incur any charges relating to this project and does not expect any further charges.ClassificationThe following table presents the impact and respective location of total restructuring, acquisition and divestiture-related costs on the Consolidated Statements of Earnings, which are included within Corporate, Other and Eliminations (in millions):Á Á Three Months Ended June 30,Six Months Ended June 30,Type of costLocation2024202320242023Accelerated depreciationCost of sales\$(3)\$(22)\$(7)\$(23)Other exit costsCost of sales(21)(5)(8)Other exit costsMarketing and administrative expenses(1)(1)(1)(1)SeveranceOther expense, net(41)(16)(48)(25)Other exit costsOther expense, netæ™™Á æ™™Á Á Accelerated amortizationOther expense, netæ™™Á (7)æ™™Á Á Acquisition-related transaction costsOther expense, net(29)æ™™Á (47)æ™™Á Á Acquisition-related integration costsOther expense, net(21)æ™™Á (21)æ™™Á Á Gain on sale of Santa Clara, California siteGain on sale of siteæ™™Á æ™™Á Á æ™™Á Á 189Á Á Total restructuring, acquisition and divestiture-related (costs) gains\$(97)\$(47)\$(129)124Á Summary of Unpaid LiabilitiesThe following table summarizes the status of the unpaid liabilities from the Companyæ™™s restructuring activities (in millions):June 30, 2024Acquisition-related RestructuringGlobal Composites RestructuringProtective Packaging ExitWabash Facility ClosureEuropean Operating Structure OptimizationBalance at December 31, 2023\$æ™™Á \$12Á \$1Á \$3Á \$6Á Restructuring costs41Á 13Á 4Á æ™™Á Á 3Á Payments(17)(3)(3)(3)(3)Accelerated depreciation and other non-cash items(21)(7)(2)æ™™Á Á æ™™Á Á Balance at June 30, 2024\$3Á \$15Á \$æ™™Á \$æ™™Á \$6Á Cumulative charges incurred\$41Á \$29Á \$82Á \$33Á \$15Á As of JuneÁ 30, 2024, the remaining liability balance was comprised of \$24Á million, inclusive of \$3Á million of non-current severance, and \$21Á million of severance the Company expects to pay over the next twelve months.June 30, 2023Protective Packaging ExitWabash Facility ClosureEuropean Operating Structure OptimizationComposites Strategic Realignment ActionsRoofing Restructuring ActionsSanta Clara Insulation SiteBalance at December 31, 2022\$æ™™Á \$æ™™Á \$æ™™Á \$1Á \$æ™™Á \$7Á Restructuring costs29Á 15Á 12Á 3Á 1Á 5Á Paymentsæ™™Á Á æ™™Á Á (2)(3)(1)(1)(1)Accelerated depreciation and other non-cash items(17)(12)æ™™Á Á æ™™Á Á (1)Balance at June 30, 2023\$12Á \$3Á \$10Á \$1Á \$æ™™Á \$æ™™Á Á Cumulative charges incurred\$29Á \$15Á \$12Á \$12Á \$9Á \$65Á X - ReferencesNo definition available. + Details Name: us-gaap RestructuringAndRelatedActivitiesAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for restructuring and related activities. Description of restructuring activities such as exit and disposal activities, include facts and circumstances leading to the plan, the expected plan completion date, the major types of costs associated with the plan activities, total expected costs, the accrual balance at the end of the period, and the periods over which the remaining accrual will be settled. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef - Topic 420 - SubTopic 10 - Name Accounting Standards Codification - Section S99 - Paragraph 2 - Subparagraph (SAB Topic 5.P.4.e) - Publisher FASB - URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef - Topic 420 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 1 - Subparagraph (b)(2) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef - Topic 420 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 1 - Subparagraph (a) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef - Topic 420 - Name Accounting Standards Codification - Publisher FASB - URI https://asc.fasb.org/420/tableOfContentReference 5: http://www.xbrl.org/2003/role/disclosureRef - Topic 420 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 1 - Subparagraph (e) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap RestructuringAndRelatedActivitiesDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 31 R20.htm IDEA: XBRL DOCUMENT v3.24.2.u1 DEBT 6 Months Ended Jun. 30, 2024 Debt Disclosure [Abstract] Á DEBT DEBT Details of the Companyæ™™s outstanding long-term debt, as well as the fair values, are as follows (in millions):June 30, 2024December 31, 2023Carrying ValueFair ValueCarrying ValueFair Value4.200% senior notes, net of discount and financing fees, due 2024\$400Á 99Á %\$399Á 99Á %3.400% senior notes, net of discount and financing fees, due 2026\$399Á 96Á %\$398Á 96Á %5.500% senior notes, net of discount and financing fees, due 2024\$496Á 101Á %N/A\$5.375% senior notes, net of discount and financing fees, due 2028\$29Á 98Á %N/A\$3.950% senior notes, net of discount and financing fees, due 2029\$447Á 94Á %\$447Á 95Á %3.500% senior notes, net of discount and financing fees, due 2030\$2Á 89Á %N/A\$3.500% senior notes, net of discount and financing fees, due 2030\$335Á 91Á %N/A\$3.875% senior notes, net of discount and financing fees, due 2030\$298Á 93Á %\$298Á 94Á %5.700% senior notes, net of discount and financing fees, due 2034\$789Á 101Á %N/A\$7.000% senior notes, net of discount and financing fees, due 2036\$369Á 111Á %\$369Á 116Á %4.300% senior notes, net of discount and financing fees, due 2047\$589Á 80Á %\$589Á 88Á %4.400% senior notes, net of discount and financing fees, due 2048\$391Á 81Á %\$391Á 87Á %5.950% senior notes, net of discount and financing fees, due 2054\$683Á 101Á %N/A\$Various finance leases, due through 2050 (a)\$228Á 100Á %\$154Á 100Á %Otheræ™™Á Á N/A\$1 N/A\$Total long-term debt\$5,455Á N/A\$3,046Á N/A\$Less æ™™Á æ™™™ current portion of senior notes400Á 99Á %\$399Á 99Á %Less æ™™Á æ™™™ current portion of finance leases and other (a)\$35Á 100Á %\$32Á 100Á %Long-term debt, net of current portions\$5,020Á N/A\$2,615Á N/A(a)The Company determined that the book value of the above noted long-term debt instruments approximates fair value. The fair values of the Companyæ™™s outstanding long-term debt instruments were estimated using market observable inputs, including quoted prices in active markets, market indices and interest rate measurements. Within the hierarchy of fair value measurements, these are Level 2 fair values. Senior NotesThe Company issued \$500Á million of 2027 senior notes with an annual interest rate of 5.000%, \$800Á million of 2034 senior notes with an annual interest rate of 5.700% and \$700Á million of 2054 senior notes with an annual interest rate of 5.950% on May 31, 2024. These senior notes are net of discounts and issuance costs of \$4Á million, \$11Á million and \$17Á million, respectively. The proceeds from these notes were used to repay a portion of the outstanding borrowings under the 364-Day Credit Facility (as defined below) that was used to fund a portion of the purchase of Masonite in the second quarter of 2024 and to pay related fees and expenses.On May 1, 2024, in connection with the acquisition of Masonite, we commenced an offer to exchange (the æ™™Exchange Offeræ™™) any and all of Masoniteæ™™s outstanding 3.50% Senior Notes due 2030 (the æ™™Masonite 2030 notesæ™™) for new 3.50% Senior Notes due 2030 of Owens Corning (the æ™™Owens Corning 2030 notesæ™™). On May 22, 2024, 99.51% of the outstanding Masonite 2030 notes were exchanged and we issued \$373Á million aggregate principal amount of Owens Corning 2030 notes, which was a non-cash financing transaction for the Company. Interest on the notes is payable semiannually in arrears on February 15 and August 15 each year, beginning on August 15, 2024. Following the settlement of the Exchange Offer, approximately \$2Á million of the Masonite 2030 notes that were not exchanged remain outstanding, which has been recorded on the Consolidated Balance Sheets.On April 15, 2024, in connection with the acquisition of Masonite, we commenced a tender offer (the æ™™Tender Offeræ™™) to purchase any and all of Masonite's outstanding 5.375% Senior Notes due 2028 (the æ™™Masonite 2028 notesæ™™) with an aggregate value of \$501Á million. On May 13, 2024, 94.25% of the outstanding Masonite 2028 notes were validly tendered, with Owens Corning making a cash payment on May 16, 2024 of approximately \$480Á million, inclusive of \$7Á million of interest and \$1Á million premium on tender. Following the settlement of the Tender Offer, approximately \$29Á million of the Masonite 2028 notes that were not tendered remain outstanding, which has been recorded on the Consolidated Balance Sheets. Interest on the Masonite 2028 notes is payable semiannually in arrears on February 1 and August 1 each year. The Company issued \$300Á million of 2030 senior notes on May 12, 2020. Interest on the notes is payable semiannually in arrears on June 1 and December 1 each year, beginning on December 1, 2020. The proceeds from these notes were used for general corporate purposes. The Company issued \$450Á million of 2029 senior notes on August 12, 2019. Interest on the notes is payable semiannually in arrears on February 15 and August 15 each year, beginning on February 15, 2020. The proceeds from these notes were used to repay \$416Á million of our 2022 senior notes and \$34Á million of our 2036 senior notes. The Company issued \$400 million of 2048 senior notes on January 25, 2018. Interest on the notes is payable semiannually in arrears on January 30 and July 30 each year, beginning on July 30, 2018. The proceeds from these notes were used, along with borrowings on a \$600Á million term loan commitment and borrowings on the Receivables Securitization Facility (as defined below), to fund the purchase of Paroc in the first quarter of 2018. The Company issued \$600 million of 2047 senior notes on June 26, 2017. Interest on the notes is payable semiannually in arrears on January 15 and July 15 each year, beginning on January 15, 2018. A portion of the proceeds from these notes was used to fund the purchase of Pittsburgh Corning in 2017 and for general corporate purposes. The

proceeds were used to repay \$144 million of our 2019 senior notes and \$140 million of our 2036 senior notes. The Company issued \$400 million of 2026 senior notes on August 8, 2016. Interest on the notes is payable semiannually in arrears on February 15 and August 15 each year, beginning on February 15, 2017. A portion of the proceeds from these notes was used to repay \$158 million of our 2016 senior notes. The remaining proceeds were used to pay down portions of our Receivables Securitization Facility and for general corporate purposes. The Company issued \$400 million of 2024 senior notes on November 12, 2014. Interest on the notes is payable semiannually in arrears on June 1 and December 1 each year, beginning on June 1, 2015. A portion of the proceeds from these notes was used to repay \$242 million of our 2016 senior notes and \$105 million of our 2019 senior notes. The remaining proceeds were used to pay down our Senior Revolving Credit Facility (as defined below), finance general working capital needs, and for general corporate purposes. As of June 30, 2024, the \$400 million outstanding principal related to the 2024 senior notes was recorded in Long-term debt - current portion on the Consolidated Balance Sheets. The Company issued \$550 million of 2036 senior notes on October 31, 2006. Interest on the notes is payable semiannually in arrears on June 1 and December 1 each year, beginning on June 1, 2007. The proceeds of these notes were used to pay certain unsecured and administrative claims, finance general working capital needs and for general corporate purposes. Collectively, the Company's senior notes above, other than the Masonite 2028 notes or the Masonite 2030 notes, are referred to as the "Senior Notes." The Senior Notes are general unsecured obligations of the Company and rank pari passu with all existing and future senior unsecured indebtedness of the Company. The Company has the option to redeem all or part of the Senior Notes at any time at a "make-whole" redemption price. The Company is subject to certain covenants in connection with the issuance of the Senior Notes that it believes are usual and customary. The Company was in compliance with these covenants as of June 30, 2024. Senior Revolving Credit Facility On March 1, 2024, the Company entered into an amended and restated senior revolving credit facility (the "Senior Revolving Credit Facility") to increase the available principal amount from \$800A million to \$1.0 billion and to extend the maturity to March 2029. The Senior Revolving Credit Facility includes both borrowings and letters of credit. Borrowings under the Senior Revolving Credit Facility may be used for general corporate purposes and working capital. The Company has the discretion to borrow under multiple options, which provide for varying terms and interest rates including the United States prime rate, federal funds rate plus a spread or forward-looking term rate based on the Secured Overnight Financing Rate ("SOFR") plus a spread. The Senior Revolving Credit Facility contains various covenants, including a maximum allowed leverage ratio, that the Company believes are usual and customary for a senior unsecured credit agreement. The Company was in compliance with these covenants as of June 30, 2024. Please refer to the Credit Facility Utilization section below for liquidity information as of June 30, 2024. Receivables Securitization Facility For the receivables securitization facility (the "Receivables Securitization Facility"), the Company has a Receivables Purchase Agreement ("RPA") that is accounted for as secured borrowings in accordance with ASC 860, "Accounting for Transfers and Servicing." Owens Corning Sales, LLC and Owens Corning Receivables LLC, each a subsidiary of the Company, have an RPA with certain financial institutions. On March 1, 2024, the Company amended and restated the RPA to increase the facility limit from \$280 million to \$300A million and to extend the scheduled maturity date to February 2025. Under the RPA, the Company has the ability to borrow at the lenders' cost of funds, which approximates Term SOFR plus a spread; alternatively, the Company may borrow at the higher of the United States prime rate or the Overnight Bank Funding Rate plus a spread. The RPA contains various covenants, including a maximum allowed leverage ratio that the Company believes are usual and customary for a securitization facility. The Company was in compliance with these covenants as of June 30, 2024. Please refer to the Credit Facility Utilization section below for liquidity information as of June 30, 2024. Owens Corning Receivables LLC's sole business consists of the purchase or acceptance through capital contributions of trade receivables and related rights from Owens Corning Sales, LLC and the subsequent retransfer or granting of a security interest in such trade receivables and related rights to certain purchasers who are party to the RPA. Owens Corning Receivables LLC is a separate legal entity with its own separate creditors who will be entitled, upon its liquidation, to be satisfied out of Owens Corning Receivables LLC's assets prior to any assets or value in Owens Corning Receivables LLC becoming available to Owens Corning Receivables LLC's equity holders. The assets of Owens Corning Receivables LLC are not available to pay creditors of the Company or any other affiliates of the Company or Owens Corning Sales, LLC. As of May 15, 2024, the Company initially borrowed \$295A million on the Receivables Securitization Facility, which was used to pay down a portion of the 364-Day Credit Facility. Subsequent to the May 15, 2024 borrowing, the Company repaid and re-borrowed on the Receivables Securitization Facility throughout the quarter to pay down portions of the 364-Day Credit Facility. As of June 30, 2024, there was a remaining balance on the Receivables Securitization Facility of \$155A million. Please refer to the Credit Facility Utilization section below for liquidity information as of June 30, 2024. 364-Day Credit Facility On March 1, 2024, the Company entered into an unsecured term loan agreement in an aggregate principal amount of \$3.0A billion, which matures 364 days after the facility is initially funded with a single drawing (the "364-Day Credit Facility"). In May 2024, to fund a portion of the purchase of Masonite, the Company borrowed \$2.8A billion using Term SOFR plus a spread on the 364-Day Credit Facility. As a result of the borrowing, the Company incurred approximately \$16A million of financing fees which were amortized to Interest expense, net on the Consolidated Statements of Earnings. During the quarter, the Company completely repaid the 364-Day Credit Facility with a combination of issuance of new senior notes, borrowings on the Receivables Securitization Facility and cash on hand. Based on terms of the agreement, no further amounts can be drawn. Credit Facility Utilization The following table shows how the Company utilized its primary sources of liquidity (in millions): Balance at June 30, 2024 Senior Revolving Credit Facility Receivables Securitization Facility Facility size or borrowing limit \$1,000A \$300A Collateral capacity limitation on availability N/A "Outstanding borrowings" \$155A Outstanding letters of credit \$4A Availability on facility \$996A \$144A Short-Term Debt Short-term borrowings were \$155A million and \$1A million as of June 30, 2024 and December 31, 2023, respectively. Short-term borrowings consisted of outstanding borrowings on the Receivables Securitization Facility and various operating lines of credit. The weighted average interest rate on all short-term borrowings was approximately 6.3% and 5.1% as of June 30, 2024 and December 31, 2023, respectively. X - References No definition available. + Details Name: us-gaap DebtDisclosureAbstract Namespace Prefix: us-gaap Data Type: xbrl:stringItem Type Balance Type: na Period Type: duration X - Definition The 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. + References Reference 1:

ably estimated. Liabilities are adjusted within information becomes available. Except as set forth below under "Litigation and Regulatory Proceedings," management believes that the amount of any reasonably possible losses in excess of any amounts accrued, if any, with respect to such Proceedings or any other known claim, including the matters described below under the caption "Environmental Matters" (the "Environmental Matters"), are not material to the Company's financial statements. While the likelihood is remote, the disposition of the Proceedings and Environmental Matters could have a material impact on the results of operations, cash flows or liquidity in any given reporting period. Litigation and Regulatory Proceedings

The Company is involved in litigation and regulatory proceedings from time to time in the regular course of its business. The Company believes that adequate provisions for resolution of all contingencies, claims and pending matters have been made for probable losses that are reasonably estimable. During the second quarter of 2023, the Company's subsidiary, Paroc Group OY (the "Paroc"), which the Company acquired in 2018, notified the appropriate European maritime regulatory authorities that specific products in its marine insulation product line may not meet certain fire safety requirements in accordance with their certifications. Paroc voluntarily withdrew these specific products from the market, issued recalls, and suspended distribution and sales of these products (the "Recalled Products"). Paroc continues to cooperate with the applicable regulatory and government authorities and work with its customers and end-users to assist with remediation for the recall. During the first quarter of 2024, the Company discovered potential nonconformances relating to two other marine insulation product lines. In April 2024, Paroc suspended sales of these marine insulation products as a precautionary measure while it reviews the potential nonconformances, but has not issued recalls. The Company has included an estimated liability for expected future costs related to the Recalled Products on its Consolidated Balance Sheets as of June 30, 2024 and December 31, 2023. The estimated liability is primarily based on assumptions related to the estimated costs of the remedy for the Recalled Products. At this time, we cannot estimate a range of loss for any additional costs related to the Recalled Products that exceed the current estimated liability. We reevaluate these assumptions each period, and the related liability may be adjusted when factors indicate that the liability is either not sufficient to cover or exceeds the estimated costs related to the Recalled Products. Based on the factors currently known, we believe the appropriate liability has been established at this time. It is reasonably possible that additional costs related to the Recalled Products could be incurred that exceed the estimated liability by amounts that could be material to our Consolidated Financial Statements. As part of its review of the Paroc insulation product portfolio, the Company discovered potential nonconformances relating to certain ventilation duct insulation products. In January 2024, Paroc suspended sales of the affected insulation products as a precautionary measure while it reviews the potential nonconformances, but has not issued recalls. We expect to incur costs associated with the resolution of this matter. The amount or range of any potential loss cannot be reasonably estimated at this time. The Company is continuing its review. Environmental Matters

The Company has established policies and procedures designed to ensure that its operations are conducted in compliance with all relevant laws and regulations and that enable the Company to meet its high standards for corporate sustainability and environmental stewardship. Our manufacturing facilities are subject to numerous foreign, federal, state and local laws and regulations relating to the presence of hazardous materials, pollution and protection of the environment, including emissions to air, reductions of greenhouse gases, discharges to water, management of hazardous materials, handling and disposal of solid wastes, use of chemicals in our manufacturing processes, and remediation of contaminated sites. All Company manufacturing facilities are either ISO 14001 certified or deploy environmental management systems based on ISO 14001 principles. The Company's 2030 Sustainability Goals include significant global reductions in energy use, water consumption, waste to landfill, and emissions of greenhouse gases, fine particulate matter, and volatile organic air emissions, and protection of biodiversity. Owens Corning is involved in remedial response activities and is responsible for environmental remediation at a number of sites, including certain of its currently owned or formerly owned plants. These responsibilities arise under a number of laws, including, but not limited to, the Federal Resource Conservation and Recovery Act, and similar state or local laws pertaining to the management and remediation of hazardous materials and petroleum. The Company has also been named a potentially responsible party under the U.S. Federal Superfund law, similar state or local laws pertaining to the management and remediation of hazardous materials and petroleum. The Company became involved in these sites as a result of government action or in connection with business acquisitions. As of June 30, 2024, the Company was involved with a total of 22 sites worldwide, including 9 Superfund and state or country equivalent sites and 13 owned or formerly owned sites. None of the liabilities for these sites are individually significant to the Company. Remediation activities generally involve a potential range of activities and costs related to soil, groundwater, and sediment contamination. This can include pre-cleanup activities such as fact-finding and investigation, risk assessment, feasibility studies, remedial action design and implementation (where actions may range from monitoring to removal of contaminants, to installation of longer-term remediation systems). A number of factors affect the cost of environmental remediation, including the number of parties involved in a particular site, the determination of the extent of contamination, the length of time the remediation may require, the complexity of environmental regulations, variability in clean-up standards, the need for legal action, and changes in remediation technology. Taking these factors into account, Owens Corning reasonably estimates the costs of remediation to be paid over a period of years. The Company accrues an amount on an undiscounted basis, when a liability is probable and reasonably estimable. Actual cost may differ from these estimates for the reasons mentioned above. At June 30, 2024, the Company had an accrual totaling \$4.4 million for these costs, of which the current portion is \$2.4 million. Changes in required remediation procedures or timing of those procedures, or discovery of contamination at other sites, could result in material increases to the Company's environmental obligations. During the first quarter of 2024, the Procuraduría Federal de Protección al Ambiente (the "PROFEPA") issued a ruling to Owens Corning Mexico, S. de R.L. de C.V., a subsidiary of the Company (the "OC Mexico"), citing violations of Mexico's air emissions regulations at OC Mexico's facility in Mexico City, Mexico and imposing monetary sanctions of approximately \$1.1 million. OC Mexico previously performed all related corrective action and, as of the date of this report, is in compliance with applicable federal and local environmental laws. OC Mexico is in the process of appealing PROFEPA's ruling and the resulting monetary sanctions. X - References

No definition available. + Details

Name: us-gaap CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Definition

The entire disclosure for commitments and contingencies. + References

Reference 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/1943274/2147482648/440-10-50-2-Reference](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/1943274/2147482648/440-10-50-2-Reference) 3: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 450-SubTopic 440-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/1943274/2147478522/954-440-50-1-Reference](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/1943274/2147478522/954-440-50-1-Reference) 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/1943274/2147482648/440-10-50-2-Reference](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/1943274/2147482648/440-10-50-2-Reference) 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 3.2 R23.htm IDEA: XBRL DOCUMENT v3.24.2.u1 STOCK COMPENSATION 6 Months Ended Jun. 30, 2024 Share-Based Payment Arrangement

[Abstract] A STOCK COMPENSATION STOCK COMPENSATION Description of the Plan On April 20, 2023, the Company's stockholders approved the Owens Corning 2023 Stock Plan (the "2023 Stock Plan"), which authorizes grants of stock options, stock appreciation rights, stock awards (including restricted stock awards, restricted stock units and bonus stock awards), performance share awards and performance share units. At June 30, 2024, the number of shares remaining available under the 2023 Stock Plan for all stock awards was 3.0 million. Prior to the 2023 Stock Plan, employees were eligible to receive stock awards under the Owens Corning 2019 Stock Plan. Total Stock-Based Compensation Expense

Stock-based compensation expense included in Marketing and administrative expenses in the accompanying Consolidated Statements of Earnings is as follows (in millions):

Three Months Ended June 30, 2024	Six Months Ended June 30, 2024
\$3.9	\$14.4

Restricted Stock Units

The Company has granted restricted stock units (the "RSUs") under its stockholder-approved stock plans. Generally, all outstanding RSUs will fully settle in stock. Compensation expense for RSUs is measured based on the closing market price of the stock at date of grant and is recognized on a straight-line basis over the vesting period, which is typically three to four years. The 2023 Stock Plan allows alternate vesting schedules for death, disability, and retirement. The weighted-average grant date fair value of RSUs granted under the 2023 Stock Plan in 2024 was \$154.82. Masonite Equity Awards

On May 15, 2024, the Company converted outstanding Masonite stock-based incentive awards to Masonite employees at a 0.8 equity award exchange ratio. Masonite equity awards include outstanding and unvested awards of restricted stock units and performance stock units (the "PRSUs") under the Masonite International Corporation 2021 Omnibus Incentive Plan (the "Masonite Stock Plan") that were held by employees of Masonite, which were exchanged for time-vesting restricted stock units of Owens Corning RSUs in connection with the completion of the transactions contemplated by the Arrangement Agreement. The converted stock-based incentive awards include 0.2 million PRSUs and 0.3 million restricted stock units. The equity award exchange ratio was determined by the consideration amount of \$133 per share divided by the volume weighted average closing sale price of one share of Owens Corning common stock for the ten consecutive trading days ended March 15, 2024 of \$174.03 per share, in accordance with the terms of the Arrangement Agreement. In accordance with the Arrangement Agreement, the number of Masonite shares underlying the PRSUs was equal to (i) 107.33% of target for PRSUs granted in February 2022, (ii) 100% of target for PRSUs granted in August 2022 and (iii) 122% of target for PRSUs granted in February 2023. The fair value of the Owens Corning RSUs issued for Masonite outstanding equity awards was \$85 million as of the date of acquisition, of which \$35 million was related to pre-combination expense and was included in the purchase price. The remaining portion of \$50 million relates to post-combination expense, of which \$21.4 million was accelerated during the quarter. As of June 30, 2024, the future unrecognized expense related to the converted outstanding RSUs was approximately \$26.4 million which will be recognized over the remaining service period of approximately 2 years. Please refer to Note 7 and 10 of the Consolidated Financial Statements for further information. Future equity-based awards to Company employees who were former Masonite employees may be granted from the remaining available shares under the Masonite Stock Plan. At June 30, 2024, the number of shares remaining available under the Masonite Stock Plan was 0.6 million shares of Owens Corning common stock. The following table summarizes the Company's RSU activity:

Number of RSUs	Weighted-Average Fair Value	Balance at December 31, 2023	\$1,225,668	\$79.72	Granted	219,913	\$154.82	Assumed (converted Masonite equity awards)	488,778	174.03	Vested	(551,634)	116.44	Forfeited	(21,977)	109.01	Balance at June 30, 2024	\$1,360,748	\$110.38
As of June 30, 2024, there was \$80.4 million of total unrecognized compensation cost related to RSUs. This total includes \$26.4 million of unrecognized compensation related to converted Masonite equity awards and \$54.0 million related to Owens Corning Stock Plans. That cost is expected to be recognized over a weighted-average period of 2.06 years. The total grant date fair value of shares vested during the six months ended June 30, 2024 and 2023 was \$64.4 million and \$22.4 million, respectively. Performance Share Units	The Company has granted performance share units (the "PSUs") as a part of its long-term incentive plan. All outstanding PSUs will fully settle in stock. The amount of shares ultimately distributed from all PSUs is contingent on meeting internal company-based metrics or an external-based stock performance metric. In the six months ended June 30, 2024, the Company granted both internal company-based and external-based metric PSUs. Internal Company-based metrics	The internal Company-based metric PSUs are based on various Company metrics and typically vest after a three-year period. The amount of stock distributed will vary																	

PSU that had an anti-dilutive effect on earnings per share. On December 1, 2022, the Board of Directors approved a new share repurchase program under which the Company is authorized to repurchase up to 10 million shares of the Company's outstanding common stock (the "Repurchase Authorization"). The Repurchase Authorization enables the Company to repurchase shares through the open market, privately negotiated, or other transactions. The actual number of shares repurchased will depend on timing, market conditions and other factors and will be at the Company's discretion. The Company repurchased 0.1 million shares of its common stock for \$130A million, inclusive of applicable taxes, during the six months ended June 30, 2024, under the Repurchase Authorization. As of June 30, 2024, 8.1 million shares remain available for repurchase under the Repurchase Authorization. The Company repurchased 2.6 million shares of its common stock for \$250A million, inclusive of applicable taxes, during the six months ended June 30, 2023. X - ReferencesNo definition available. + Details Name: us-gaap EarningsPerShareAbstract Namespace Prefix: us-gaap Data Type: xbrl:stringItem Type Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for earnings per share. + ReferencesReference 1:

Sandri [Member] A A Trading Arrangements, by individual A A Material Terms of Trading Arrangement A On June 13, 2024, Marcio Sandri, the Company's President, Composites, entered into a written plan for the sale of up to 6,101 shares of Company common stock, intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) under the Exchange Act. This plan is scheduled to terminate no later than June 6, 2025. Name Marcio Sandri A Title President, Composites A Rule 10b5-1 Arrangement Adopted true A Adoption Date June 13, 2024 A Expiration Date June 6, 2025 A Arrangement Duration 358 days A Aggregate Available 6,101 6,101 X - ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31>Reference 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\(6\)\(a\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_ReconciliationOfRevenueFromSegmentsToConsolidatedTextBlock Namespace Prefix: us-gaap_Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration XML 42 R31.htm IDEA: XBRL DOCUMENT v3.24.2.u1 INVENTORIES (Tables) 6 Months Ended Jun. 30, 2024 Inventory Disclosure [Abstract] A Schedule of Inventory, Current Inventories consist of the following (in millions):June 30, 2024December 31, 2023Finished goods$850A $742A Materials and supplies726A 456A Total inventories$1,576A $1,198A X - ReferencesNo definition available. + Details Name: us-gaap_InventoryDisclosureAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the carrying amount as of the balance sheet date of merchandise, goods, commodities, or supplies held for future sale or to be used in manufacturing, servicing or production process. + ReferencesReference 1: <a href=)Reference 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\(6\)\(b\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](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(6)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 4: <http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4E -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4E>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 4C -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4C>Reference 3:

values of these assets as of June30, 2024:Trademarks and trade namesJune 30, 2024European building and technical insulation trade names\$874 Global cellular glass insulation trademark\$80A Finite-lived Intangible Assets Amortization Expense The estimated amortization expense for intangible assets for the next five fiscal years ended December 31 is as follows (in millions):PeriodAmortization2025\$163A 2026\$149A 2027\$140A 2028\$139A 2029\$123A X - DefinitionTabular disclosure of amortization expense of assets, excluding financial assets, that lack physical substance, having a limited useful life. + ReferencesNo definition available. + Details Name: us-gaap FiniteLivedIntangibleAssetsAmortizationExpenseTableTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionTabular disclosure of assets, excluding financial assets and goodwill, lacking physical substance with a finite life, by either major class or business segment. + ReferencesReference 1: <https://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40>Reference 2: [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/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2 + Details Name: us-gaap ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration X - DefinitionTabular disclosure of goodwill by reportable segment and in total which includes a rollforward schedule. + ReferencesReference 1: 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/1943274/2147482548/350-20-55-24)Reference 3: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 4: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 5: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 6: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 7: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 8: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(g\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 9: [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/1943274/2147482573/350-20-50-1](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/1943274/2147482573/350-20-50-1)Reference 10: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 11: <http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1A>Reference 12: [http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(h\)\(3\) -SubTopic 10 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2 + Details Name: us-gaap BusinessAcquisitionProFormalInformationTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap BusinessCombinationAndAssetAcquisitionAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the equity interest issued or issuable in a business acquisition \(or series of individually immaterial business acquisitions\) planned, initiated, or completed during the period. + ReferencesReference 1: \[http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2 + Details Name: us-gaap ScheduleOfBusinessAcquisitionsByAcquisitionTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the amounts recognized as of the acquisition date for each major class of assets acquired and liabilities assumed. May include but not limited to the following: \\(a\\) acquired receivables; \\(b\\) contingencies recognized at the acquisition date; and \\(c\\) the fair value of noncontrolling interests in the acquiree. + ReferencesReference 1: \\[http://fasb.org/us-gaap/role/ref/legacyRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \\\(SAB Topic 5.P.4\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2\\]\\(http://fasb.org/us-gaap/role/ref/legacyRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\(SAB Topic 5.P.3\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-1\\)Reference 3: \\[http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 420 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph \\\(b\\\)\\\(2\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap ScheduleOfRestructuringReserveByTypeOfCostTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 49 R38.htm IDEA: XBRL DOCUMENT v3.24.2.u1 DEBT \\\(Tables\\\) 6 Months Ended Jun. 30, 2024 Debt Disclosure \\\[Abstract\\\]\\]\\(http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 420 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap ScheduleOfRestructuringAndRelatedCostsTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration X - DefinitionTabular disclosure of an entity's restructuring reserve that occurred during the period associated with the exit from or disposal of business activities or restructurings for each major type of cost. This element may also include a description of any reversal and other adjustment made during the period to the amount of an accrued liability for restructuring activities. This element may be used to encapsulate the roll forward presentations of an entity's restructuring reserve by type of cost and in total, and explanation of changes that occurred in the period. + ReferencesReference 1: <a href=\\)\]\(http://fasb.org/us-gaap/role/ref/legacyRef -Topic 805 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(b\)\(4\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479581/805-30-50-1 + Details Name: us-gaap ScheduleOfBusinessAcquisitionsByAcquisitionEquityInterestIssuedOrIssuableTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration X - DefinitionTabular disclosure of a material business combination completed during the period, including background, timing, and recognized assets and liabilities. This table does not include leveraged buyouts. + ReferencesReference 1: <a href=\)](http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -SubTopic 10 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2)

2023Carrying ValueFair ValueCarrying ValueFair Value2.4000 senior notes, net of discount and financing fees, due 2024\$400.99A %\$399.99A %3.4000 senior notes, net of discount and financing fees, due 2026\$399.99A %\$399.99A %6.5000 senior notes, net of discount and financing fees, due 2027\$496.101A %N/A\$375.375 senior notes, net of discount and financing fees, due 2028\$294.98A %N/A\$3.9500 senior notes, net of discount and financing fees, due 2029\$474.94A %\$447.95A %3.5000 senior notes, net of discount and financing fees, due 2030\$24.89A %N/A\$3.5000 senior notes, net of discount and financing fees, due 2030\$335.91A %N/A\$3.875 senior notes, net of discount and financing fees, due 2030\$298.94A %\$298.94A %5.7000 senior notes, net of discount and financing fees, due 2034\$789.101A %N/A\$7.0000 senior notes, net of discount and financing fees, due 2036\$369.111A %\$369.116A %6.3000 senior notes, net of discount and financing fees, due 2047\$589.80A %\$589.88A %4.4000 senior notes, net of discount and financing fees, due 2048\$391.81A %\$391.87A %5.9500 senior notes, net of discount and financing fees, due 2054\$683.101A %N/A\$Various finance leases, due through 2050 (a)\$284.100A %\$154.100A %Other\$A N/A\$1A N/A\$Total long-term debt\$5.455A N/A\$3.046A N/A\$Less \$A\$ current portion of senior notes\$400.99A %\$399.99A %Less \$A\$ current portion of finance leases and other (a)\$35A 100A %\$32A 100A %Long-term debt, net of current portions\$5.02A N/A\$2.615A N/A(a)The Company determined that the book value of the above noted long-term debt instruments approximates fair value. Schedule of Line of Credit Facilities The following table shows how the Company utilized its primary sources of liquidity (in millions):Balance at June 30, 2024Senior Revolving Credit FacilityReceivables Securitization FacilityFacility size or borrowing limit\$1,000A \$300A Collateral capacity limitation on availabilityN/A\$A Outstanding borrowings\$A 155A Outstanding letters of credit\$1A Availability on facility\$996A \$144A 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 long-debt instruments or arrangements, including identification, terms, features, collateral requirements and other information necessary to a fair presentation. These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the entity, 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/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 3: 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 4: http://www.xbrl.org/2009/role/commonPracticeRef -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 5: 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 6: 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 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 942 -SubTopic 470 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/214747734/942-470-50-3Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-8Reference 9: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-6Reference 10: 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/1943274/2147481112/505-10-50-7 + Details Name: us-gaap ScheduleOfDebtInstrumentsTextBlock Namespace Prefix: us-gaap_Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of short-term or long-term contractual arrangements with lenders, including letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to 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. + 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 ScheduleOfLineOfCreditFacilitiesTextBlock Namespace Prefix: us-gaap_Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 50 R39.htm IDEA: XBRL DOCUMENT v3.24.2.u1 PENSION PLANS AND OTHER POSTRETIREMENT BENEFITS (Tables) 6 Months Ended Jun. 30, 2024 Pension Plan A Defined Benefit Plans and Other Postretirement Benefit Plans Table Text Block [Line Items] A Schedule of Net Benefit Costs The following table presents the components of net periodic pension cost (in millions): A A A A A A A A A A A A A A A A Three Months Ended June 30, 20242023A U.S.Non-U.S.TotalU.S.Non-U.S.TotalComponents of Net Periodic Pension CostService cost\$1A \$1A \$2A \$A\$A \$1A \$1A Interest cost\$4A \$8A \$8A \$4A \$12A Expected return on plan assets(6)(4)(10)(10)(3)(13)Amortization of actuarial loss\$A \$1A \$2A \$A\$A \$2A Net periodic pension cost\$1A \$2A \$1A \$A\$A \$2A \$2A Six Months Ended June 30, 20242023A U.S.Non-U.S.TotalU.S.Non-U.S.TotalComponents of Net Periodic Pension CostService cost\$1A \$2A \$3A \$1A \$2A \$3A Interest cost\$9A \$7A \$16A \$16A \$8A \$24A Expected return on plan assets(12)(7)(19)(20)(7)(27)Amortization of actuarial loss\$1A \$2A \$3A \$1A \$4A Net periodic pension cost\$1A \$4A \$3A \$1A \$4A \$4A Other Postretirement Benefits Plan A Defined Benefit Plans and Other Postretirement Benefit Plans Table Text Block [Line Items] A Schedule of Net Benefit Costs The following table provides the components of net periodic postretirement benefit income for U.S. plans for the periods indicated (in millions): A A Three Months Ended June 30, Six Months Ended June 30, A A 2024202320242023Components of Net Periodic Postretirement Benefit IncomeService cost\$A \$A \$A \$A \$A \$A Interest cost\$2A \$3A \$3A \$A \$A \$A Amortization of actuarial gain(3)(2)(4)(4)Net periodic postretirement benefit income\$1A \$6A \$1A \$1A \$1A 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_DefinedBenefitPlansAndOtherPostretirementBenefitPlansTableTextBlockLineItems Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the components of net benefit costs for pension plans and/or other employee benefit plans including service cost, interest cost, expected return on plan assets, gain (loss), prior service cost or credit, transition asset or obligation, and gain (loss) recognized due to settlements or curtailments. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 715 -SubParagraph (h) -Name Accounting Standards Codification -Paragraph 1 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1 + Details Name: us-gaap ScheduleOfNetBenefitCostsTableTextBlock Namespace Prefix: us-gaap_Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - Details Name: us-gaap RetirementPlanTypeAxis=us-gaap_OtherPostretirementBenefitPlansDefinedBenefitMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R40.htm IDEA: XBRL DOCUMENT v3.24.2.u1 STOCK COMPENSATION (Tables) 6 Months Ended Jun. 30, 2024 Share-Based Payment Arrangement [Abstract] A Disclosure of Share-based Compensation Arrangements by Share-based Payment Award Stock-based compensation expense included in Marketing and administrative expenses in the accompanying Consolidated Statements of Earnings is as follows (in millions):Three Months EndedJune 30, Six Months EndedJune 30, 2024202320242023Total stock-based compensation expenses\$39A \$14A \$53A \$27A Schedule of Share-based Compensation, Restricted Stock and Restricted Stock Units Activity The following table summarizes the Company's RSU activity: A A Number of RSUsWeighted-AverageFair ValueBalance at December 31, 2023\$1,225,668A \$79.72A Granted219,913A 154.82A Assumed (converted Masonite equity awards)\$488,778A 174.03A Vested(551,634)116.44A Forfeited(21,977)109.01A Balance at June 30, 2024\$1,360,748A \$110.38A Share-Based Payment Arrangement, Performance Shares, Activity The following table provides a summary of the grant date fair values of the internal Company-based metric PSUs: Six Months Ended June 30, 20242023Grant date fair value of units granted\$147.18A \$92.97A Schedule of Share-based Payment Award, Stock Options, Valuation Assumptions The following table provides a summary of the assumptions for PSUs granted in 2024 and 2023: Six Months Ended June 30, 20242023Expected volatility\$3.88%\$4.66%Risk free interest rate\$3.94%\$3.75%Expected term (in years)\$2.91\$2.91Grant date fair value of units granted\$195.95\$119.33 Schedule of Share-based Compensation Arrangement by Share-based Payment Award, Performance-Based Units, Vested and Expected to Vest The following table summarizes the Company's PSU activity: A A Number of PSUsWeighted-AverageGrant DateFair ValueBalance at December 31, 2023\$268,677A \$100.57A Granted95,997A 161.12A Vested(9,603)109.17A Forfeited(14,058)103.22A Balance at June 30, 2024\$341,553A \$117.25A 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 share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_DisclosureOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTextBlock Namespace Prefix: us-gaap_Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X

Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14ARefrence 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-20 + Details Name: us-gaap ScheduleOfAccumulatedOtherComprehensiveIncomeLossTableTextBlockItemType Balance Type: na Period Type: duration XML 55 R44.htm IDEA: XBRL DOCUMENT v3.24.2.u1 GENERAL (Details) -USD (\$) (\$ / shares in Units, \$ in Millions 3 Months Ended 6 Months Ended 12 Months Ended Feb. 09, 2024 Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Dec. 31, 2023 May 15, 2024 Feb. 08, 2024 Dec. 31, 2022 Related Party Transaction [Line Items] A A A A A A A A Contract liability A \$ 112 \$ 92 \$ 112 \$ 92 \$ 101 A \$ 89 Contract liability, revenue recognized A A A 17 15 A A A Restricted cash A 20 9 20 9 8 A A \$ 8 Related party transaction, expenses A 33 29 65 50 A A A Outstanding supplier finance programs A 188 A 188 A \$ 211 A A Invoices paid A A A 257 307 A A A Revenue A 2,789 2,563 5,089 4,894 A A A Strategic review related charges A 15 \$ 0 \$ 17 \$ 0 A A Masonite A A A A A A A A Related Party Transaction [Line Items] A A A A A A A A Purchase price (in dollars per share) A A A A A A A A \$ 133.00 \$ 133.00 A First Customer | Accounts Receivable | Customer Concentration Risk A A A A A A A A Related Party Transaction [Line Items] A A A A A A A A Concentration risk percentage A A A 21.00% A 11.00% A A Second Customer | Accounts Receivable | Customer Concentration Risk A A A A A A A A Related Party Transaction [Line Items] A A A A A A A A Concentration risk percentage A A A 16.00% A 11.00% A A Global Glass Reinforcements ("GR") Business | Composites A A A A A A A A Related Party Transaction [Line Items] A A A A A A A A Revenue \$ 1,300 A A A A A A A A Related Party A A A A A A A A Related Party Transaction [Line Items] A A A A A A A A Due to related party supplier A \$ 7 A \$ 7 A \$ 5 A X - DefinitionStrategic Review Related Charges + ReferencesNo definition available. + Details Name: oc StrategicReviewRelatedCharges Namespace Prefix: oc Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionSupplier Finance Programs Obligations, Current + ReferencesNo definition available. + Details Name: oc SupplierFinanceProgramsObligationsCurrent Namespace Prefix: oc Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPrice of a single share of a number of saleable stocks paid or offered to be paid in a business combination. + ReferencesNo definition available. + Details Name: us-gaap BusinessAcquisitionSharePrice Namespace Prefix: us-gaap Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant 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 obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap ContractWithCustomerLiability Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of revenue recognized that was previously included in balance of obligation to transfer good or service to customer for which consideration from customer has been received or is due. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap ContractWithCustomerLiabilityRevenueRecognized Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of liabilities classified as other. + 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(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 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)(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: 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 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(12)(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 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(12)(b)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(12)(b)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: 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)(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap OtherLiabilities Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPayments of cash to suppliers for goods and services during the current period. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-17Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-17 + Details Name: us-gaap PaymentsToSuppliers Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of transactions with related party during the financial reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 850 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-3 + Details Name: us-gaap RelatedPartyTransactionAmountsOffTransaction Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(c)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(c)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(g)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap RelatedPartyTransactionLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash and cash equivalents 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. 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 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/disclosureRef -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 3: 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 4: 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 5: 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 RestrictedCashAndCashEquivalents Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant 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: us-gaap BusinessAcquisitionAxis=oc MasoniteInInternationalCorporationMasoniteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt MajorCustomersAxis=oc FirstCustomerMember 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 CustomerConcentrationRiskMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt MajorCustomersAxis=oc SecondCustomerMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt ProductOrServiceAxis=oc GlobalGlassReinforcementsGRBusinessMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap RelatedPartyTransactionsByRelatedPartyAxis=us-gaap RelatedPartyMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 56 R45.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SEGMENT INFORMATION (Details) \$ in Millions 3 Months Ended 6 Months Ended Jun. 30, 2024 USD (\$) Jun. 30, 2023 USD (\$) Jun. 30, 2023 USD (\$) Segment Reporting, Significant Reconciling Item [Line Items] A A A Number of reportable segments | segment A 4 A Disaggregated revenue \$ 2,789 \$ 2,563 \$ 5,089 \$ 4,894 EARNINGS BEFORE INTEREST AND TAXES 458 487 861 1,021 Restructuring costs (47) (47) (61) (65) Gain on sale of Santa Clara, California site 0 0 0 189 Gains on sale of certain precious metals 0 0 0 2 Paroc marine recall (6) (0) (7) 0 Strategic review related charges (15) (0) (17) 0 Recognition of acquisition inventory fair value step-up (12) (0) (12) 0 General corporate expense and other (63) (54) (118) (107) Acquisition-related transaction costs A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Acquisition-related transaction costs (29) (0) (47) (0) Acquisition-related integration costs A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Acquisition-related transaction costs (21) (0) (21) (0) Eliminations A A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Disaggregated revenue (89) (85) (173) (153) EARNINGS BEFORE INTEREST AND TAXES (193) (101) (283) 19 U.S. A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Disaggregated revenue 2,140 1,880 3,866 3,555 U.S. | Eliminations A A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Disaggregated revenue (89) (85) (172) (152) U.S. | Residential A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Disaggregated revenue 1,709 1,382 3,048 2,611 U.S. | Residential | Eliminations A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Disaggregated revenue (87) (83) (167) (148) U.S. | Commercial and Industrial Sector A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Disaggregated revenue 431 498 818 944 U.S. | Commercial and Industrial Sector | Eliminations A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Disaggregated revenue (2) (2) (5) (4) Europe A A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Disaggregated revenue 333 340 629 674 Europe | Eliminations A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Disaggregated revenue 0 0 (1) (1) Asia Pacific A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Disaggregated revenue 125 158 236 296 Asia Pacific | Eliminations A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Disaggregated revenue 0 0 0 Rest of world A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Disaggregated revenue 191 185 358 369 Rest of world | Eliminations A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A Disaggregated revenue 0 0 0 Total Segments | Operating Segments A A A Segment Reporting, Significant Reconciling Item [Line Items] A A A EARNINGS BEFORE INTEREST AND TAXES 651 588 \$ 1,144 1,002 Roofing, Insulation And Doors | Second Customer | Revenue Benchmark | Customer Concentration Risk A A A Segment Reporting,

Significant Reconciling Item [Line Items] Á Á Á Concentration risk percentage Á Á 11.00% Á Roofing And Insulation | First Customer | Revenue Benchmark | Customer Concentration Risk Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Concentration risk percentage Á Á 12.00% Á Roofing | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 1,105 1,123 \$ 2,062 2,018 EARNINGS BEFORE INTEREST AND TAXES 373 338 659 547 Roofing | U.S. | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 1,086 1,094 2,029 1,957 Roofing | U.S. | Residential | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 1,049 1,054 1,972 1,893 Roofing | U.S. | Commercial and Industrial Sector | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 37 40 57 64 Roofing | Europe | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 0 4 0 8 Roofing | Asia Pacific | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 0 1 0 1 Roofing | Rest of world | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 19 24 33 52 Insulation | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 916 905 1,820 1,824 EARNINGS BEFORE INTEREST AND TAXES 183 163 344 319 Insulation | U.S. | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 591 547 1,172 1,123 Insulation | U.S. | Residential | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 382 324 761 694 Insulation | U.S. | Commercial and Industrial Sector | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 209 223 411 429 Insulation | Europe | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 184 201 360 395 Insulation | Asia Pacific | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 37 41 64 72 Insulation | Rest of world | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 104 116 224 234 Doors | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 311 0 311 0 EARNINGS BEFORE INTEREST AND TAXES 34 0 34 0 Doors | U.S. | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 244 0 244 0 Doors | U.S. | Residential | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 244 0 244 0 Doors | U.S. | Commercial and Industrial Sector | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 0 0 0 0 Doors | Europe | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 30 0 30 0 Doors | Asia Pacific | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 1 0 1 0 Doors | Rest of world | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 546 620 1,069 1,205 EARNINGS BEFORE INTEREST AND TAXES 61 87 107 136 Composites | U.S. | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 308 324 593 627 Composites | U.S. | Residential | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 121 87 238 172 Composites | U.S. | Commercial and Industrial Sector | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 187 237 355 455 Composites | Europe | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 119 135 240 272 Composites | Asia Pacific | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue 87 116 171 223 Composites | Rest of world | Operating Segments Á Á Á Segment Reporting, Significant Reconciling Item [Line Items] Á Á Á Disaggregated revenue \$ 32 \$ 45 \$ 65 \$ 83 X - DefinitionThe net result of deducting operating expenses from gross margin before interest expense, income taxes, earnings (loss) from equity method investments, extraordinary items, cumulative effects of changes in accounting principles, and noncontrolling interest. + ReferencesNo definition available. + Details Name: oc EarningsBeforeInterestAndTaxes Namespace Prefix: oc_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionGain on sale of Precious Metals + ReferencesNo definition available. + Details Name: oc GainOnSaleOfPreciousMetals Namespace Prefix: oc_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionGain On Sale Of Santa Clara, California Facility + ReferencesNo definition available. + Details Name: oc GainOnSaleOfSantaClaraCaliforniaFacility Namespace Prefix: oc_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionExpenses related to general corporate activities. These costs are not included in earnings before interest and taxes for reportable segments. + ReferencesNo definition available. + Details Name: oc GeneralCorporateExpense Namespace Prefix: oc_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRestructuring cost + ReferencesNo definition available. + Details Name: oc RestructuringCost Namespace Prefix: oc_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: oc SegmentReportingSignificantReconcilingItemLineItems Namespace Prefix: oc_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionStrategic Review Related Charges + ReferencesNo definition available. + Details Name: oc StrategicReviewRelatedCharges Namespace Prefix: oc_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThis element represents acquisition-related costs incurred to effect a business combination which costs have been expensed during the period. Such costs include finder's fees; advisory, legal, accounting, valuation, and other professional or consulting fees; general administrative costs, including the costs of maintaining an internal acquisitions department; and may include costs of registering and issuing debt and equity securities. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 25 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479405/805-10-25-23> + Details Name: us-gaap BusinessCombinationAcquisitionRelatedCosts Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit 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/1943274/2147482810/280-10-50-42>Reference 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/1943274/2147482907/825-10-50-21](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/1943274/2147482907/825-10-50-21)Reference 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/1943274/2147482907/825-10-50-20>Reference 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/1943274/2147482861/275-10-50-18>Reference 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 - DefinitionReflects the amount charged against earnings comprised of the costs to announce and effect a recall of defective merchandise. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(3\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-599-2](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-599-2) + Details Name: us-gaap InventoryRecallExpense Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of loss from reductions in inventory due to subsequent measurement adjustments, including, but not limited to, physical deterioration, obsolescence, or changes in price levels. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef -Topic 330 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483080/330-10-50-2> + Details Name: us-gaap InventoryWriteDown Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionNumber of segments reported by the entity. A reportable segment is a component of an entity for which there is an accounting requirement to report separate financial information on that component in the entity's financial statements. + ReferencesReference 1: [http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47](http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47)Reference 2: [http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54](http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54)Reference 3: <http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-18> + Details Name: us-gaap NumberOfReportableSegments Namespace Prefix: us-gaap_Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - 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/1943274/2147482810/280-10-50-41](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/1943274/2147482810/280-10-50-41)Reference 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/1943274/2147482964/270-10-50-1](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/1943274/2147482964/270-10-50-1)Reference 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/1943274/2147482810/280-10-50-32](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/1943274/2147482810/280-10-50-32)Reference 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/1943274/2147482810/280-10-50-32](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/1943274/2147482810/280-10-50-32)Reference 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/1943274/2147482810/280-10-50-32](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/1943274/2147482810/280-10-50-32)Reference 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/1943274/2147479941/924-10-599-1](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/1943274/2147479941/924-10-599-1)Reference 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/1943274/2147479806/606-10-50-5>Reference 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/1943274/2147482810/280-10-50-30](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/1943274/2147482810/280-10-50-30)Reference 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/1943274/2147482810/280-10-50-42>Reference 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/1943274/2147482810/280-10-50-22](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/1943274/2147482810/280-10-50-22)Reference 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/1943274/2147482810/280-10-50-40>Reference 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/1943274/2147482810/280-10-50-22](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/1943274/2147482810/280-10-50-22)Reference 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](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: us-gaap RestructuringCostAndReserveAxis=oc AcquisitionRelatedCostsIntegrationMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap CommercialAndIndustrialSectorMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap EquitySecuritiesByIndustryAxis=oc ResidentialMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap EquitySecuritiesByIndustryAxis=us-gaap CommercialAndIndustrialSectorMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt StatementGeographicalAxis=srt EuropeMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt StatementGeographicalAxis=srt AsiaPacificMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt StatementGeographicalAxis=oc RestofWorldMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap StatementBusinessSegmentsAxis=oc TotalSegmentsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt ConsolidationItemsAxis=us-gaap OperatingSegmentsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap StatementBusinessSegmentsAxis=oc RoofingInsulationAndDoorsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt MajorCustomersAxis=oc SecondCustomerMember 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 CustomerConcentrationRiskMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap StatementBusinessSegmentsAxis=oc RoofingAndInsulationMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt MajorCustomersAxis=oc FirstCustomerMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap StatementBusinessSegmentsAxis=oc RoofingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap StatementBusinessSegmentsAxis=oc InsulationMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap StatementBusinessSegmentsAxis=oc DoorsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap StatementBusinessSegmentsAxis=oc CompositesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 57 R46.htm IDEA: XBRL DOCUMENT v3.24.2.u1 INVENTORIES (Details) - USD (\$) \$ in Millions Jun. 30, 2024 Dec. 31, 2023 Inventory Disclosure [Abstract] Á Á Finished goods \$ 850 \$ 742 Materials and supplies 726 456 Total inventories \$ 1,576 \$ 1,198 X - ReferencesNo definition available. + Details Name: us-gaap InventoryDisclosureAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount before valuation and LIFO reserves of completed merchandise or goods expected to be sold within one year or 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\(6\)\(a\)\(1\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1) + Details Name: us-gaap InventoryFinishedGoods 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/1943274/2147481372/852-10-55-10>Reference 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/1943274/2147483467/210-10-45-1](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/1943274/2147483467/210-10-45-1)Reference 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/1943274/2147480566/210-10-599-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1) + Details Name: us-gaap InventoryNet Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionGross amount of unprocessed materials to be used in manufacturing or production process and supplies that will be consumed. + 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\(6\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1) + Details Name: us-gaap InventoryRawMaterialsAndSupplies Namespace Prefix: us-gaap_Data Type:

xbrl:monetaryItemType Balance Type: debit Period Type: instant XML 58 R47.htm IDEA: XBRL DOCUMENT v3.24.2.u1 DERIVATIVE FINANCIAL INSTRUMENTS - Balance Sheet (Details) - USD (\$) \$ in Millions Jun. 30, 2024 Dec. 31, 2023 Designated as Hedging Instrument | Cash Flow Hedging | Energy Related Derivative A A Derivatives, Fair Value [Line Items] A A Derivative asset, fair value 1 \$ 0 Derivative liability, fair value 3 15 Nondesignated as Hedging Instrument | Foreign Exchange Contract A A Derivatives, Fair Value [Line Items] A A Derivative asset, fair value 1 1 Derivative liability, fair value 1 \$ 1 X - DefinitionFair value, after offset of derivative liability, of financial asset or other contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, before offset against an obligation to return collateral under a master netting arrangement. Includes assets elected not to be offset. Excludes assets not subject to a master netting arrangement. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 55 -Paragraph 9 -SubTopic 20 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483444/210-20-55-9>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 55 -Paragraph 10 -SubTopic 20 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 55 -Paragraph 10 -SubTopic 20 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483444/210-20-55-10>Reference 4: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 8 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-8](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 8 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-8) + Details Name: us-gaap_DerivativeFairValueOfDerivativeAssetAmountNotOffsetAgainstCollateral Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value, after offset of derivative asset, of financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, elected not to be and before offset against a right to receive collateral under a master netting arrangement. Includes liabilities elected not to be offset. Excludes liabilities not subject to a master netting arrangement. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 55 -Paragraph 9 -SubTopic 20 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483444/210-20-55-9>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 55 -Paragraph 10 -SubTopic 20 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 55 -Paragraph 10 -SubTopic 20 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483444/210-20-55-10>Reference 4: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 8 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-8](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 8 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-8) + Details Name: us-gaap_DerivativeFairValueOfDerivativeLiabilityAmountNotOffsetAgainstCollateral Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_DerivativesFairValueLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemBalance Type: na Period Type: duration X - Details Name: us-gaap_HedgingDesignationAxis=us-gaap_DesignatedAsHedgingInstrumentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentsGainLossByHedgingRelationshipAxis=us-gaap_CashFlowHedgingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_EnergyRelatedDerivativeMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_HedgingDesignationAxis=us-gaap_NondesignatedMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ForeignExchangeContractMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 59 R48.htm IDEA: XBRL DOCUMENT v3.24.2.u1 DERIVATIVE FINANCIAL INSTRUMENTS - Income Statement (Details) - USD (\$) \$ in Millions 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Energy Related Derivative | Cash Flow Hedging A A A Derivative Instruments Gain Loss [Line Items] A A A Amount of gain reclassified from AOCI (as defined below) into earnings A A \$ 2 A Amount of gain recognized in earnings \$ 6 \$ 9 12 \$ 8 Designated as Hedging Instrument | Energy Related Derivative A A A Derivative Instruments Gain Loss [Line Items] A A A Amount of gain reclassified from AOCI (as defined below) into earnings 4 14 13 32 Nondesignated as Hedging Instrument | Foreign Exchange Contract A A A Derivative Instruments Gain Loss [Line Items] A A A Amount of gain recognized in earnings \$ (3) \$ (2) \$ (4) \$ 4 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 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4E -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4E> + Details Name: us-gaap_DerivativeInstrumentsGainLossLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemBalance Type: na Period Type: duration X - DefinitionThe effective portion of net gain (loss) reclassified from accumulated other comprehensive income into income on derivative instruments designated and qualifying as hedging instruments. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 4D -Subparagraph \(b\) -SubTopic 10 -Topic 815 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4D](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 4D -Subparagraph (b) -SubTopic 10 -Topic 815 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4D)Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4C -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4C](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4C -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4C) + Details Name: us-gaap_DerivativeInstrumentsGainLossReclassifiedFromAccumulatedOCIIntoIncomeEffectivePortionNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of gains and losses (net) on derivative instruments designated and qualifying as hedging instruments representing (a) the amount of the hedge ineffectiveness and (b) the amount, if any, excluded from the assessment of hedge effectiveness. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4C -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4C](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4C -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4C) + Details Name: us-gaap_DerivativeInstrumentsGainLossRecognizedInIncomeIneffectivePortionAndAmountExcludedFromEffectivenessTestingNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_EnergyRelatedDerivativeMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_HedgingDesignationAxis=us-gaap_DesignatedAsHedgingInstrumentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_HedgingDesignationAxis=us-gaap_NondesignatedMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ForeignExchangeContractMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 60 R49.htm IDEA: XBRL DOCUMENT v3.24.2.u1 DERIVATIVE FINANCIAL INSTRUMENTS - Cash Flow (Details) MMBTU in Millions, \$ in Millions 1 Months Ended 3 Months Ended 6 Months Ended Dec. 31, 2022 USD (\$) Sep. 30, 2022 USD (\$) Jun. 30, 2024 USD (\$) MMBTU Jun. 30, 2023 USD (\$) Jun. 30, 2024 USD (\$) MMBTU Jun. 30, 2023 USD (\$) May 31, 2024 USD (\$) Dec. 31, 2020 USD (\$) Derivative [Line Items] A A A A A A A A Unrecognized gain included in AOCI A A A A \$ 31 A A 5.700% senior notes, net of discount and financing fees, due 2034 A A A A A A A A Derivative [Line Items] A A A A A A A A Long-term debt, percentage rate A A 5.70% A 5.70% A 5.70% A Debt instrument, face amount A A \$ 800 A \$ 800 A \$ 31 A Energy Related Derivative | Cash Flow Hedging A A A A A A A A Derivative [Line Items] A A A A A A A A A Derivative, notional amount A A A A A \$ 175 Term of derivatives (in years) A A A A 10 years A A A Derivative, fixed interest rate A A A A A 0.994% Amount of gain recognized in earnings A \$ 6 A A A A A Cash received upon settlement \$ 37 A A A A A Amortized portion part of interest expense for future issuance of debt \$ 31 A A A A A Euro Member Countries, Euro | Foreign exchange forward contracts A A A A A A A A Derivative [Line Items] A A A A A A A A Derivative, notional amount A A \$ 58 A A \$ 58 A A U.S. | Foreign exchange forward contracts A A A A A A A A Derivative [Line Items] A A A A A A A A Derivative, notional amount A A \$ 117 A \$ 117 A A X - DefinitionDerivative Asset, Cash Received Upon Settlement Of Agreement + ReferencesNo definition available. + Details Name: oc_DerivativeAssetCashReceivedUponSettlementOfAgreement Namespace Prefix: oc_ Data Type: xbrli:monetaryItemBalance Type: credit Period Type: instant X - DefinitionDerivative Asset, Portion Amortized As Interest Expense + ReferencesNo definition available. + Details Name: oc_DerivativeAssetPortionAmortizedAsInterestExpense Namespace Prefix: oc_ Data Type: xbrli:monetaryItemBalance Type: credit Period Type: duration X - DefinitionDerivative Instrument, Unrecognized Gain Included In Accumulated OCI + ReferencesNo definition available. + Details Name: oc_DerivativeInstrumentUnrecognizedGainIncludedInAccumulatedOCI Namespace Prefix: oc_ Data Type: xbrli:monetaryItemBalance Type: credit 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/1943274/2147482949/835-30-55-8>Reference 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/1943274/2147481139/470-20-50-1](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/1943274/2147481139/470-20-50-1)Reference 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/1943274/2147481568/470-20-55-69B>Reference 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/1943274/2147481568/470-20-55-69C>Reference 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/1943274/2147482900/835-30-50-1>Reference 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:monetaryItemBalance Type: credit Period Type: instant X - DefinitionFixed interest rate related to the interest rate derivative. + ReferencesNo definition available. + Details Name: us-gaap_DerivativeFixedInterestRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemBalance Type: na Period Type: instant X - DefinitionThe effective portion of net gain (loss) reclassified from accumulated other comprehensive income into income on derivative instruments designated and qualifying as hedging instruments. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 4D -Subparagraph \(b\) -SubTopic 10 -Topic 815 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4D](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 4D -Subparagraph (b) -SubTopic 10 -Topic 815 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4D)Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4C -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4C](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4C -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4C) + Details Name: us-gaap_DerivativeInstrumentsGainLossReclassifiedFromAccumulatedOCIIntoIncomeEffectivePortionNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemBalance Type: credit Period Type: duration X - DefinitionThe portion of gains and losses (net) on derivative instruments designated and qualifying as hedging instruments representing (a) the amount of the hedge ineffectiveness and (b) the amount, if any, excluded from the assessment of hedge effectiveness. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4C -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4C](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4C -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4C) + Details Name: us-gaap_DerivativeInstrumentsGainLossRecognizedInIncomeIneffectivePortionAndAmountExcludedFromEffectivenessTestingNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemBalance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-5](http://www.xbrl.org/2003/role/disclosureRef-Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-5)Reference 2: [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/1943274/2147481139/470-20-50-11](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/1943274/2147481139/470-20-50-11)Reference 3: [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/1943274/2147481112/505-10-50-18](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/1943274/2147481112/505-10-50-18)Reference 4: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1B>Reference 5: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1A](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1A) + Details Name: us-gaap_DerivativeNonmonetaryNotionalAmount Namespace Prefix: us-gaap_ Data Type: xbrli:decimalItemBalance Type: na Period Type: instant X - DefinitionNominal or face amount used to calculate payment on derivative. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1B>Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1A](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1A) + Details Name: us-gaap_DerivativeNotionalAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemBalance Type: na Period Type: instant X - DefinitionPeriod the derivative contract is outstanding, in 'PnYnMnDnTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: us-gaap_DerivativeTermOfContract Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemBalance Type: na Period Type: duration X - DefinitionThe interest rate applicable to the portion of the carrying amount of long-term borrowings outstanding as of the balance sheet date, including current maturities, which accrues interest at a set, unchanging rate. + 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/1943274/2147480566/210-50-S99-1](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/1943274/2147480566/210-50-S99-1) + Details Name: us-gaap_LongTermDebtPercentageBearingFixedInterestRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemBalance Type: na Period Type: instant X - DefinitionThe net change in the difference between the fair value and the carrying value, or in the comparative fair values, of derivative instruments, including options, swaps, futures, and forward contracts, held at each balance sheet date, that was included in earnings for the period. + 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](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)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-07\(7\)\(c\)\(3\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(7)(c)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-07\(7\)\(c\)\(7\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(7)(c)(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.12-13A\(Column F\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5A](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.12-13A(Column F)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5A) + Details Name: us-gaap_UnrealizedGainLossOnDerivatives Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemBalance Type: credit Period Type: duration X - Details Name: us-gaap_LongTermDebtTypeAxis=oc_SeniorNotesDue2034Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_EnergyRelatedDerivativeMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentsGainLossByHedgingRelationshipAxis=us-gaap_CashFlowHedgingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-

gaap InterestRateLockCommitmentsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DerivativeInstrumentRiskAxis=us-gaap ForeignExchangeForwardMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt CurrencyAxis=currency EUR Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DerivativeInstrumentRiskAxis=us-gaap ForeignExchangeForwardMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: oc HedgingIndicesAxis=country US Namespace Prefix: Data Type: na Balance Type: Period Type: XML 61 R50.htm IDEA: XBRL DOCUMENT v3.24.2.u1 GOODWILL AND OTHER INTANGIBLE ASSETS - Goodwill Rollforward (Details) - USD (\$) \$ in Millions 6 Months Ended Jun. 30, 2024 Dec. 31, 2023 Goodwill [Roll Forward] 31 Balance at beginning of period, gross carrying amount \$ 2,340 Acquisitions (see Note 7) 1,308 Foreign currency translation (24) 31 Balance at end of period, gross carrying amount 3,624 Goodwill, Impaired, Accumulated Impairment [Roll Forward] 31 Balance at beginning of period, accumulated impairment loss (948) 31 Foreign currency translation 7 31 Balance at end of period, accumulated impairment loss (941) 31 Goodwill, net 2,683 31,392 Composites 31 Goodwill [Roll Forward] 31 Balance at beginning of period, gross carrying amount 425 31 Acquisitions (see Note 7) 0 31 Foreign currency translation (1) 31 Balance at end of period, gross carrying amount 424 31 Goodwill, Impaired, Accumulated Impairment [Roll Forward] 31 Balance at beginning of period, accumulated impairment loss 0 31 Foreign currency translation 0 31 Balance at end of period, accumulated impairment loss 0 31 Goodwill, net 424 31 Insulation 31 Goodwill [Roll Forward] 31 Balance at beginning of period, gross carrying amount 1,520 31 Acquisitions (see Note 7) 0 31 Foreign currency translation (13) 31 Balance at end of period, gross carrying amount 1,507 31 Goodwill, Impaired, Accumulated Impairment [Roll Forward] 31 Balance at beginning of period, accumulated impairment loss (948) 31 Foreign currency translation 7 31 Balance at end of period, accumulated impairment loss (941) 31 Goodwill, net 566 31 Doors 31 Goodwill [Roll Forward] 31 Balance at beginning of period, gross carrying amount 0 31 Acquisitions (see Note 7) 1,308 31 Foreign currency translation (9) 31 Balance at end of period, gross carrying amount 1,299 31 Goodwill, Impaired, Accumulated Impairment [Roll Forward] 31 Balance at beginning of period, accumulated impairment loss 0 31 Foreign currency translation 0 31 Balance at end of period, accumulated impairment loss 0 31 Goodwill, net 1,299 31 Roofing 31 Goodwill [Roll Forward] 31 Balance at beginning of period, gross carrying amount 395 31 Acquisitions (see Note 7) 0 31 Foreign currency translation (1) 31 Balance at end of period, gross carrying amount 394 31 Goodwill, Impaired, Accumulated Impairment [Roll Forward] 31 Balance at beginning of period, accumulated impairment loss 0 31 Foreign currency translation 0 31 Balance at end of period, accumulated impairment loss 0 31 Goodwill, net 394 31 X - DefinitionGoodwill, Impaired, Accumulated Impairment + ReferencesNo definition available. + Details Name: oc GoodwillImpairedAccumulatedImpairmentRollForward Namespace Prefix: oc Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionGoodwill, Impaired, Foreign Currency Translation Gain (Loss) + ReferencesNo definition available. + Details Name: oc GoodwillImpairedForeignCurrencyTranslationGainLoss Namespace Prefix: oc Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: <http://www.xbrli.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49>Reference 2: <http://www.xbrli.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24>Reference 3: [http://www.xbrli.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/1943274/2147482078/820-10-55-100](http://www.xbrli.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/1943274/2147482078/820-10-55-100)Reference 4: <http://www.xbrli.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>Reference 5: [http://www.xbrli.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph \(SX 210.5-02\(15\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1](http://www.xbrli.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1)Reference 6: <http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1>Reference 7: <http://www.xbrli.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1>Reference 8: [http://www.xbrli.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/1943274/2147482573/350-20-50-1](http://www.xbrli.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/1943274/2147482573/350-20-50-1)Reference 9: [http://www.xbrli.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph \(SX 210.9-03\(10\)\(1\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-599-1](http://www.xbrli.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-599-1) + Details Name: us-gaap Goodwill Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase in asset representing future economic benefits arising from other assets acquired in a business combination that are not individually identified and separately recognized resulting from a business combination. + ReferencesReference 1: <http://www.xbrli.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24>Reference 2: [http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1) + Details Name: us-gaap GoodwillAcquiredDuringPeriod Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of foreign currency translation gain (loss) which increases (decreases) asset representing future economic benefit 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.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1) + Details Name: us-gaap GoodwillForeignCurrencyTranslationGainLoss Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, before 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.xbrli.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24>Reference 2: [http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 3: [http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(h\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1) + Details Name: us-gaap GoodwillGross Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated impairment loss for 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.xbrli.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24>Reference 2: [http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 3: [http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(h\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1) + Details Name: us-gaap GoodwillImpairedAccumulatedImpairmentLoss 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 GoodwillRollForward Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap StatementBusinessSegmentsAxis=oc CompositesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap StatementBusinessSegmentsAxis=oc DoorsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap StatementBusinessSegmentsAxis=oc RoofingMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 62 R51.htm IDEA: XBRL DOCUMENT v3.24.2.u1 GOODWILL AND OTHER INTANGIBLE ASSETS - Narrative (Details) \$ in Millions 3 Months Ended 6 Months Ended Jun. 30, 2024 USD (\$) Jun. 30, 2023 USD (\$) Jun. 30, 2024 USD (\$) Jun. 30, 2024 USD (\$) intangible asset Jun. 30, 2023 USD (\$) Finite-Lived Intangible Assets [Line Items] 31 Number of indefinite-lived intangible assets are increased risk of impairment | intangible asset 2 2 2 2 Amortization expense for intangible assets \$ 39 \$ 24 \$ 55 \$ 42 Amortization expense for intangible assets for remainder of the year \$ 85 31 \$ 85 31 Maximum 31 31 Finite-Lived Intangible Assets [Line Items] 31 31 Weighted average useful life (in years) 25 years 31 25 years 31 X - DefinitionNumber Of Indefinite-Lived Intangible Assets At Risk Of Impairment + ReferencesNo definition available. + Details Name: oc NumberOfIndefiniteLivedIntangibleAssetsAtRiskOfImpairment Namespace Prefix: oc Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionThe aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: [http://fasb.org/us-gaap/rollforward/legacyRef -Topic 350 -SubTopic 20 -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](http://fasb.org/us-gaap/rollforward/legacyRef -Topic 350 -SubTopic 20 -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)Reference 2: <http://www.xbrli.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40>Reference 3: [http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2)Reference 4: <http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2> + Details Name: us-gaap AmortizationOfIntangibleAssets Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionUseful life of finite-lived intangible assets, in 'PnYnMnDnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: us-gaap FiniteLivedIntangibleAssetUsefulLife Namespace Prefix: us-gaap Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year. + ReferencesReference 1: <http://www.xbrli.org/2009/role/commonPracticeRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2> + Details Name: us-gaap FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - 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.xbrli.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40>Reference 2: [http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(d\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2)Reference 4: <http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1>Reference 5: [http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2)Reference 6: [http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3)Reference 7: <http://www.xbrli.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>Reference 8: <http://www.xbrli.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5> + Details Name: us-gaap FiniteLivedIntangibleAssetsLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt RangeAxis=srt MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 63 R52.htm IDEA: XBRL DOCUMENT v3.24.2.u1 GOODWILL AND OTHER INTANGIBLE ASSETS - Intangible Assets Rollforward (Details) - USD (\$) \$ in Millions Jun. 30, 2024 Dec. 31, 2023 Finite-Lived Intangible Assets [Line Items] 31 Accumulated Amortization \$ (538) 31 Intangible Assets, Net (Excluding Goodwill) [Abstract] 31 Amount 3,544 2,018 Accumulated Amortization (538) (490) Net Carrying Amount 3,066 1,528 Trademarks and trade names 31 Acquired Indefinite-Lived Intangible Assets [Line Items] 31 Indefinite-lived trademarks and trade names 1,228 992 Customer relationships 31 Finite-Lived Intangible Assets [Line Items] 31 Gross Carrying Amount 1,797 614 Accumulated Amortization (314) (283) Net Carrying Amount 1,483 331 Intangible Assets, Net (Excluding Goodwill) [Abstract] 31 Accumulated Amortization (314) (283) Technology 31 Finite-Lived Intangible Assets [Line Items] 31 Gross Carrying Amount 436 326 Accumulated Amortization (221) (203) Net Carrying Amount 215 123 Intangible Assets, Net (Excluding Goodwill) [Abstract] 31 Accumulated Amortization (221) (203) Trademarks and trade names 31 Finite-Lived Intangible Assets [Line Items] 31 Gross Carrying Amount 31 12 Accumulated Amortization (2) (2) Net Carrying Amount 29 10 Intangible Assets, Net (Excluding Goodwill) [Abstract] 31 Accumulated Amortization (2) (2) Other 31 Finite-Lived Intangible Assets [Line Items] 31 Gross Carrying Amount 52 74 Accumulated Amortization (1) (2) Net Carrying Amount 51 72 Intangible Assets, Net (Excluding Goodwill) [Abstract] 31 Accumulated Amortization \$ (1) \$ (2) 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.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1) + Details Name: us-gaap AcquiredIndefiniteLivedIntangibleAssetsLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: <http://www.xbrli.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40>Reference 2: <http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section 545 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-545-1>Reference 3: [http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2)Reference 4: [http://www.xbrli.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph \(SX 210.5-02\(16\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1](http://www.xbrli.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210.5-02(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1) + Details Name: us-gaap FiniteLivedIntangibleAssetsAccumulatedAmortization Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: <http://www.xbrli.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40>Reference 2: <http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section 545 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-545-1>Reference 3: [http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2)Reference 4: <http://www.xbrli.org/2003/role/disclosureRef -Topic 928 -SubTopic 340 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478859/928-340-50-1> + Details Name: us-gaap FiniteLivedIntangibleAssetsGross Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - 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.xbrli.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40>Reference 2: [http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2)Reference 3: <http://www.xbrli.org/2003/role/disclosureRef -Topic 928 -SubTopic 340 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478859/928-340-50-1> + Details Name: us-gaap FiniteLivedIntangibleAssetsGross Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - 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.xbrli.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40>Reference 2: [http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2](http://www.xbrli.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2)Reference 3: <http://www.xbrli.org/2003/role/disclosureRef -Topic 928 -SubTopic 340 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478859/928-340-50-1> + Details Name: us-gaap FiniteLivedIntangibleAssetsGross Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - 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:

Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3Reference 7: 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 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsLineItems Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionAmount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsNet Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount of assets, excluding financial assets and goodwill, lacking physical substance and having a projected indefinite period of benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section 545 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-545-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2 + Details Name: us-gaap_IndefiniteLivedIntangibleAssetsExcludingGoodwill Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount before accumulated amortization of intangible assets, excluding goodwill. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1 + Details Name: us-gaap_IntangibleAssetsGrossExcludingGoodwill Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwillAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - Details Name: us-gaap_IndefiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_TradeMarksAndTradeNamesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_CustomerRelationshipsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=oc_TechnologyMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_TradeMarksMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_OtherIntangibleAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: XML 64 R53.htm IDEA: XBRL DOCUMENT v3.24.2.u1 GOODWILL AND OTHER INTANGIBLE ASSETS - Impaired Intangible Assets (Details) - USD (\$) \$ in Millions Jun. 30, 2024 Dec. 31, 2023 Schedule Of Intangible Assets By Major Class [Line Items] Á Á Intangible assets, net \$ 3,006 \$ 1,528 European building and technical insulation trade name Á Á Schedule Of Intangible Assets By Major Class [Line Items] Á Á Intangible assets, net 87 Á Global cellular glass insulation trademark Á Á Schedule Of Intangible Assets By Major Class [Line Items] Á Á Intangible assets, net \$ 80 Á X - DefinitionSchedule Of Intangible Assets By Major Class [Line Items] + ReferencesNo definition available. + Details Name: oc_ScheduleOfIntangibleAssetsByMajorClassLineItems Namespace Prefix: oc_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - Details Name: oc_IntangibleAssetsByMajorClassAxis=oc_EuropeanBuildingAndTechnicalInsulationTradeNameMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: oc_IntangibleAssetsByMajorClassAxis=oc_GlobalCellularGlassInsulationTrademarkMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: XML 65 R54.htm IDEA: XBRL DOCUMENT v3.24.2.u1 GOODWILL AND OTHER INTANGIBLE ASSETS - Amortization Expense (Details) \$ in Millions Jun. 30, 2024 USD (\$) Goodwill and Intangible Assets Disclosure [Abstract] Á 2025 \$ 163 2026 149 2027 140 2028 139 2029 \$ 123 X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in fifth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFive Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in 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/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFour Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration XML 66 R55.htm IDEA: XBRL DOCUMENT v3.24.2.u1 PROPERTY, PLANT AND EQUIPMENT (Details) - USD (\$) \$ in Millions Jun. 30, 2024 Dec. 31, 2023 Property Plant And Equipment [Line Items] Á Á Property plant and equipment, gross \$ 8,434 \$ 7,498 Accumulated depreciation (3,794) (3,657) Property, plant and equipment, net \$ 4,640 \$ 3,841 Precious metals depletion percentage 8.00% 10.00% Precious metal percent of depreciation expense 2.00% Á Land Á Á Property Plant And Equipment [Line Items] Á Á Property plant and equipment, gross \$ 222 \$ 168 Buildings and leasehold improvements Á Á Property Plant And Equipment [Line Items] Á Á Property plant and equipment, gross 1,509 1,263 Machinery and equipment Á Á Property Plant And Equipment [Line Items] Á Á Property plant and equipment, gross 6,183 5,402 Construction in progress Á Á Property Plant And Equipment [Line Items] Á Á Property plant and equipment, gross \$ 520 \$ 665 X - DefinitionDepletion presented as a percentage of the outstanding carrying value of the precious metals in which it relates. Precious metals are used in the production tooling process. + ReferencesNo definition available. + Details Name: oc_PreciousMetalsDepletionPercentage Namespace Prefix: oc_Data Type: dtr-types1:percentItem Type Balance Type: na Period Type: instant X - Definitionprecious metal percent of depreciation expense + ReferencesNo definition available. + Details Name: oc_Preciousmetalpercentofdepreciationexpense Namespace Prefix: oc_Data Type: dtr-types1:percentItem Type Balance Type: na Period Type: instant 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 599 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-599-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210.5-02(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1Reference 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:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionAmount before accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-599-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210.5-02(13)) -Publisher FASB -URI https://asc.fasb.org/1943274/21474780566/210-10-599-1Reference 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:monetaryItem Type 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:stringItem Type 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 599 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-599-1Reference 5: http://www.xbrl.org/1943274/2147478777/944-210-599-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_

Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap PropertyPlantAndEquipmentByTypeAxis=us-gaap LandMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap PropertyPlantAndEquipmentByTypeAxis=oc BuildingsAndLeaseholdImprovementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap PropertyPlantAndEquipmentByTypeAxis=us-gaap MachineryAndEquipmentMember 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 67 R56.htm IDFA: XBRL DOCUMENT v3.24.2.u1 ACQUISITIONS - Narrative (Details) - USD (\$) \$ / shares in Units, shares in Thousands, \$ in Millions 2 Months Ended 3 Months Ended 6 Months Ended May 15, 2024 Jun. 30, 2024 Jun. 30, 2024 Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Apr. 15, 2024 Feb. 08, 2024 Dec. 31, 2023 Business Acquisition [Line Items] Á Á Á Á Á Á Á Á Á Á Common stock, outstanding (in shares) Á 86,900 86,900 Á 86,900 Á Á Á 87,200 Goodwill Á \$ 2,683 \$ 2,683 Á \$ 2,683 Á Á Á \$ 1,392 Net sales Á Á (2,789) \$ (2,563) (5,089) \$ (4,894) Á Á Á Increase (decrease) in net earnings Á Á 286 344 \$ 584 726 Á Á Á 5.375% senior notes, net of discount and financing fees, due 2028 Á Á Á Á Á Á Á Business Acquisition [Line Items] Á Á Á Á Á Á Á Á Á Á Long-term debt, percentage rate Á 5.375% 5.375% Á Á Á Masonite Á Á Á Á Á Á Á Business Acquisition [Line Items] Á Á Á Á Á Á Á Á Á Á Purchase price (in dollars per share) \$ 133.00 Á Á Á Á Á Á Á \$ 133.00 Á Percentage of voting rights to be acquired 100.00% Á Á Á Á Á Á Á Á Á Á Business combination, consideration transferred \$ 3,186 Á Á Á Á Á Á Á Debt proceeds \$ 2,800 Á Á Á Á Á Á Á Revenue Á 311 Á Á Á Á Á Á Á Net earnings Á \$ 25 Á Á Á Á Á Á Á Acquisition related costs Á Á \$ 29 Á \$ 47 Á Á Á Á Price per share (in dollars per share) \$ 133.00 Á Á Á Á Á Á Á Goodwill \$ 1,308 Á Á Á Á Á Á Á Receivables, net 330 Á Á Á Á Á Á Á Gross accounts receivable 331 Á Á Á Á Á Á Á Uncollectible accounts receivable 1 Á Á Á Á Á Á Á Fair value of inventory stepped up 18 Á Á Á Á Á Á Á Property, plant and equipment, net 861 Á Á Á Á Á Á Á Intangible assets \$ 1,579 Á Á Á Á Á Á Á Masonite | Dominance Industries, Inc. Á Á Á Á Á Á Á Á Á Á Business Acquisition [Line Items] Á Á Á Á Á Á Á Á Á Á Percentage of voting rights to be acquired 45.00% Á Á Á Á Á Á Á Masonite | Vanair Design Inc. Á Á Á Á Á Á Á Á Á Á Business Acquisition [Line Items] Á Á Á Á Á Á Á Á Á Á Percentage of voting rights to be acquired 30.00% Á Á Á Á Á Á Á Masonite | Sacopan Inc. Á Á Á Á Á Á Á Á Á Á Business Acquisition [Line Items] Á Á Á Á Á Á Á Á Á Á Percentage of voting rights to be acquired 25.00% Á Á Á Á Á Á Á Masonite | Magna Foremost SDN BHD Á Á Á Á Á Á Á Á Á Á Business Acquisition [Line Items] Á Á Á Á Á Á Á Á Á Á Percentage of voting rights to be acquired 50.00% Á Á Á Á Á Á Á Masonite | Masonite Á Á Á Á Á Á Á Business Acquisition [Line Items] Á Á Á Á Á Á Á Á Á Á Common stock, outstanding (in shares) 22,070 Á Á Á Á Á Á Á Masonite | 5.375% senior notes, net of discount and financing fees, due 2028 Á Á Á Á Á Á Á Business Acquisition [Line Items] Á Á Á Á Á Á Á Á Á Á Percentage of long-term debt tendered Á Á Á Á Á Á Á 94.25% Á Á Á Long-term debt, percentage rate Á Á Á Á Á Á Á 5.375% Á Á Á Masonite | Adjustment, Removal Of Sales Of Architectural Segment Á Á Á Á Á Á Á Business Acquisition [Line Items] Á Á Á Á Á Á Á Á Á Á Net sales Á 41 92 119 185 Á Á Á Masonite | Adjustment, Transaction Costs Incurred By Acquiree Á Á Á Á Á Á Á Business Acquisition [Line Items] Á Á Á Á Á Á Á Á Á Á Increase (decrease) in net earnings Á 56 Á Á Á Á Á Á Á Masonite | Adjustment, Transaction Costs Incurred By Acquirer Á Á Á Á Á Á Á Business Acquisition [Line Items] Á Á Á Á Á Á Á Á Á Á Increase (decrease) in net earnings Á 29 Á 47 Á Á Á Á Á Á Á Masonite | Adjustment, Tax Impacts Of Proforma Adjustments Á Á Á Á Á Á Á Á Á Á Business Acquisition [Line Items] Á Á Á Á Á Á Á Á Á Á Increase (decrease) in net earnings Á (98) \$ 13 \$ (89) \$ 45 Á Á Á Á Á X - DefinitionBusiness Acquisition, Percentage Of Long-Term Debt Tendered + ReferencesNo definition available. + Details Name: oc BusinessAcquisitionPercentageOfLongTermDebtTendered Namespace Prefix: oc Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionBusiness Combination, Inventory Step-up, Fair Value + ReferencesNo definition available. + Details Name: oc BusinessCombinationInventoryStepUpFairValue Namespace Prefix: oc Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionBusiness Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Accounts Receivable, Allowance For Credit Loss, Current + ReferencesNo definition available. + Details Name: oc BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedAccountsReceivableAllowanceForCreditLossCurrent Namespace Prefix: oc Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionBusiness Combination, Recognized Identifiable Assets Acquired And Liabilities Assumed, Current Assets, Receivables, Gross + ReferencesNo definition available. + Details Name: oc BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentAssetsReceivablesGross Namespace Prefix: oc 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 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 - DefinitionAmount of revenue recognized from goods sold, services rendered, insurance premiums, or other activities that constitute an earning process. Includes, but is not limited to, investment and interest income before deduction of interest expense when recognized as a component of revenue, and sales and trading gain (loss). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 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 (b) -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 (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: 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 8: 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 9: 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 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

xbrli:sharesItem Type Balance Type: na Period Type: duration X - Definition Equity Issued In Business Combination, Fair Value Disclosure For Outstanding Equity Awards + ReferencesNo definition available. + Details Name: oc_EquityIssuedInBusinessCombinationFairValueDisclosureForOutstandingEquityAwards Namespace Prefix: oc_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - Definition Equity Issued In Business Combination, Post-Transaction Compensation Expense + ReferencesNo definition available. + Details Name: oc_EquityIssuedInBusinessCombinationPostTransactionCompensationExpense Namespace Prefix: oc_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionNumber of shares of equity interests issued or issuable to acquire entity. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 805 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(4) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479581/805-30-50-1> + Details Name: us-gaap_BusinessAcquisitionEquityInterestsIssuedOrIssuableNumberOfSharesIssued Namespace Prefix: us-gaap_Data Type: xbrli:sharesItem Type 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.xbrli.org/2003/role/disclosureRef> -Topic 805 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-5> + Details Name: us-gaap_BusinessAcquisitionLineItems Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionFair value of equity issued in a business combination. + ReferencesReference 1: <http://www.xbrli.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_EquityIssuedInBusinessCombinationFairValueDisclosure Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - Details Name: us-gaap_BusinessAcquisitionAxis=oc_MasoniteInternationalCorporationMasoniteMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 70 R59.htm IDEA: XBRL DOCUMENT v3.24.2.u1 ACQUISITIONS - Preliminary Acquisition Date Fair Value of Net Intangible Assets Acquired, Net Of Liabilities Assumed (Details) - USD (\$ (\$ in Millions May 15, 2024 Jun. 30, 2024 Dec. 31, 2023 Business Acquisition [Line Items] A A Goodwill A \$ 2,683 A 1,392 Masonite A A Business Acquisition [Line Items] A A Cash and cash equivalents \$ 282 A A Receivables, net 330 A A Inventories 379 A A Other current assets 82 A A Property, plant and equipment, net 861 A A Operating lease right-of-use assets 253 A A Intangible assets 1,579 A A Deferred income taxes 14 A A Other non-current assets 91 A A Total assets 3,871 A A Accounts payable 196 A A Current operating lease liabilities 28 A A Other current liabilities 187 A A Long-term debt 867 A A Non-current operating lease liabilities 235 A A Deferred income taxes 413 A A Other non-current liabilities 32 A A Net assets acquired 1,913 A A Non-controlling interest (35) A A Goodwill 1,308 A A Total net assets acquired 3,186 A A Masonite | Trademarks and trade names (indefinite-lived) A A Business Acquisition [Line Items] A A Intangible assets 240 A A Masonite | Customer relationships A A Business Acquisition [Line Items] A A Intangible assets \$ 1,192 A A Masonite | Customer relationships | Minimum A A Business Acquisition [Line Items] A A Estimated Useful Life (in years) 10 years A A Masonite | Customer relationships | Maximum A A Business Acquisition [Line Items] A A Estimated Useful Life (in years) 21 years A A Masonite | Technology A A Business Acquisition [Line Items] A A Intangible assets \$ 128 A A Estimated Useful Life (in years) 5 years A A Masonite | Trademarks and trade names (indefinite-lived) A A Business Acquisition [Line Items] A A Intangible assets \$ 19 A A Estimated Useful Life (in years) 10 years A A X - DefinitionBusiness Combination, Recognized Identifiable Assets Acquired And Liabilities Assumed, Lease Obligation, Current + ReferencesNo definition available. + Details Name: oc_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedLeaseObligationCurrent Namespace Prefix: oc_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionBusiness Combination, Recognized Identifiable Assets Acquired And Liabilities Assumed, Lease Obligation, Noncurrent + ReferencesNo definition available. + Details Name: oc_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedLeaseObligationNoncurrent Namespace Prefix: oc_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionBusiness Combination, Recognized Identifiable Assets Acquired And Liabilities Assumed, Operating Lease, Right-of-Use Asset + ReferencesNo definition available. + Details Name: oc_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedOperatingLeaseRightOfUseAsset Namespace Prefix: oc_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionWeighted average amortization period of finite-lived intangible assets acquired either individually or as part of a group of assets, in 'PnYnMndTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: <http://www.xbrli.org/2003/role/disclosureRef> -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482665/350-30-50-1>Reference 2: <http://www.xbrli.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_AcquiredFiniteLivedIntangibleAssetsWeightedAverageUsefulLife Namespace Prefix: us-gaap_Data Type: xbrli:durationItem Type 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.xbrli.org/2003/role/disclosureRef> -Topic 805 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-5> + Details Name: us-gaap_BusinessAcquisitionLineItems Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionThis element represents the fair value of the noncontrolling interest in the acquiree at the acquisition date. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (e)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationAcquisitionOfLessThan100PercentNoncontrollingInterestFairValue Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionAmount of assets acquired at the acquisition date. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedAssets Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions, acquired at the acquisition date. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCashAndEquivalents Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount of other assets expected to be realized or consumed before one year or the normal operating cycle, if longer, acquired at the acquisition date. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentAssetsOther Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount due from customers or clients for goods or services, including trade receivables, that have been delivered or sold in the normal course of business, and amounts due from others, including related parties expected to be converted to cash, sold or exchanged within one year or the normal operating cycle, if longer, acquired at the acquisition date. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentAssetsReceivables Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount of liabilities incurred for goods and services received that are used in an entity's business and related party payables, assumed at the acquisition date. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentLiabilitiesAccountsPayable Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionAmount of other liabilities due within one year or within the normal operating cycle, if longer, assumed at the acquisition date. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentLiabilitiesOther Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionAmount of deferred tax asset attributable to deductible temporary differences and carryforwards acquired at the acquisition date. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedDeferredTaxLiabilities Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionThe amount of identifiable intangible assets recognized as of the acquisition date. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 55 -Paragraph 37 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479303/805-10-55-37>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedDeferredTaxLiabilities Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionThe amount of inventory recognized as of the acquisition date. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479303/805-10-55-37>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedInventory Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount recognized as of the acquisition date for the identifiable assets acquired in excess of (less than) the aggregate liabilities assumed. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 55 -Paragraph 37 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479303/805-10-55-37>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedNet Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount of long-term debt due after one year or the normal operating cycle, if longer, assumed at the acquisition date. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedNoncurrentLiabilitiesLongTermDebt Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionAmount of other liabilities due after one year or the normal operating cycle, if longer, assumed at the acquisition date. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedNoncurrentLiabilitiesOther Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionThe amount of property, plant, and equipment recognized as of the acquisition date. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 55 -Paragraph 37 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479303/805-10-55-37>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedOtherNoncurrentAssets Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionThe amount of goodwill, in excess of (less than) the aggregate liabilities assumed, less the noncontrolling interest in the acquiree. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479907/805-20-50-1> + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredGoodwillAndLiabilitiesAssumedLessNoncontrollingInterest Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: <http://www.xbrli.org/2003/role/exampleRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482785/280-10-55-49>Reference 2: <http://www.xbrli.org/2003/role/exampleRef> -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482548/350-20-55-24>Reference 3: <http://www.xbrli.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/1943274/2147482078/820-10-55-100>Reference 4: <http://www.xbrli.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>Reference 5: <http://www.xbrli.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-S99-1>Reference 6: <http://www.xbrli.org/2003/role/disclosureRef> -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482598/350-20-45-1>Reference 7:

http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_BusinessAcquisitionAxis=oc_MasoniteInternationalCorporationMasoniteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IndefiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_TrademarksAndTradeNamesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_CustomerRelationshipsMember 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_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_TechnologyBasedIntangibleAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_TrademarksAndTradeNamesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 71 R60.htm IDEA: XBRL DOCUMENT v3.24.2.u1 ACQUISITIONS - Pro Forma Financial Information (Details) - Masonite - USD (\$) in Millions 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2024 Jun. 30, 2024 Business Acquisition [Line Items] A A A Net sales \$ 3,099 \$ 3,213 \$ 5,989 \$ 6,177 Net earnings \$ 335 \$ 356 \$ 684 \$ 656 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 805 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-5 + Details Name: us-gaap_BusinessAcquisitionLineItems Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe pro forma net Income or Loss for the period as if the business combination or combinations had been completed at the beginning of a period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2 + Details Name: us-gaap_BusinessAcquisitionsProFormaNetIncomeLoss Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe pro forma revenue for a period as if the business combination or combinations had been completed at the beginning of the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2 + Details Name: us-gaap_BusinessAcquisitionsProFormaRevenue Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_BusinessAcquisitionAxis=oc_MasoniteInternationalCorporationMasoniteMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 72 R61.htm IDEA: XBRL DOCUMENT v3.24.2.u1 DIVESTITURES (Details) - USD (\$) in Millions 3 Months Ended 12 Months Ended Mar. 03, 2023 Mar. 31, 2023 Sep. 30, 2021 Dec. 31, 2022 CALIFORNIA | Santa Clara Insulation Site A A A Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] A A A Proceeds from divestiture of business \$ 234 A A A Non-refundable deposit A A A \$ 50 A A A Gain on sale A A A \$ 189 A A A Disposal Group, Held-for-sale, Not Discontinued Operations | Chambrey, France Manufacturing Assets A A A Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] A A A Pre-tax charge A A A \$ 30 X - DefinitionGain (Loss) On Divestiture Of Site + ReferencesNo definition available. + Details Name: oc_GainLossOnDivestitureOfSite Namespace Prefix: oc_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionProceeds From Divestiture Of Business, Non-Refundable Deposit + ReferencesNo definition available. + Details Name: oc_ProceedsFromDivestitureOfBusinessNonRefundableDeposit Namespace Prefix: oc_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount before tax of gain (loss) recognized on the sale or disposal of a disposal group. Excludes discontinued operations. + 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/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-5 + Details Name: us-gaap_DisposalGroupNotDiscontinuedOperationGainLossOnDisposal Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsLineItems Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe cash inflow associated with the amount received from the sale of a portion of the company's business, for example a segment, division, branch or other business, during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 12 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_ProceedsFromDivestitureOfBusinesses Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: srt_StatementGeographicalAxis=sptr_CA Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=oc_SantaClaraInsulationSiteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DisposalGroupClassificationAxis=us-gaap_DisposalGroupHeldforsaleNotDiscontinuedOperationsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=oc_ChambreyFranceManufacturingAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 73 R62.htm IDEA: XBRL DOCUMENT v3.24.2.u1 WARRANTIES (Details) - USD (\$) in Millions 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Movement In Standard And Extended Product Warranty Increase Decrease Roll Forward A A A Product warranty accrual, beginning balance \$ 97 \$ 88 Amounts accrued for current year 10 11 Acquired obligations 4 0 Settlements of warranty claims (11) (6) Product warranty accrual, ending balance \$ 100 \$ 93 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_MovementInStandardAndExtendedProductWarrantyIncreaseDecreaseRollForward Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionCarrying value as of the balance sheet date of obligations incurred through that date and payable for estimated claims under standard and extended warranty protection rights granted to customers. + 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(15)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (c)(5) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8 + Details Name: us-gaap_ProductWarrantyAccrual Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of decrease in the standard and extended product warranty accrual from payments made in cash or in kind to satisfy claims under the terms of the standard and extended product warranty. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8 + Details Name: us-gaap_ProductWarrantyAccrualPayments Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase in the standard and extended product warranty accrual from warranties issued. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8 + Details Name: us-gaap_ProductWarrantyAccrualWarrantiesIssued Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase in the standard product warranty accrual from a business acquisition. Excludes extended product warranties. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8 + Details Name: us-gaap_StandardProductWarrantyAccrualAdditionsFromBusinessAcquisition Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 74 R63.htm IDEA: XBRL DOCUMENT v3.24.2.u1 RESTRUCTURING, ACQUISITION AND DIVESTITURE-RELATED COSTS (Details) - USD (\$) in Millions 3 Months Ended 6 Months Ended 12 Months Ended Mar. 03, 2023 Jun. 30, 2024 Jun. 30, 2023 Sep. 30, 2021 Jun. 30, 2024 Jun. 30, 2023 Dec. 31, 2022 Dec. 31, 2023 May 31, 2023 Mar. 31, 2023 Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A A A \$ (97) A A A \$ (129) A A A A Revenues A (2,789) (2,563) A (5,089) (4,894) A A A Masonite A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Acquisition related costs A 29 A 47 A A A A Masonite | Adjustment, Removal Of Sales Of Architectural Segment A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Revenues A 41 92 A 119 185 A A A Disposal Group, Held-for-sale, Not Discontinued Operations | Chambrey, France Manufacturing Assets A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A A Pre-tax charge A A A A A A \$ 30 A A A Santa Clara Insulation Site | CALIFORNIA A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A A Proceeds from divestiture of business \$ 234 A A A A A A Non-refundable deposit A A A \$ 50 A A A A A Protective Packaging Exit A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A A A (4) (29) A A A Restructuring reserve A 0 12 A 0 12 A 0 \$ 1 A A A Payments A A A (3) 0 A A A Accelerated depreciation and other non-cash items A A A (2) (17) A A A Cumulative charges incurred A 82 29 A 82 29 A A A Wabash, Indiana Facility Closure A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A A A 0 (15) A A A Restructuring reserve A 0 3 A 0 3 A 0 A A Payments A A A (3) 0 A A A Accelerated depreciation and other non-cash items A A A 0 (12) A A A Cumulative charges incurred A 33 15 A 33 15 A A A European Operating Structure Optimization A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring cost, expected cost A A A A A A \$ 20 Severance costs A A A 3 A A A A Restructuring costs A A A (3) (12) A A A Restructuring reserve A 6 10 A 6 10 0 6 A A A Payments A A A (3) (2) A A A Accelerated depreciation and other non-cash items A A A 0 0 A A A Cumulative charges incurred A 15 12 A 15 12 A A A Composites Strategic Realignment Actions A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A A A (3) A A A Restructuring reserve A 1 A A 1 1 A A A Payments A A A (3) A A A Accelerated depreciation and other non-cash items A A A 0 A A A Cumulative charges incurred A 12 A 12 A A A Roofing Restructuring Actions A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A A A (1) A A A Restructuring reserve A 0 A A 0 0 A A A Payments A A A (1) A A A Accelerated depreciation and other non-cash items A A A 0 A A A Cumulative charges incurred A 9 A 9 A A A Santa Clara Insulation Site A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A A A (5) A A A Restructuring reserve A 0 A A 0 7 A A A Payments A A A (11) A A A Accelerated depreciation and other non-cash items A A A (1) A A A Cumulative charges incurred A 65 A A 65 A A A Global Composites Restructuring A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A A A (13) A A A Restructuring reserve A 15 A A 15 A A A Payments A A A (3) A A A Accelerated depreciation and other non-cash items A A A (7) A A A Cumulative charges incurred A 29 A A 29 A A A Acquisition-related Restructuring A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A A A (41) A A A Restructuring reserve A 3 A A 3 A 0 A A Payments A A A (17) A A A Accelerated depreciation and other non-cash items A A A (21) A A A Cumulative charges incurred A 41 A A 41 A A A Accelerated depreciation | Protective Packaging Exit | Minimum A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A A A (3) (22) A A A Accelerated depreciation | Protective Packaging Exit | Maximum A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring cost, expected cost A A A A A A \$ 70 A A A Accelerated depreciation | Protective Packaging Exit | Minimum A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring cost, expected cost A A A A A A \$ 75 A A A Accelerated depreciation | Global Composites Restructuring A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A A A (7) A A A Accelerated depreciation | Global Composites Restructuring | Minimum A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring cost, expected cost A A A A A A \$ 15 A A A Employee Severance And Other Exit Costs | Protective Packaging Exit A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring cost, expected cost A A A A A A \$ 15 A A A Employee Severance And Other Exit Costs | Global Composites Restructuring A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A A A (6) A A A Employee Severance And Other Exit Costs | Global Composites Restructuring | Minimum A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring cost, expected cost A A A A A A \$ 20 A A A Employee Severance And Other Exit Costs | Global Composites Restructuring | Maximum A A A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring cost, expected cost A A A A A A \$ 30 A A A Other exit costs | Cost of sales A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A (2) (1) A (5) (8) A A A Other exit costs | Marketing and administrative expenses A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A (1) (1) A (1) (1) A A A Other exit costs | Other expense, net A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A 0 0 A 0 (1) A A A Other exit costs | Protective Packaging Exit A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A A A (4) A A A Severance A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring reserve A 24 A A 24 A A A Severance | Other expense, net A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A (41) (16) A (48) (25) A A A Severance | Acquisition-related Restructuring A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A A A (20) A A A Employee Severance, Noncurrent A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring reserve A 3 A A 3 A A A Employee Severance, Current A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring reserve A 21 A A 21 A A A Acquisition-related transaction costs A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Acquisition related costs A 29 0 A 47 0 A A A Acquisition-related transaction costs | Masonite A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Acquisition related costs A A A 47 A A A Acquisition-related transaction costs | Other expense, net A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A Restructuring costs A (29) 0 A (47) 0 A A A Acquisition-related integration costs A A A A A A A

Restructuring Cost and Reserve [Line Items] A A A A A A A A A A Acquisition related costs A 21 O A 21 O A A A Acquisition-related integration costs | Masonite A A A A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A A A A A Acquisition related costs A A A A 21 A A A Acquisition-related integration costs | Other expense, net A A A A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A A A A A Restructuring costs A (21) O A (21) O A A A Gain on sale of Santa Clara, California site | Gain on sale of site A A A A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A A A A A Restructuring costs A O O A 0 189 A A A Accelerated amortization | Other expense, net A A A A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A A A A A Restructuring costs A \$ (7) A 0 \$ (7) A A A Accelerated Vesting Of Equity Awards | Acquisition-related Restructuring A A A A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A A A A A Restructuring costs A A A A A \$ (21) A A A A Employee Severance And Accelerated Depreciation | Wabash, Indiana Facility Closure A A A A A A A A A A Restructuring Cost and Reserve [Line Items] A A A A A A A A A A Restructuring cost, expected cost A A A A A A \$ 30 A A X - DefinitionProceeds From Divestiture Of Business, Non-Refundable Deposit + ReferencesNo definition available. + Details Name: oc ProceedsFromDivestitureOfBusinessNonRefundableDeposit Namespace Prefix: oc Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRestructuring Reserve, Accelerated Depreciation And Other Non-Cash Items + ReferencesNo definition available. + Details Name: oc RestructuringReserveAcceleratedDepreciationAndOtherNonCashItems Namespace Prefix: oc Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThis element represents acquisition-related costs incurred to effect a business combination which costs have been expensed during the period. Such costs include finder's fees; advisory, legal, accounting, valuation, and other professional or consulting fees; general administrative costs, including the costs of maintaining an internal acquisitions department; and may include costs of registering and issuing debt and equity securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 25 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479405/805-10-25-23 + Details Name: us-gaap BusinessCombinationAcquisitionRelatedCosts Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount before tax of gain (loss) recognized on the sale or disposal of a disposal group. Excludes discontinued operations. + 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/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-5 + Details Name: us-gaap DisposalGroupNotDiscontinuedOperationGainLossOnDisposal Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash payments made as the result of exit or disposal activities. Excludes payments associated with a discontinued operation or an asset retirement obligation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-17 + Details Name: us-gaap PaymentsForRestructuring Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash inflow associated with the amount received from the sale of a portion of the company's business, for example a segment, division, branch or other business, during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 12 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap ProceedsFromDivestitureOfBusinesses Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of costs incurred to date for the specified restructuring cost. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap RestructuringAndRelatedCostCostIncurredToDate1 Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount expected to be recognized in earnings for the specified restructuring cost. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap RestructuringAndRelatedCostExpectedCost1 Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap RestructuringCostAndReserveLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after cash payment, of expenses associated with exit or disposal activities pursuant to an authorized plan. Excludes expenses related to a discontinued operation or an asset retirement obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-45-28 + Details Name: us-gaap RestructuringCosts Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionCarrying amount (including both current and noncurrent portions of the accrual) as of the balance sheet date pertaining to a specified type of cost associated with exit from or disposal of business activities or restructuring pursuant to a duly authorized plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap RestructuringReserve Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of revenue recognized from goods sold, services rendered, insurance premiums, or other activities that constitute an earning process. Includes, but is not limited to, investment and interest income before deduction of interest expense when recognized as a component of revenue, and sales and trading gain (loss). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 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

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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 -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (f) -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 (h) -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 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 17: 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/1943274/2147481139/470-20-50-1BReference 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/1943274/2147481139/470-20-50-1BReference 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/1943274/2147481139/470-20-50-1BReference 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/1943274/2147481139/470-20-50-1BReference 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/1943274/2147481139/470-20-50-1BReference 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/1943274/2147481139/470-20-50-1BReference 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/1943274/2147481139/470-20-50-1BReference 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/1943274/2147481139/470-20-50-1BReference 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/1943274/2147481139/470-20-50-1BReference 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 - DefinitionThe total amount of the contingent obligation under letters of credit outstanding as of the reporting date. + ReferencesNo definition available. + Details Name: us-gaap_LettersOfCreditOutstandingAmount Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant 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 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 - DefinitionAmount of current borrowing capacity under the credit facility considering any current restrictions on the amount that could be borrowed (for example, borrowings may be limited by the amount of current assets), but without considering any 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_LineOfCreditFacilityCurrentBorrowingCapacity 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 - Details Name: us-gaap_LongtermDebtTypeAxis=oc_SeniorRevolvingCreditFacilityBMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=oc_LetterOfCreditUnderReceivablesPurchaseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=oc_A364DayCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 77 R66.htm IDEA: XBRL DOCUMENT V.24.2.u1 PENSION PLANS AND OTHER POSTRETIREMENT BENEFITS (Details) - USD (\$) \$ in Millions 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Dec. 31, 2024 Defined Benefit Plan, Estimated Future Benefit Payments [Abstract] Å Å Å Contributions by employer Å Å Å Pension Plan Å Å Å Defined Benefit Plan, Net Periodic Benefit Cost (Credit) [Abstract] Å Å Å Service cost \$ 2 \$ 1 \$ 3 \$ 3 Å Interest cost 8 12 16 24 Å Expected return on plan assets (10) (13) (19) (27) Å Amortization of actuarial gain 1 2 3 4 Å Net periodic postretirement benefit income 1 2 3 4 Å Other Postretirement Benefits Plan Å Å Å Defined Benefit Plan, Net Periodic Benefit Cost (Credit) [Abstract] Å Å Å Service cost 0 0 0 0 Å Interest cost 2 2 3 3 Å Amortization of actuarial gain (3) (2) (4) (4) Å Net periodic postretirement benefit income (1) 0 (1) (1) Å U.S. | Pension Plan Å Å Å Defined Benefit Plan, Net Periodic Benefit Cost (Credit) [Abstract] Å Å Å Å Service cost 1 0 1 1 Å Interest cost 4 8 9 16 Å Expected return on plan assets (6) (10) (12) (20) Å Amortization of actuarial gain 0 2 1 3 Å Net periodic postretirement benefit income (1) 0 (1) 0 Å Non-U.S. | Pension Plan Å Å Å Defined Benefit Plan, Net Periodic Benefit Cost (Credit) [Abstract] Å Å Å Å Service cost 1 1 2 2 Å Interest cost 4 4 7 8 Å Expected return on plan assets (4) (3) (7) (7) Å Amortization of actuarial gain 1 0 2 1 Å Net periodic postretirement benefit income \$ 2 \$ 2 \$ 4 \$ 4 Å Maximum | Scenario, Forecast | Non-U.S. Å Å Å Defined Benefit Plan, Estimated Future Benefit Payments [Abstract] Å Å Å Expected future employer contributions, current fiscal year Å Å Å \$ 20 X - DefinitionAmount of gain (loss) recognized in net periodic benefit (cost) credit of defined benefit plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480535/715-20-45-3AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-18Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-17Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1 + Details Name: us-gaap_DefinedBenefitPlanContributionsByEmployer Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DefinedBenefitPlanEstimatedFutureBenefitPaymentsAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of contributions received and expected to be received by defined benefit plan from employer in current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-18Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-6 + Details Name: us-gaap_DefinedBenefitPlanExpectedFutureEmployerContributionsCurrentFiscalYear Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of expected return (loss) recognized in net periodic benefit (cost) credit, calculated based on expected long-term rate of return and market-related value of plan assets of defined benefit plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480535/715-20-45-3AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-18Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-6 + Details Name: us-gaap_DefinedBenefitPlanExpectedReturnOnPlanAssets Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cost recognized for passage of time related to defined benefit plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480535/715-20-45-3AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-18Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-6 + Details Name: us-gaap_DefinedBenefitPlanInterestCost Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of net periodic benefit cost (credit) for defined benefit plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-17Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480535/715-20-45-3AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-18Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-6 + Details Name: us-gaap_DefinedBenefitPlanNetPeriodicBenefitCost Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DefinedBenefitPlanNetPeriodicBenefitCostAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cost for actuarial present value of benefits attributed to service rendered by employee for defined benefit plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 17 -Publisher FASB

-URI https://asc.fasb.org/1943274/2147480482/715-20-55-17Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-18Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-6 + Details Name: us-gaap_DefinedBenefitPlanServiceCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_RetirementPlanTypeAxis=us-gaap_PensionPlansDefinedBenefitMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RetirementPlanTypeAxis=us-gaap_OtherPostretirementBenefitPlansDefinedBenefitMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RetirementPlanSponsorLocationAxis=country US Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RetirementPlanSponsorLocationAxis=us-gaap_ForeignPlanMember 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: srt_StatementScenarioAxis=srt_ScenarioForecastMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 78 R67.htm IDEA: XBRL DOCUMENT v3.24.2.u1 CONTINGENT LIABILITIES AND OTHER MATTERS (Details) \$ in Millions 6 Months Ended Jun. 30, 2024 USD (\$) site Unusual or Infrequent Item, or Both [Line Items] Á Environmental liability sites | site 22 Environmental exit costs, accrual | \$ \$ 4 Environmental exit costs, accrual, current | \$ 2 Monetary sanctions | \$ \$ 1 Superfund Site Á Unusual or Infrequent Item, or Both [Line Items] Á Environmental liability sites | site 9 Owned or Formally Owned Sites Á Unusual or Infrequent Item, or Both [Line Items] Á Environmental liability sites | site 13 X - DefinitionEnvironmental Exit Costs, Costs Accrued to Date, Current + ReferencesNo definition available. + Details Name: oc_EnvironmentalExitCostsCostsAccruedToDateCurrent Namespace Prefix: oc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionNumber of sites where there is a continuing legal obligation to either complete remedial actions or contribute to the completion of remedial actions regarding environmental matters. + ReferencesNo definition available. + Details Name: oc_EnvironmentalLiabilitySites Namespace Prefix: oc_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionCarrying amount as of the balance sheet date of the liability for remediation, site restoration, postclosure, monitoring commitments, or other exit costs associated with the sale, disposal or abandonment of a particular property resulting from unanticipated contamination of the assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 5.Y.Q4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480102/450-20-S99-1 + Details Name: us-gaap_EnvironmentalExitCostsCostsAccruedToDate Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe amount of loss pertaining to the specified contingency that was charged against earnings in the period, including the effects of revisions in previously reported estimates. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-1 + Details Name: us-gaap_LossContingencyLossInPeriod 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_UnusualOrInfrequentItemLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_UnusualOrInfrequentItemAxis=oc_SuperfundSitesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_UnusualOrInfrequentItemAxis=oc_OwnerOrFormerlyOwnedSitesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 79 R68.htm IDEA: XBRL DOCUMENT v3.24.2.u1 STOCK COMPENSATION - Narrative (Details) \$ / shares in Units, \$ in Millions 3 Months Ended 6 Months Ended May 15, 2024 USD (\$) \$ / shares shares Jun. 30, 2024 USD (\$) shares Jun. 30, 2023 USD (\$) \$ / shares shares Jun. 30, 2023 USD (\$) \$ / shares Feb. 08, 2024 \$ / shares Apr. 16, 2020 shares Apr. 18, 2013 Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Á Á Á Á Á Á Allocated share based compensation expense (less than) Á \$ 39 \$ 14 \$ 53 \$ 27 Á Á Á Á Maximum employee subscription rate Á Á Á Á Á Á Á Á 85.00% Acquisition-related Restructuring Á Á Á Á Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Á Á Accelerated depreciation and other non-cash items Á Á Á Á \$ 21 Á Á Á Á Masonite Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Á Á Exchange ratio (in shares) (shares 0.7642 Á Á Á Á Á Á Á Á Purchase price (in dollars per share) | \$ / shares \$ 133.00 Á Á Á Á \$ 133.00 Á Á 10-day weighted average closing share price of Owens Corning common stock (in dollars per share) | \$ / shares \$ 174.03 Á Á Á Á Á Á Fair value of Owens Corning time vesting RSUs issued for Masonite outstanding equity awards \$ 85 Á Á Á Á Á Á Fair value of awards included in transaction consideration 35 Á Á Á Á Á Á Post-combination expense \$ 50 Á Á Á Á Á Á Internal Based Performance Metric Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Á Á Vesting period Á Á Á 3 years Á Á Á Grant date fair value of units granted | \$ / shares Á Á Á \$ 147.18 \$ 92.97 Á Á Á External Based Performance Metric Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Á Á Vesting period Á Á Á 3 years Á Á Á Options Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Employee emergence equity program expense 2 \$ 2 \$ 4 \$ 4 Á Á Á Restricted Stock Units (RSUs) Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Vesting period Á Á Á 2 years 21 days Á Á Á Á Granted, weighted average grant date fair value | \$ / shares Á Á Á \$ 154.82 Á Á Á Compensation cost not yet recognized Á \$ 80 Á \$ 80 Á Á Á Á Vested in period, fair value Á Á Á \$ 64 \$ 22 Á Á Á Restricted Stock Units (RSUs) | Masonite Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Number of shares available for grant | shares Á 600,000 Á 600,000 Á Á Á Vesting period Á Á Á 2 years Á Á Á Á Shares converted (in shares) | shares 300,000 Á Á Á Á Á Á Compensation cost not yet recognized Á \$ 26 Á \$ 26 Á Á Á Restricted Stock Units (RSUs) | Minimum Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Vesting period Á Á Á 3 years Á Á Á Restricted Stock Units (RSUs) | Maximum Á Á Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Vesting period Á Á Á 4 years Á Á Á Restricted Stock Units (RSUs), Converted Masonite Equity Awards Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Compensation cost not yet recognized Á 26 Á \$ 26 Á Á Á Restricted Stock Units (RSUs), Owens Corning Stock Plans Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Compensation cost not yet recognized Á 54 Á \$ 54 Á Á Á Á Performance Stock Units (PSUs) Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Vesting period Á Á Á 1 year 11 months 1 day Á Á Á Á Granted, weighted average grant date fair value | \$ / shares Á Á Á \$ 161.12 Á Á Á Compensation cost not yet recognized Á 24 Á \$ 24 Á Á Á Employee Stock Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Compensation cost not yet recognized Á \$ 3 Á \$ 3 Á Á Á Offering period (in months) Á Á Á 6 months Á Á Á Performance Restricted Stock Units ("PRSUs") | Masonite Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Vesting period Á Á Á 3 years Á Á Á Performance Restricted Stock Units ("PRSUs") | Masonite | Grant Tranche, One Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Percentage of shares granted 107.33% Á Á Á Á Á Á Performance Restricted Stock Units ("PRSUs") | Masonite | Grant Tranche, Two Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Percentage of shares granted 100.00% Á Á Á Á Á Á Performance Restricted Stock Units ("PRSUs") | Masonite | Grant Tranche, Three Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Percentage of shares granted 122.00% Á Á Á Á Á Á 2023 Stock Plan Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Number of shares available for grant | shares Á 3,000,000 Á 3,000,000 Á Á Á Internal Based Performance Metric Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Performance stock payout minimum Á Á Á 0 Á Á Á Performance stock payout range maximum Á Á Á 2 Á Á Á External Based Performance Metric Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Á Á Vesting period Á Á Á 3 years Á Á Á Performance stock payout minimum Á Á Á 0 Á Á Á Performance stock payout range maximum Á Á Á 2 Á Á Á Employee Stock Purchase Plan Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Number of shares available for grant | shares Á 3,100,000 Á 3,100,000 Á Á 4,200,000 Á Performance Stock Units (PSUs) 2018 Á Á Á Á Á Á Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Á Á Á Á Á Á Expected volatility Á Á Á 33.88% 44.66% Á Á Á Risk free interest rate Á Á Á 3.94% 3.75% Á Á Á Expected term (in years) Á Á Á 2 years 10 months 28 days 2 years 10 months 28 days Á Á Á Grant date fair value of units granted | \$ / shares Á Á Á \$ 195.95 \$ 119.33 Á Á Á X - DefinitionBusiness Acquisition, Weighted Average Closing Share Price + ReferencesNo definition available. + Details Name: oc_BusinessAcquisitionWeightedAverageClosingSharePrice Namespace Prefix: oc_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionBusiness Combination, Consideration Transferred, Equity Interests Issued And Issuable, Entity Shares Converted + ReferencesNo definition available. + Details Name: oc_BusinessCombinationConsiderationTransferredEquityInterestsIssuedAndIssuableEntitySharesConverted Namespace Prefix: oc_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionBusiness Combination, Consideration Transferred, Equity Interests Issued And Issuable, Entity Shares Issued Per Acquiree Share + ReferencesNo definition available. + Details Name: oc_BusinessCombinationConsiderationTransferredEquityInterestsIssuedAndIssuableEntitySharesIssuedPerAcquireeShare Namespace Prefix: oc_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionBusiness Combination, Consideration Transferred, Equity Interests Issued And Issuable, Percentage Of Shares Granted + ReferencesNo definition available. + Details Name: oc_BusinessCombinationConsiderationTransferredEquityInterestsIssuedAndIssuablePercentageOfSharesGranted Namespace Prefix: oc_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe total cost of shares issued to employees upon emergence from Chapter 11 proceedings, including both the recognition of the fair value of the shares over the requisite service period and any applicable company payroll taxes. + ReferencesNo definition available. + Details Name: oc_EmployeeEmergenceEquityProgramExpense Namespace Prefix: oc_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionEquity Issued In Business Combination, Fair Value Disclosure For Outstanding Equity Awards + ReferencesNo definition available. + Details Name: oc_EquityIssuedInBusinessCombinationFairValueDisclosureForOutstandingEquityAwards Namespace Prefix: oc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionEquity Issued in Business Combination, Post-Transaction Compensation Expense + ReferencesNo definition available. + Details Name: oc_EquityIssuedInBusinessCombinationPostTransactionCompensationExpense Namespace Prefix: oc_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPerformance Stock Payout Minimum + ReferencesNo definition available. + Details Name: oc_PerformanceStockPayoutMinimum Namespace Prefix: oc_ Data Type: xbrli:pureItemType Balance Type: na Period Type: duration X - DefinitionPerformance Stock Payout Range Maximum + ReferencesNo definition available. + Details Name: oc_PerformanceStockPayoutRangeMaximum Namespace Prefix: oc_ Data Type: xbrli:pureItemType Balance Type: na Period Type: duration X - DefinitionRestructuring Reserve, Accelerated Depreciation And Other Non-Cash Items + ReferencesNo definition available. + Details Name: oc_RestructuringReserveAcceleratedDepreciationAndOtherNonCashItems Namespace Prefix: oc_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionShare-Based Compensation Arrangement By Share-Based Payment Award, Offering Period Of Shares Purchased + ReferencesNo definition available. + Details Name: oc_ShareBasedCompensationArrangementByShareBasedPaymentAwardOfferingPeriodOfSharesPurchased Namespace Prefix: oc_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount of expense for award under share-based payment arrangement. Excludes amount capitalized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.F) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_AllocatedShareBasedCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPrice of a single share of a number of saleable stocks paid or offered to be paid in a business combination. + ReferencesNo definition available. + Details Name: us-gaap_BusinessAcquisitionSharePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionAmount of cost not yet recognized for nonvested 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 (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognized Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value of equity issued in a business combination. + ReferencesReference 1: 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 2: 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_EquityIssuedInBusinessCombinationFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPeriod over which grantee's right to exercise award under share-based payment arrangement is no longer contingent on satisfaction of service or performance condition, in 'PnYnMndTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, combination of market, performance or service condition. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionFair value of share-based awards for which the grantee gained the right by satisfying service and performance requirements, to receive or retain shares or units, other instruments, or cash. + ReferencesReference 1: 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/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodTotalFairValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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:

gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward Namespace Prefix: us-gaap Data Type: xbrli:stringItemTpe Balance Type: na Period Type: duration X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemTpe Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value as of grant date pertaining to an equity-based award plan other than a stock (or unit) option plan for which the grantee gained the right during the reporting period, by satisfying service and performance requirements, to receive or retain shares or units, other instruments, or cash in accordance with the terms of the arrangement. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemTpe Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 81 R70.htm IDEA: XBRL DOCUMENT v3.24.2.u1 STOCK COMPENSATION - Grant Date Fair Value Of Units Granted (Details) - \$ / shares 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Internal Based Performance Metric A A Share-based Compensation Arrangement by Share-based Payment Award [Line Items] A A Grant date fair value of units granted \$ 147.18 \$ 92.97 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/1943274/2147480483/718-10-35-1>Reference 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/1943274/2147480483/718-10-35-3>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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/1943274/2147480429/718-10-50-2>Reference 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:stringItemTpe Balance Type: na Period Type: duration X - DefinitionThe weighted average grant-date fair value of options granted during the reporting period as calculated by applying the disclosed option pricing methodology. + ReferencesReference 1: <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/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemTpe Balance Type: na Period Type: duration X - Details Name: us-gaap_VestingAxis=oc_InternalBasedPerformanceMetricMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 82 R71.htm IDEA: XBRL DOCUMENT v3.24.2.u1 STOCK COMPENSATION - Performance Stock Units (Details) - Performance Stock Units (PSUs) 6 Months Ended Jun. 30, 2024 \$ / shares Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Nonvested, Number of Shares [Roll Forward] A Balance at December 31, 2023 | shares 268,677 Granted (in shares) | shares 95,997 Vested (in shares) | shares (9,063) Forfeited (in shares) | shares (14,058) Balance at June 30, 2024 | shares 341,553 Share-based Compensation Arrangement by Share-based Payment Award, Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] A Balance at December 31, 2023 | \$ / shares \$ 100.57 Granted, weighted average grant date fair value | \$ / shares 161.12 Vested, weighted average grant date fair value | \$ / shares 109.17 Forfeited, weighted average grant date fair value | \$ / shares 103.22 Balance at June 30, 2024 | \$ / shares \$ 117.25 X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeituresWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemTpe Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemTpe Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemTpe Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 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:sharesItemTpe 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 the period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemTpe Balance Type: na Period Type: duration X - DefinitionPer share or unit weighted-average fair value of nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemTpe Balance Type: na Period Type: instant X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemTpe Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsNonvestedWeightedAverageGrantDateFairValueAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemTpe Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=oc_PerformanceStockUnitsPusMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 83 R72.htm IDEA: XBRL DOCUMENT v3.24.2.u1 EARNINGS PER SHARE (Details) - USD (\$ \$) / shares in Units, \$ in Millions 3 Months Ended 6 Months Ended Jun. 30, 2024 Mar. 31, 2024 Jun. 30, 2023 Mar. 31, 2023 Jun. 30, 2024 Jun. 30, 2023 Dec. 01, 2022 Earnings Per Share [Abstract] A A A A A A Net earnings attributable to Owens Corning \$ 285 \$ 299 \$ 345 \$ 383 \$ 584 \$ 728 A Weighted-average number of shares outstanding used for basic earnings per share 87,200,000 A 90,500,000 A 87,300,000 90,900,000 A Non-vested restricted stock units and performance share units 800,000 A 800,000 A 800,000 800,000 A Weighted-average number of shares outstanding and common equivalent shares used for diluted earnings per share 88,000,000 A 91,300,000 A 88,100,000 91,700,000 A Basic (in dollars per share) \$ 3.27 A \$ 3.81 A \$ 6.69 \$ 8.01 A Diluted (in dollars per share) \$ 3.24 A \$ 3.78 A \$ 6.63 \$ 7.94 A Antidilutive securities excluded from computation of earnings per share amount 0 A 0 A 0 A Combined Repurchase Programs A A A A A Equity Class Of Treasury Stock [Line Items] A A A A A A Stock repurchase program, number of shares authorized to be repurchased 8,100,000 A A 8,100,000 A 10,000,000 Stock repurchased during period, shares A A A 900,000 2,600,000 A Payments for repurchase of equity A A A A A \$ 130 \$ 250 A X - DefinitionNumber of shares authorized to be purchased under share repurchase plan. Includes, but is not limited to, repurchase of stock and unit of ownership. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 505 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481520/505-30-50-4> + Details Name: srt_StockRepurchaseProgramNumberOfSharesAuthorizedToBeRepurchased Namespace Prefix: srt Data Type: xbrli:sharesItemTpe Balance Type: na Period Type: instant 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-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:sharesItem Type Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 250-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 6-Publisher FASB-URI https://asc.fasb.org/1943274/2147483443/250-10-50-6>Reference 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/1943274/2147482635/260-10-55-52>Reference 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/1943274/2147476176/805-60-65-1](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/1943274/2147476176/805-60-65-1)Reference 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/1943274/2147478666/740-323-65-2](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/1943274/2147478666/740-323-65-2)Reference 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/1943274/2147483443/250-10-50-3>Reference 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/1943274/2147482635/260-10-55-15>Reference 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/1943274/2147480175/815-40-65-1](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/1943274/2147480175/815-40-65-1)Reference 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/1943274/2147480175/815-40-65-1](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/1943274/2147480175/815-40-65-1)Reference 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/1943274/2147483443/250-10-50-11](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/1943274/2147483443/250-10-50-11)Reference 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/1943274/2147483443/250-10-50-11](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/1943274/2147483443/250-10-50-11)Reference 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/1943274/2147483443/250-10-50-7](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/1943274/2147483443/250-10-50-7)Reference 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/1943274/2147482689/260-10-45-2>Reference 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/1943274/2147482689/260-10-45-60B](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/1943274/2147482689/260-10-45-60B)Reference 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/1943274/2147483443/250-10-50-4>Reference 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/1943274/2147482662/260-10-50-1](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/1943274/2147482662/260-10-50-1)Reference 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/1943274/2147482689/260-10-45-10>Reference 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-S99-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph (SX 210.5-03(25))-Publisher FASB-URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 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-S99-1](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-S99-1)Reference 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](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-S99-1)

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:

SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A + Details Name: us-gaap -OtherComprehensiveIncomeLossPensionAndOtherPostretirementBenefitPlansAdjustmentBeforeReclassificationAdjustmentsNetOfTax Namespace Prefix: us-gaap -Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after tax, of reclassification adjustment from accumulated other comprehensive (income) loss for net periodic benefit cost (credit) of defined benefit plan. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 15 -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-15Reference 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://fasb.org/us-gaap/role/ref/legacyRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/715-20-50-1-Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-17A + Details Name: us-gaap -OtherComprehensiveIncomeLossReclassificationAdjustmentFromAOCI PensionAndOtherPostretirementBenefitPlansNetOfTax Namespace Prefix: us-gaap -Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount before tax of other than temporary impairment (OTTI) loss on investments in available-for-sale and held-to-maturity debt securities, recognized in other comprehensive loss. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 35 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481889/320-10-35-35Reference 2: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A + Details Name: us-gaap -OtherThanTemporaryImpairmentLossesInvestmentsPortionInOtherComprehensiveIncomeLossBeforeTaxIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap -Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap -StatementEquityComponentsAxis=us-gaap -AccumulatedForeignCurrencyAdjustmentIncludingPortionAttributableToNoncontrollingInterestMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap -StatementEquityComponentsAxis=us-gaap -AccumulatedDefinedBenefitPlansAdjustmentNetTransitionIncludingPortionAttributableToNoncontrollingInterestMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap -StatementEquityComponentsAxis=us-gaap -AccumulatedNetGainLossFromCashFlowHedgesIncludingPortionAttributableToNoncontrollingInterestMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 86 Financial Reference.xlsx IDGAE: XBRL DOCUMENT being 644 Financial Reference.Reference.xlsx M4B1#110 (+ PPIED 04UB0+0 +\$ 0 9%JC4'O<,>O87I'P+GAMIE M;SV/L01;1% I'QO;=I'P4B0+I2L+ (>/>QLOD&1#LD) OCGICVX>;QA&WPIG M*N'1#BVB5&F C(I\ 147BK9.7.=N')=H46-Y #OGDK7A.YNJQ<4GPZ4A!OW J=0U[R;UEA 6#M17M+ P04 M' 1% 990~>=I'6^K 0<0+ 108U1R;WIS+V-O&ULS 91 M2L,P\$,> BN2J0;35,4+7%4GI<&IXEM;EM8DJ;DI-VW-XU;A'<#%W' SN M=W'MD(-' X'#&OP7@SV=V%GHP?R&8B) [CJ@%;&B5<N:Z&8'6E9]B#E^HH MJP@UYRNP2)<+>C'#[06]=J'J51 24.XXIS\XSI\IFF%6'fAUQ%J,H*6#=# M'>I;.<1\$*F&&P<O N]F*M' 8G,'V'DY1;.DQG\$LQR;GT@X50'X' O>9U'<B M2.6%W%;#COS MCXTO@ET+O'ZB^P)O2P,\$% @ O# &69E&ULI5[;<IHX%[OK]IX9 9M'8V@;:T\$W-I= MNTF83M M3A'<5\$B>;EDD81 OTV23;J;/ 0LZP.0147GZ#AY\XN8NB&B)3R M>+ }O6N\I3+ MUES@6QHO(J;JM.O=5H1I;#*81V1@;?5XL;#%05%;U@M.4?,<@5RU2>9.! M\$U@)1)KF(M+Y;7,VVMX^9< I.ATR@6XP&U@&?YOI^1.164C5,+P&IG/U9K MQP)22(^~R7V4;I)J]3%ofC3LZG5C.=GSVQ,V7C;K=# 1M&N&Z?J@XML02 MBW A(M+>5 TR M6'IVULS2 Y9>*7IUEI'R;O=05SP6.XYB1^QL4\$UFG218TIG*=D 4. #?# MT4Q0? 1#IMHK@P1+27)66SRFU4I[FLB]IJA>(<?<7Y;J)M5(9'&B2=j\$'!1&N<=<^9ST6G\I25?T90-RCEU@5 9<8WS2J>25%UGB5P&M MC#P=SQ+E L&08:7'82J3E'34@3 3 BNEVOZKKR2.FJW'Z2M'F(9 M-AIRMI1:IMG&AI&:SL;1>S2M\I6.PUDSY@R-S.D77 U1\$;9)@>T1^8ZL+ MDI!&H8X2IKMHG8!<V>7/L>P>B^RV;JN'Z&U3-L+ ([W1]072N0/J< 32Z M1Z.<60FJA%9GJZ'>ZH#C'1?&Y'CJE>G@*Y;O&N'@GL! J;~P^K^<+ M.7N>^<[E[GT;2MSAD6R4]39393>* M\$!Y&VJ4_5*E=? C[IDHNX'U;FOH70+>Y% GM,T+T,W)F&Y M'M-2D& #>G@>IKB.=DSN7V85VWGV1^~?4;[CISR6<>J(AJ]&F, # MOX=Y>Y~89Y7&44;6RL'Q&MVM'XU 1\$L%ID8^V@IX.O40+RAE5@.50& RN0 MHLQ.C57H<.>77% CT9+CVZ9EM6Z0?<9;2J.<@JFI-GJX>9;?51W/55OR ML+YJ;053L ^6:WGPJ13A8+SDACEI>F2J+&S&.'YRM)Q&XOT4SMA?7+&SC MYLG=Q3E.X\$G.V#P[R;LJY7I6>F&M(M' DL6XA9N17-7>5YNTN42J[P# 4A M+YJ+<C^>3.G>;U HL6#6\$5#DU1?0XGJ(3-RJ0A4).NVB8+&A=OB5,V[&KXF M80#>=FZ+=22 VU4I;074;SHYG@&K' MYA.L0A21^P7V^BH 1JV^N4J]@26<.[1I]8\$@F S6VZ3VW> ? 2K6J5D*K' M2P2=I'Y(&8XQ;1#1?CQ1BK;QK<.<QOY@%CS#%F~.~19H;.J6+K#F~'FJ! MU4E@A10Q#6CV3#0,39FV/JD3@H/W[O#<#Q[AI]8N 51+ P04 M' 1% 99C7ZSN]@% #7'@ &'AL+W=OZ^UN8EYV)J9K,A=#D+0KCY*8VUWKQ=I%<O+<F/>(N M%R%&?792155#9JUH4D42W,IJ4=A@CM;J1#R<[C'Y1W4J]&T%<BE^N;FJTMKQ%Q,SFEVQ#<X7?>.<OGJ9C12<~7/KA&G ORDI,V1= M^J'G,B/(IO&GJ#MDIY@BEI-A8H8X2IKMHG8!<V>7/L>P>B^RV;JN'Z&U3-L+ ([W1]072N0/J< 32Z M1Z.<60FJA%9GJZ'>ZH#C'1?&Y'CJE>G@*Y;O&N'@GL! J;~P^K^<+ M.7N>^<[E[GT;2MSAD6R4]39393>* M\$!Y&VJ4_5*E=? C[IDHNX'U;FOH70+>Y% GM,T+T,W)F&Y M'M-2D& #>G@>IKB.=DSN7V85VWGV1^~?4;[CISR6<>J(AJ]&F, # MOX=Y>Y~89Y7&44;6RL'Q&MVM'XU 1\$L%ID8^V@IX.O40+RAE5@.50& RN0 MHLQ.C57H<.>77% CT9+CVZ9EM6Z0?<9;2J.<@JFI-GJX>9;?51W/55OR ML+YJ;053L ^6:WGPJ13A8+SDACEI>F2J+&S&.'YRM)Q&XOT4SMA?7+&SC MYLG=Q3E.X\$G.V#P[R;LJY7I6>F&M(M' DL6XA9N17-7>5YNTN42J[P# 4A M+YJ+<C^>3.G>;U HL6#6\$5#DU1?0XGJ(3-RJ0A4).NVB8+&A=OB5,V[&KXF M80#>=FZ+=22 VU4I;074;SHYG@&K' MYA.L0A21^P7V^BH 1JV^N4J]@26<.[1I]8\$@F S6VZ3VW> ? 2K6J5D*K' M2P2=I'Y(&8XQ;1#1?CQ1BK;QK<.<QOY@%CS#%F~.~19H;.J6+K#F~'FJ! MU4E@A10Q#6CV3#0,39FV/JD3@H/W[O#<#Q[AI]8N 51+ P04 M' 1% 99C7ZSN]@% #7'@ &'AL+W=OZ^UN8EYV)J9K,A=#D+0KCY*8VUWKQ=I%<O+<F/>(N M%R%&?792155#9JUH4D42W,IJ4=A@CM;J1#R<[C'Y1W4J]&T%<BE^N;FJTMKQ%Q,SFEVQ#<X7?>.<OGJ9C12<~7/KA&G ORDI,V1= M^J'G,B/(IO&GJ#MDIY@BEI-A8H8X2IKMHG8!<V>7/L>P>B^RV;JN'Z&U3-L+ ([W1]072N0/J< 32Z M1Z.<60FJA%9GJZ'>ZH#C'1?&Y'CJE>G@*Y;O&N'@GL! J;~P^K^<+ M.7N>^<[E[GT;2MSAD6R4]39393>* M\$!Y&VJ4_5*E=? C[IDHNX'U;FOH70+>Y% GM,T+T,W)F&Y M'M-2D& #>G@>IKB.=DSN7V85VWGV1^~?4;[CISR6<>J(AJ]&F, # MOX=Y>Y~89Y7&44;6RL'Q&MVM'XU 1\$L%ID8^V@IX.O40+RAE5@.50& RN0 MHLQ.C57H<.>77% CT9+CVZ9EM6Z0?<9;2J.<@JFI-GJX>9;?51W/55OR ML+YJ;053L ^6:WGPJ13A8+SDACEI>F2J+&S&.'YRM)Q&XOT4SMA?7+&SC MYLG=Q3E.X\$G.V#P[R;LJY7I6>F&M(M' DL6XA9N17-7>5YNTN42J[P# 4A M+YJ+<C^>3.G>;U HL6#6\$5#DU1?0XGJ(3-RJ0A4).NVB8+&A=OB5,V[&KXF M80#>=FZ+=22 VU4I;074;SHYG@&K' MYA.L0A21^P7V^BH 1JV^N4J]@26<.[1I]8\$@F S6VZ3VW> ? 2K6J5D*K' M2P2=I'Y(&8XQ;1#1?CQ1BK;QK<.<QOY@%CS#%F~.~19H;.J6+K#F~'FJ! MU4E@A10Q#6CV3#0,39FV/JD3@H/W[O#<#Q[AI]8N 51+ P04 M' 1% 99C7ZSN]@% #7'@ &'AL+W=OZ^UN8EYV)J9K,A=#D+0KCY*8VUWKQ=I%<O+<F/>(N M%R%&?792155#9JUH4D42W,IJ4=A@CM;J1#R<[C'Y1W4J]&T%<BE^N;FJTMKQ%Q,SFEVQ#<X7?>.<OGJ9C12<~7/KA&G ORDI,V1= M^J'G,B/(IO&GJ#MDIY@BEI-A8H8X2IKMHG8!<V>7/L>P>B^RV;JN'Z&U3-L+ ([W1]072N0/J< 32Z M1Z.<60FJA%9GJZ'>ZH#C'1?&Y'CJE>G@*Y;O&N'@GL! J;~P^K^<+ M.7N>^<[E[GT;2MSAD6R4]39393>* M\$!Y&VJ4_5*E=? C[IDHNX'U;FOH70+>Y% GM,T+T,W)F&Y M'M-2D& #>G@>IKB.=DSN7V85VWGV1^~?4;[CISR6<>J(AJ]&F, # MOX=Y>Y~89Y7&44;6RL'Q&MVM'XU 1\$L%ID8^V@IX.O40+RAE5@.50& RN0 MHLQ.C57H<.>77% CT9+CVZ9EM6Z0?<9;2J.<@JFI-GJX>9;?51W/55OR ML+YJ;053L ^6:WGPJ13A8+SDACEI>F2J+&S&.'YRM)Q&XOT4SMA?7+&SC MYLG=Q3E.X\$G.V#P[R;LJY7I6>F&M(M' DL6XA9N17-7>5YNTN42J[P# 4A M+YJ+<C^>3.G>;U HL6#6\$5#DU1?0XGJ(3-RJ0A4).NVB8+&A=OB5,V[&KXF M80#>=FZ+=22 VU4I;074;SHYG@&K' MYA.L0A21^P7V^BH 1JV^N4J]@26<.[1I]8\$@F S6VZ3VW> ? 2K6J5D*K' M2P2=I'Y(&8XQ;1#1?CQ1BK;QK<.<QOY@%CS#%F~.~19H;.J6+K#F~'FJ! MU4E@A10Q#6CV3#0,39FV/JD3@H/W[O#<#Q[AI]8N 51+ P04 M' 1% 99C7ZSN]@% #7'@ &'AL+W=OZ^UN8EYV)J9K,A=#D+0KCY*8VUWKQ=I%<O+<F/>(N M%R%&?792155#9JUH4D42W,IJ4=A@CM;J1#R<[C'Y1W4J]&T%<BE^N;FJTMKQ%Q,SFEVQ#<X7?>.<OGJ9C12<~7/KA&G ORDI,V1= M^J'G,B/(IO&GJ#MDIY@BEI-A8H8X2IKMHG8!<V>7/L>P>B^RV;JN'Z&U3-L+ ([W1]072N0/J< 32Z M1Z.<60FJA%9GJZ'>ZH#C'1?&Y'CJE>G@*Y;O&N'@GL! J;~P^K^<+ M.7N>^<[E[GT;2MSAD6R4]39393>* M\$!Y&VJ4_5*E=? C[IDHNX'U;FOH70+>Y% GM,T+T,W)F&Y M'M-2D& #>G@>IKB.=DSN7V85VWGV1^~?4;[CISR6<>J(AJ]&F, # MOX=Y>Y~89Y7&44;6RL'Q&MVM'XU 1\$L%ID8^V@IX.O40+RAE5@.50& RN0 MHLQ.C57H<.>77% CT9+CVZ9EM6Z0?<9;2J.<@JFI-GJX>9;?51W/55OR ML+YJ;053L ^6:WGPJ13A8+SDACEI>F2J+&S&.'YRM)Q&XOT4SMA?7+&SC MYLG=Q3E.X\$G.V#P[R;LJY7I6>F&M(M' DL6XA9N17-7>5YNTN42J[P# 4A M+YJ+<C^>3.G>;U HL6#6\$5#DU1?0XGJ(3-RJ0A4).NVB8+&A=OB5,V[&KXF M80#>=FZ+=22 VU4I;074;SHYG@&K' MYA.L0A21^P7V^BH 1JV^N4J]@26<.[1I]8\$@F S6VZ3VW> ? 2K6J5D*K' M2P2=I'Y(&8XQ;1#1?CQ1BK;QK<.<QOY@%CS#%F~.~19H;.J6+K#F~'FJ! MU4E@A10Q#6CV3#0,39FV/JD3@H/W[O#<#Q[AI]8N 51+ P04 M' 1% 99C7ZSN]@% #7'@ &'AL+W=OZ^UN8EYV)J9K,A=#D+0KCY*8VUWKQ=I%<O+<F/>(N M%R%&?792155#9JUH4D42W,IJ4=A@CM;J1#R<[C'Y1W4J]&T%<BE^N;FJTMKQ%Q,SFEVQ#<X7?>.<OGJ9C12<~7/KA&G ORDI,V1= M^J'G,B/(IO&GJ#MDIY@BEI-A8H8X2IKMHG8!<V>7/L>P>B^RV;JN'Z&U3-L+ ([W1]072N0/J< 32Z M1Z.<60FJA%9GJZ'>ZH#C'1?&Y'CJE>G@*Y;O&N'@GL! J;~P^K^<+ M.7N>^<[E[GT;2MSAD6R4]39393>* M\$!Y&VJ4_5*E=? C[IDHNX'U;FOH70+>Y% GM,T+T,W)F&Y M'M-2D& #>G@>IKB.=DSN7V85VWGV1^~?4;[CISR6<>J(AJ]&F, # MOX=Y>Y~89Y7&44;6RL'Q&MVM'XU 1\$L%ID8^V@IX.O40+RAE5@.50& RN0 MHLQ.C57H<.>77% CT9+CVZ9EM6Z0?<9;2J.<@JFI-GJX>9;?51W/55OR ML+YJ;053L ^6:WGPJ13A8+SDACEI>F2J+&S&.'YRM)Q&XOT4SMA?7+&SC MYLG=Q3E.X\$G.V#P[R;LJY7I6>F&M(M' DL6XA9N17-7>5YNTN42J[P# 4A M+YJ+<C^>3.G>;U HL6#6\$5#DU1?0XGJ(3-RJ0A4).NVB8+&A=OB5,V[&KXF M80#>=FZ+=22 VU4I;074;SHYG@&K' MYA.L0A21^P7V^BH 1JV^N4J]@26<.[1I]8\$@F S6VZ3VW> ? 2K6J5D*K' M2P2=I'Y(&8XQ;1#1?CQ1BK;QK<.<QOY@%CS#%F~.~19H;.J6+K#F~'FJ! MU4E@A10Q#6CV3#0,39FV/JD3@H/W[O#<#Q[AI]8N 51+ P04 M' 1% 99C7ZSN]@% #7'@ &'AL+W=OZ^UN8EYV)J9K,A=#D+0KCY*8VUWKQ=I%<O+<F/>(N M%R%&?792155#9JUH4D42W,IJ4=A@CM;J1#R<[C'Y1W4J]&T%<BE^N;FJTMKQ%Q,SFEVQ#<X7?>.<OGJ9C12<~7/KA&G ORDI,V1= M^J'G,B/(IO&GJ#MDIY@BEI-A8H8X2IKMHG8!<V>7/L>P>B^RV;JN'Z&U3-L+ ([W1]072N0/J< 32Z M1Z.<60FJA%9GJZ'>ZH#C'1?&Y'CJE>G@*Y;O&N'@GL! J;~P^K^<+ M.7N>^<[E[GT;2MSAD6R4]39393>* M\$!Y&VJ4_5*E=? C[IDHNX'U;FOH70+>Y% GM,T+T,W)F&Y M'M-2D& #>G@>IKB.=DSN7V85VWGV1^~?4;[CISR6<>J(AJ]&F, # MOX=Y>Y~89Y7&44;6RL'Q&MVM'XU 1\$L%ID8^V@IX.O40+RAE5@.50& RN0 MHLQ.C57H<.>77% CT9+CVZ9EM6Z0?<9;2J.<@JFI-GJX>9;?51W/55OR ML+YJ;053L ^6:WGPJ13A8+SDACEI>F2J+&S&.'YRM)Q&XOT4SMA?7+&SC MYLG=Q3E.X\$G.V#P[R;LJY7I6>F&M(M' DL6XA9N17-7>5YNTN42J[P# 4A M+YJ+<C^>3.G>;U HL6#6\$5#DU1?0XGJ(3-RJ0A4).NVB8+&A=OB5,V[&KXF M80#>=FZ+=22 VU4I;074;SHYG@&K' MYA.L0A21^P7V^BH 1JV^N4J]@26<.[1I]8\$@F S6VZ3VW> ? 2K6J5D*K' M2P2=I'Y(&8XQ;1#1?CQ1BK;QK<.<QOY@%CS#%F~.~19H;.J6+K#F~'FJ! MU4E@A10Q#6CV3#0,39FV/JD3@H/W[O#<#Q[AI]8N 51+ P04 M' 1% 99C7ZSN]@% #7'@ &'AL+W=OZ^UN8EYV)J9K,A=#D+0KCY*8VUWKQ=I%<O+<F/>(N M%R%&?792155#9JUH4D42W,IJ4=A@CM;J1#R<[C'Y1W4J]&T%<BE^N;FJTMKQ%Q,SFEVQ#<X7?>.<OGJ9C12<~7/KA&G ORDI,V1= M^J'G,B/(IO&GJ#MDIY@BEI-A8H8X2IKMHG8!<V>7/L>P>B^RV;JN'Z&U3-L+ ([W1]072N0/J< 32Z M1Z.<60FJA%9GJZ'>ZH#C'1?&Y'CJE>G@*Y;O&N'@GL! J;~P^K^<+ M.7N>^<[E[GT;2MSAD6R4]39393>* M\$!Y&VJ4_5*E=? C[IDHNX'U;FOH70+>Y% GM,T+T,W)F&Y M'M-2D& #>G@>IKB.=DSN7V85VWGV1^~?4;[CISR6<>J(AJ]&F, # MOX=Y>Y~89Y7&44;6RL'Q&MVM'XU 1\$L%ID8^V@IX.O40+RAE5@.50& RN0 MHLQ.C57H<.>77% CT9+CVZ9EM6Z0?<9;2J.<@JFI-GJX>9;?51W/55OR ML+YJ;053L ^6:WGPJ13A8+SDACEI>F2J+&S&.'YRM)Q&XOT4SMA?7+&SC MYLG=Q3E.X\$G.V#P[R;LJY7I6>F&M(M' DL6XA9N17-7>5YNTN42J[P# 4A M+YJ+<C^>3.G>;U HL6#6\$5#DU1?0XGJ(3-RJ0A4).NVB8+&A=OB5,V[&KXF M80#>=FZ+=22 VU4I;074;SHYG@&K' MYA.L0A21^P7V^BH 1JV^N4J]@26<.[1I]8\$@F S6VZ3VW> ? 2K6J5D*K' M2P2=I'Y(&8XQ;1#1?CQ1BK;QK<.<QOY@%CS#%F~.~19H;.J6+K#F~'FJ! MU4E@A10Q#6CV3#0,39FV/JD3@H/W[O#<#Q[AI]8N 51+ P04 M' 1% 99C7ZSN]@% #7'@ &'AL+W=OZ^UN8EYV)J9K,A=#D+0KCY*8VUWKQ=I%<O+<F/>(N M%R%&?792155#9JUH4D42W,IJ4=A@CM;J1#R<[C'Y1W4J]&T%<BE^N;FJTMKQ%Q,SFEVQ#<X7?>.<OGJ9C12<~7/KA&G ORDI,V1= M^J'G,B/(IO&GJ#MDIY@BEI-A8H8X2IKMHG8!<V>7/L>P>B^RV;JN'Z&U3-L+ ([W1]072N0/J< 32Z M1Z.<60FJA%9GJZ'>ZH#C'1?&Y'CJE>G@*Y;O&N'@GL! J;~P^K^<+ M.7N>^<[E[GT;2MSAD6R4]39393>* M\$!Y&VJ4_5*E=? C[IDHNX'U;FOH70+>Y% GM,T+T,W)F&Y M'M-2D& #>G@>IKB.=DSN7V85VWGV1^~?4;[CISR6<>J(AJ]&F, # MOX=Y>Y~89Y7&44;6RL'Q&MVM'XU 1\$L%ID8^V@IX.O40+RAE5@.50& RN0 MHLQ.C57H<.>77% CT9+CVZ9EM6Z0?<9;2J.<@JFI-GJX>9;?51W/55OR ML+YJ;053L ^6:WGPJ13A8+SDACEI>F2J+&S&.'YRM)Q&XOT4SMA?7+&SC MYLG=Q3E.X\$G.V#P[R;LJY7I6>F&M(M' DL6XA9N17-7>5YNTN42J[P# 4A M+YJ+<C^>3.G>;U HL6#6\$5#DU1?0XGJ(3-RJ0A4).NVB8+&A=OB5,V[&KXF M80#>=FZ+=22 VU4I;074;SHYG@&K' MYA.L0A21^P7V^BH 1JV^N4J]@26<.[1I]8\$@F S6VZ3VW> ? 2K6J5D*K' M2P2=I'Y(&8XQ;1#1?CQ1BK;QK<.<QOY@%CS#%F~.~19H;.J6+K#F~'FJ! MU4E@A10Q#6CV3#0,39FV/JD3@H/W[O#<#Q[AI]8N 51+ P04 M' 1% 99C7ZSN]@% #7'@ &'AL+W=OZ^UN8EYV)J9K,A=#D+0KCY*8VUWKQ=I%<O+<F/>(N M%R%&?792155#9JUH4D42W,IJ4=A@CM;J1#R<[C'Y1W4J]&T%<BE^N;FJTMKQ%Q,SFEVQ#<X7?>.<OGJ9C12<~7/KA&G ORDI,V1= M^J'G,B/(IO&GJ#MDIY@BEI-A8H8X2IKMHG8!<V>7/L>P>B^RV;JN'Z&U3-L+ ([W1]072N0/J< 32Z M1Z.<60FJA%9GJZ'>ZH#C'1?&Y'CJE>G@*Y;O&N'@GL! J;~P^K^<+ M.7N>^<[E[GT;2MSAD6R4]39393>* M\$!Y&VJ4_5*E=? C[IDHNX'U;FOH70+>Y% GM,T+T,W)F&Y M'M-2D& #>G@>IKB.=DSN7V85VWGV1^~?4;[CISR6<>J(AJ]&F, # MOX=Y>Y~89Y7&44;6RL'Q&MVM'XU 1\$L%ID8^V@IX.O40+RAE5@.50& RN0 MHLQ.C57H<.>77% CT9+CVZ9EM6Z0?<9;2J.<@JFI-GJX>9;?51W/55OR ML+YJ;053L ^6:WGPJ13A8+SDACEI>F2J+&S&.'YRM)Q&XOT4SMA?7+&SC MYLG=Q3E.X\$G.V#P[R;LJY7I6>F&M(M' DL6XA9N17-7>5YNTN42J[P# 4A M+YJ+<C^>3.G>;U HL6#6\$5#DU1?0XGJ(3-RJ0A4).NVB8+&A=OB5,V[&KXF M80#>=FZ+=22 VU4I;074;SHYG@&K' MYA.L0A21^P7V^BH 1JV^N4J]@26<.[1I]8\$@F S6VZ3VW> ? 2K6J5D*K' M2P2=I'Y(&8XQ;1#1?CQ1BK;QK<.<QOY@%CS#%F~.~19H;.J6+K#F~'FJ! MU4E@A10Q#6CV3#0,39FV/JD3@H/W[O#<#Q[AI]8N 51+ P04 M' 1% 99C7ZSN]@% #7'@ &'AL+W=OZ^UN8EYV)J9K,A=#D+0KCY*8VUWKQ=I%<O+<F/>(N M%R%&?792155#9JUH4D42W,IJ4=A@CM;J1#R<[C'Y1W4J]&T%<BE^N;FJTMKQ%Q,SFEVQ#<X7?>.<OGJ9C12<~7/KA&G ORDI,V1= M^J'G,B/(IO&GJ#MDIY@BEI-A8H8X2IKMHG8!<V>7/L>P>B^RV;JN'Z&U3-L+ ([W1]072N0/J< 32Z M1Z.<60FJA%9GJZ'>ZH#C'1?&Y'CJE>G@*Y;O&N'@GL! J;~P^K^<+ M.7N>^<[E[GT;2MSAD6R4]39393>* M\$!Y&VJ4_5*E=? C[IDHNX'U;FOH70+>Y% GM,T+T,W)F&Y M'M-2D& #>G@>IKB.=DSN7V85VWGV1^~?4;[CISR6<>J(AJ]&F, # MOX=Y>Y~89Y7&44;6RL'Q&MVM'XU 1\$L%ID8^V@IX.O40+RAE5@.50& RN0 MHLQ.C57H<.>77% CT9+CVZ9EM6Z0?<9;2J.<@JFI-GJX>9;?51W/55OR ML+YJ;053L ^6:WGPJ13A8+SDACEI>F2J+&S&.'YRM)Q&XOT4SMA?7+&SC MYLG=Q3E.X\$G.V#P[R;LJY7I6>F&M(M' DL6XA9N17-7>5YNTN42J[P# 4A M+YJ+<C^>3.G>;U HL6#6\$5#DU1?0XGJ(3-RJ0A4).NVB8+&A=OB5,V[&KXF M80#>=FZ+=22 VU4I;074;SHYG@&K' MYA.L0A21^P7V^BH 1JV^N4J]@26<.[1I]8\$@F S6VZ3VW> ? 2K6J5D*K' M2P2=I'Y(&8XQ;1#1?CQ1BK;QK<.<QOY@%CS#%F~.~19H;.J6+K#F~'FJ! MU4E@A10Q#6CV3#0,39FV/JD3@H/W[O#<#Q[AI]8N 51+ P04 M' 1% 99C7ZSN]@% #7'@ &'AL+W=OZ^UN8EYV)J9K,A=#D+0KCY*8VUWKQ=I%<O+<F/>(N M%R%&?792155#9JUH4D42W,IJ4=A@CM;J1#R<[C'Y1W4J]&T%<BE^N;FJTMKQ%Q,SFEVQ#<X7?>.<OGJ9C12<~7/KA&G ORDI,V1= M^J'G,B/(IO&GJ#MDIY@BEI-A8H8X2IKMHG8!<V>7/L>P>B^RV;JN'Z&U3-L+ ([W1]072N0/J< 32Z M1Z.<60FJA%9GJZ'>ZH#C'1?&Y'CJE>G@*Y;O&N'@GL! J;~P^K^<+ M.7N>^<[E[GT;2MSAD6R4]39393>* M\$!Y&VJ4_5*E=? C[IDHNX'U;FOH70+>Y% GM,T+T,W)F&Y M'M-2D& #>G@>IKB.=DSN7V85VWGV1^~?4;[CISR6<>J(AJ]&F, # MOX=Y>Y~89Y7&44;6RL'Q&MVM'XU 1\$L%ID8^V@IX.O40+RAE5@.50& RN0 MHLQ.C57H<.>77% CT9+CVZ9EM6Z0?<9;2J.<@JFI-GJX>9;?51W/55OR ML+YJ;053L ^6:WGPJ13A8+SDACEI>F2J+&S&.'YRM)Q&XOT4SMA?7+&SC MYLG=Q3E.X\$G.V#P[R;LJY7I6>F&M(M' DL6XA9N17-7>5YNTN42J[P# 4A M+YJ+<C^>3.G>;U HL6#6\$5#DU1?0XGJ(3-RJ0A4).NVB8+&A=OB5,V[&KXF M80#>=FZ+=22 VU4I;074;SHYG@&K' MYA.L0A21^P7V^BH 1JV^N4J]@26<.[1I]8\$@F S6VZ3VW> ? 2K6J5D*K' M2P2=I'Y(&

[illegible]

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MAS375PQ=>Q\$>^G =ZBC|?S<~<96?B\$|UYHSK?|Y? TW?~>MS|G?D6|?X N MA|>GL~M8|7|SN|J6|I|V?F5,5B4W M48W+6S|U4V4Z|00Q2|U0|QF/@?)<~+<~RW~Z?>P>3,6.0TWBHH??
|J8?>?CNP|JY, M5N6Z6|20=>J?>7.1:ZNME?>7|TIV1|X@.GR.G?>TDIUR|U\$R5?>|=U6| M.(4?YAHJUP G|F?|>^>9 >SNU54D2|DX&E?>VZ|?|B|U|95W|NNA|V6|= M?T?>:U1H1|0A?>
|X|D\$|TR6AND|J2P\$POV|M.L|3V-6?7|J|QNU \$|MXH2?PP2|Z2B?>24 H4|MF1|0F6|I?D=|G?22K8L|O2|?U?Y:HKNV?|ROD?M1|MNTPC?N,N|AU>1-
M=VZ1|H~+L8?|.RUS6Y<@T#M3U|JZCPS|E?>#B|X&P4.5E W|J7I|9>+IO&+ M+|3@?Q9|8>#>H?P4OODR|X3|FMD?1FN14~BRHQ(N-1\$W244K-X|J#J-6%| ML>6 *?>
DP,NF;PV,KL|LH~6@KVP5?|J|E<9KY;S|SON?G?9ZRFIEC&*Z* M4XWEG4&L7~L+2|O|A?XJMOD#H1KPBXSXP?1.DKZP&. +ZSOY.5|S~+Z A MA,BEDN6F1XB7VU?=>A,3|Z6?CZ4|ESP?>
|J|L~1\$S5E|E, MDV6>6A>B, Y21Q CP >9Z+?59 QXW?>W|W|G|C?>G7L|HVF M@?Z?XQ?>?>0PB=>?%56/ DD JEUK MF|Z|P+~>VQJ28-WYD?|T|& %>U=MLXW&|YXT?PYPOD 2?|J|M:~
+~W|6OR?>K?S2X2B, B MPD|P?@|LB1F~L~A?Z8P|R|X|+~0+U?Q?#2< 6|EY6| M1?U77?0Z|U;S;A|J|?|.GX?>@MT|F3KQ4|J9|J|Q26|3K|D|L|X@|K9?76 M3|?>
6~>9Z?|~1PYB3|L>V~5%65|GVJH0 M|X?X8P8|MS&+OG>S>M&O69Q2YR?DUUG#2.9+DAQKEMBS O~+Z>Z.1P8 M~>P. AMN~>W?G/CXP/OD S2? V.~L(L|O1#G|6|?|VYR|SYEV24?%>
<P>O=VIR~W~H965?>U~W?>A?>Y&N?F&8|UJ8|8#V OU~>L?>C~>N>?>9J|>= M8~|>=ANCA\$5?2770R|X3?MIE&?>."I4R|FVDY6ON:~TZM=IUUA4~2?5?|I M~>M|FONC.#1# N|39Y? IZ7DAUKA
M |6X| 36.U|F2~VTFBP+KHS :G&S?R?P1 2MRZUA|8D|40I SR?>WH|?P0 M?DPI|PA-GB?2C\$Q2|D&2|IONPT|IFOQ=>A?PBDVUD~+X?>#>|&R|E=E?9%|I%>B M5YNNMA?OMN>
|I?C?C?M|E=1AU|2N=7C.3|KJG+2C?>C?>T8?>O.OUOQTS&K@0%>+?%>K|S|9@F9K0~>L?>=RDPG.O~>+>N9@Z+ MCA|S?G7&Z?P2|L.X|+~B%~>
L|OQ.PBU.=WGY?C5+3|K4U+?~#>@|Z7N MP3|J0AS%HP-XV|8<~>O.F2D|L%KJM8,IM+|AS?XJ|TWE|A?>~>BLO.1%>BE F9?>Z D.J8OA~>C%629X-AECM@M|S|E|2|2|J%|D|D|
MG4|J54D @#M?>~3HP 50I:158|P7|P?C?>~MXMY?>DKMW.M34M B|F42+3# M~>?>IWX.GM.ZER-7&JERBU|XXDC|?H5|J?7Z+L-IOZ IC\$C|J?>S.XO90: MH5#1?6%CSH\$@3B|I?>SX&9
OIMKCP.PTV;K\$>OBWH?M2MCP\$D7K3NSRN|B MTXO&R9?>GN9?>9 O0L<~<C%V&A&8|E?HAAH?W@+~|T? ISWU|0|>40.E M509AR|I|=BTED?2 C+L.C~9L.6?>
O1KH922?606CKCU6?2?0R20?|2E~>M M~>A~>A~>5RMZL|E=05?NS|S?PW7F?>G?U2|C|N?3?1AR?U?|2D?Z8V?>?>S8D M68?FVZWR<6BM|E&Q|O?>I0Z?>P?G?>8? C.3?99@+HR>2?TCU?#~1<~<E?>
01.6A MO516. &S04|SR915&~+|J6D1L| MUJL?20?619D|C|LFC? "S6FYH?>~XQWU|ODD.HM3V?2?2OM2?4?#M MDEFA+L|RR1GD?>."M8|BE2M1?>U~>2N2.4|9QZ?2|189H|J9W4?>
<X>A>JN|>+~>B4?>34B| M|BT2L|=222434HF54?P?Z1>G|B?V 4D|G?>1.1AP?UX~X4|L|W>+|JL MY?D1Q\$9?>1=AO=N|?>=RGKME~>ZT9?>#~1|>NXXBNEVH<~XKVP~2|FJ\$>R~M|J
M+L.PT.D15@>BU|E@W|N|K:JL|6.(D042~>J@>O.C 9BMSQ YRMC .Z%3|KOC M|O1?4S2L#U|0~+|PPIEDGHV@>W@. ~\$*9>+PO=VIR~W~H965?>TMD3BHG?>
9+BGWAZSWWQKCC3MC|UVR?>~>5MI.DLKI MYB|B-75YA+5S?>C|UC2?G|ZV?

[illegible]

H_K^~7BI&JY@DK0S//+G+M,RJB,S"A"4Z!\$#JXC71"QS^@A&1"JA&O8\$O-(QB%E617PNOM?2!+LF,JBTA_M.TG%FEJ#[IJK=AH_5E7>))AG\$LPW1%;BR"TXN28Y,@GDFP7Q#8"6.V@5/]=IU-
\$SY"Q63SR2_MM@Z2XB413S&1347/7A+Z,3HC4GSKT#>%2/E45L5THSP_55f.ZU<=I+MGDDP:PO6R<#TKF4I<KV>I<10~*C"0*ICKQ9(I'+X3*X^MNH)W#M+JE-:
M'514I61E4Y~YLA4KIEF3X"AMW3ULG5N.%+<@ MV261AIG_.GM6+7I+*ZIA=C&SUW_5OIPU* HI2:65W9JPF_OPVZ)0%V2D-YMAFJUQ0\$E*A#?#IG/UTM!BHN^P=I02P.\$M% @ O#
&6=D6\$IXP:~ST_ID_IX:"IW:WJK&ULK9OKKMRZ2DPM1^(+=M4_M_*9# ECG.O)>2P=>POD3\$S_EBC%%GM,DDQ>=E5+K MLVY7SE8LC>0)7L-?
I+@H(V47A7+KEP+%LV+H#3L,IBU)*9IG'4FYI6VIVR MSC+E2^8;NY'P+=+DM4_?KIT'O=7>4 M>9RR3,8I(X(M+CJ7JAEUQGE T>)'SIYD:9GDN_+ ^<|A|Y:PF'

= *<, M< X-Z)4!O?V |3L!_3*?@?VB&01DP.#3#L P8'IIA5 :,|@/L=P+&9<#XT RG M96M-
RQ<*!171^IS'62[V6R7TI|&.4Q/7NZ\$_M+N_H#X_X]-OEMRF]_ \$KHMJN[F MK][JO=+?
E"II%<\$5]_*|@GEZDH3N3OY/KZ MZNZ>Q!FYCI-\$BU9^)_K_65|^|2G:GD]:7T#
MA1Y^|JUV3\$-3O=VWM5=P>^|R1?P8Y=,#^?.K_HQ0Q5+YG[9OVQ;4;P?E4^B9
M7\$:R8D3 7"?0,|+ M&Q:PO.1]G/3L|^YC7:+(?"\$21D&PAD0'.XD.C!
(=G(PLZQ|\$LBSF@F1<,5W= M9/JZ@R_ (/)8SOLD4B;(Y6<19E,WB;\$D6+&|SWS JX/?
Z;0HVICQ6P4B8BX1Y M2)B/A 5(6(B\$41"LH?7A3NM#5\$Q1"H8"7.1, |)|Y&P D+D3
*@C44/-HI M>&0U.??>OVLVUD,V7NI9LTY81?ZRVD# 7"?0,|!)"Y"P\$ FC
M(%A#U[95W3RV4.5C20*)&\$ISH30/2O.AM !*"Z\$TBJ(UM5PS0NP/)OQ7+>NK M?
9ZE7%_R1^(EOP\$0|RQ*RKE?C]GOW:&^,F,#K[TD0F#*\$T MBJ(UI5EY4+;1(-!7W%
(2KQ%J?"|'3=^_ =FVE'BQ1J14%I'I3FE[2! M2:10CPE*HRA:4Z25S62;?;+|63-
%UN3J3:8ZC46B4Q?:K6/J5"O"4IS[;>> MSI?A_B3>TN:TV<9O:V._\$5=+HW&S30C=/8JB-
253V3ZVV?>Y\$RR2&UWQQ9EB M.H\$J;B#JR7?VLU4H4\$L'2G.A- J*|Z&T
\$H+H32*HC7U7%D[-LS;L:'F#I3F M0FD>E.9#:0&4%D)I%\$5K:KDR>6RSR].|.&]*D+AN?
9*LJ6A:B?(C\$G,ZY;1C/57D) 32XHS872/"C- MAJ)(""\$V\$TBB*UA1|Y8!= GJ2V=?
<*L,OBQ5=[VZ_LLZG=LMVUS[RV M];Y]%FQ?_%6EW;Z'[#H2RSB3)&\$+W07K9*0+
([%]M==V1?%U|=ZG!ZX43XO% M%8OF3.0-].<+SM7K2IY@]X*UR?|4\$L#!0 (
+PP!EDO^DC_L08 '&PO=VJR:W-H965TRT M,TVQ/FQ"ES!#0IIFITT[2;M]V-D'!P1X:EO4-
J']JRL;!QG+O8 BYZ7!8%W= M(TORJ60/UB+YGBXXS]#/*
(S3L|XBRY9ON]UTLN"1G[X12Q[+7V8BB?Q,'B;S M;KI,N#|M"D5AESB.UXW|
(.X,!|5WGY/A0*RR,(CYYP2EJRCDU_G/!3KLP[N M/'YQ&|P76?Y%=SA8^G-
^Q|.OR|^)/.INHTR#B,=I(&*4|-E99X3?7KA>7J X MXY^ K]/*9Y2CW
OQ/3^XGIYUG#PC'O))EH?PY9|'?L'#,(|D_A1!NULZ|P+
M5C|_1G|7P\$N8>S_E%R+|%DRSQ5GGM(.F?:OPNQ6K-_S\$LC-XTU\$F!;_HG5Y MKM-
!DU6:B:@L+.#.(@GCSU_J9-D2E@(S37("4!4B] /M- 5H6H 7H)K,":^QG M_G"0B#5*|K-
EM/Q#T39%:4D3Q/EE0,L2^6L@RV7#JT^?QM^N/WQ HYLQ^O3E
M_>4MNK[Y,KJYNC|_<(E&=W>77^[0";H28KH.PA#=#BC#O/&L_F:*78Y[Y09B^
MDB=|O1NCER|>H1::|1NF@F|D4|XJZDS*=|TTZY#?I>.BCB+-%BB[C M*9_NEN]*M"IT?
>>0)V# OU?
Q&T2=UX@XA#7DEA2"AS!MV*BF8BR&INR5U0=+1Y,L\$9#GMZ6IW=H/^3QU*@[JC1\$Z.
MYI?7Z#I: ^D'")=UH,EE%*WG=^+3|5MZ&LP-FH%.,Y"E8#NMTM^V2OJ),Y!/? M::% M5
H>T53N_3UCMYG|9\$+9F3(BQUU5W>LCMTR7)6I5P." :S0EJG@*-AR] M1UZ|LI|:Y<-U6C
;4UJB: E(J|9QS!MGHK)|E8)XI[1.0;1;J9]LCUK-SLE M,1CTA>&%B)9"WN=XR
M/#P9P9680BCU(? "ZS761)07\$=B+CM(HDN1AM.&\$Q'E1 1VHJ/O\$+H G>#Z_QCA
M.DV9E "1@U=J3#V/Z,LSV'7JJQEP'H:<5.D,=9Y/J*@E4RFW"MKP'JJ|AQZ| MSF-
#]&CC:D)]L0|.R919F1&%S>C8D4QU :KW;[A&4Z+*-A
MM0U82[92Q&J]%1FD=U*6K8AH5K-"52 M5D1A*SKZ_M"T0U5':D. F!(@=O!ZCJGH,7T-
!Y-^G1/.PY13Z0S#SR=ZS)*F ME"W3AO0P)3WLX.4@&Z+'JB|*P0F9 BLG8K
3'3N*F:X^&E\$KS_54'NPY^,F>
MIUD>T_U(0VW#CIBR(P;;T5[%8PW\|S3,1FW8#U/VP^#UGELA9G*8->9OU79L
M1=OE5+;#>K8LCUF2E9*|[#?5A2GW8P=MD3WS43M4Q7(FV&:<.(7&5\$KMU'=EQ=?
[1=6[A*4R0E/Z[I,SL'=T177|^A_?I&"9R& M*:8R&9<|G^.YEB2E;)DVE,=5RN,>O
QDP_ '<_48\$)V0*K(S(A8WHZ\$&|7WS@ M&DV)*H|T'_P@T-,|8AX,B_>
M>))\$S9SY?;M[RV'Z[?:MF5+Q+TE6G;U|^>@G<@BF*.0S6=1YTY.MG6S>G/,E/D+_/A+R_1
U!+ P04 " "| M, 99:M'6U[4# "N#P &O
'AL+W=O7#S|OXO5@A2G@(@TATK)64ZPO;%K,5AD21+6ZPYDKD!A8'M5"H-.R0TLKIM,V
-NVT6RX!&>,U!Q&%(^<^ M!FS;L:K6;N*&+E=23]C=|IHL<8+R_|J:JY&=L<>JZ(
PP)G4#\$0]-CC (-!\$*HPO*:>5N=3_?<=
M^WN3N|IE2@0.6!'YW+5L9H6S'%!XD#>L.U'3/.I:[X9"X3YA6UJ6[%@@@O)
MPA2L(@AIE#S)0ZK#L!M/0%P4H!S!""<)P!N"G"?ZZ&6 FK/J5!/ 29U.\G= M".<12;IMSK;
M;5BTRJ]&?8-6>M%(KY.)Y.HK53C9_7!UY=T-1R/HC3VXNOWH MW|P?-L;?
QCV1S(T)A/_=@+O8\$PX)|JD|-I#26@@@WL KH!%;Y1@+>5"ID4SDZ*OE-(^"F.SL"M MO
6GXM3@||2#UZ >J!PEB99T&N!_1 B4.8\$.GL_K[GCS|OU-X?F '-Z!G&ZV
MLES#ZS[!^YY&5.*[D5HTU1(-^@U?WSCVJC|E=>@A&.:G:FSB*AOG,J|@TP7!/*U;DAX?
MSUF(_B:AN(M)G MV*;KM.W-?JT*8WYIK7[HSB_)W4\$!ZED!ZH4%Z(6,2_J-

F",3'J39+Q#4V7J M?YZ4"7=C+S>W=:3EJ8E3.S3Q3DWJ]2.)3DUJCRH>)-
/[(F^4E+B9Y:AO//-D
MKRR3SRB3S2R([4+^9J=_\G0=@L|P*E4GFE4GFET1V4*%65J%6X?_CSK01
MJCID@UQU11 +7,0!!'2A+KKJ=JOW&9%W5^L7\$SOU!)I7BD+D2TOQTV'X)861 MZ&[O-
2 A\J7I_3,6!S)Y,:8S6;-9<_T5\$?S_>K%H)HS[ZEF-.D='^F33O:2 M\^6-! 2X4*XJ9^?
JM.))=Y@,))%N;JF?*I&JFS.M*-=3(M8'ZOF!,[@:;0=:B M=_\^4\$L#!!0 (+PP!EDSD+MO>@4
(PA 9 >&PO=VJR:W-H965T M7:UV\OTMY3]C%>\$='C6\$_ M?>^6#?MTPP_(K<,Q)LP]-
C+.0GH=M" C=G 9Q^A=L,UNG >;F-,P>LT3L.4"W
MP@%E#NA0!YPYX#30';,TK(G'O6&?T2U@B;5 2UZDN4F]131^E"SCC#/QJ2_\
M^/#RYF;R?7IU!4;7\$W!S_ GB#DRO[T?7E]/SJPLPFLT[NF?@!\$PC[D5+_R\$@ M8!3'A,?
@C@9)%6T]M@!'\$(J/XB/A>6WV00YCL_N\$S(4[3-VQZMX4&G P:8BO&A#V1
MQO#//V#;^4L7N24P)0\XSP,VH0]_DFW 0>%VD8A91Q_U\OV8ZZH'=(10I
MZ29/PY,6[O;;3_O!:(S0;B*N"W'GU]I; -QRW<(J ME8V0 [OZ56KGE-K62JE=^GY-
*6F,*DNIDY/L&\$DF=3/V&'M)JJ8ZB9UR\$L48 M+? K&|\$6JDAB-^?7-?*

[9]Y"S'4Q\X\$7+0!/+D'DA43;G//9E(L@2E)@8Z-0;/1-9RC*'1AL%2F6C2"J8BC',L+OU*61
M8SJRPJ000&8A4.\6T0Q6>XTLH:FA2X&! MS
+CK:=V5E6%+30U%U)5(+.J.+QK:PXS2J6J.D5_9!E8<5V\$YG+'S3MT:&U5
W>JWA::F1>H! M;\$\8-VD+QY;&VU4DE(+8+,6N.\$KPK2,K-
[FVT)3H]Q[@F#6\$V]LRMBJB+"% MIN9"B@AL%A\$'-
V56Q^E'!@4\;E)P2M\$K^R3:>*GYR]N/->3=DXY&M7OR4T-2URX&-[S^#:AMK M2V-
37+OFWJ/R Y'<*7SVV]*,8!.11.#FG';'R;/?H?W?!Z3I]>OY.:=A^G)%
MA(1FB8'X_)%2_GJ1/)#/?X Q_ J02P,\$% @ O# &640+7'P) P (L M !D
!X;"JW;W)K&ULO59=;JHP%/TK5UDU;5+7 MA/!1VD\$D"EW"U"^5;GN8]F"2"WAU;&8[9?
WWNS8T@HZB=8KV G9RS_\$]Q]?. M[2R4OC,S1 N_<[TPPD*M>@&M>#QP0V?
SJQ[\$":=.9OB M".WG^;6F65BR9#Q';B2H"2#7JUX_Z1B_02
M0H&I=0R_ NZQCT(X(DKCYXHS*)=TP/7Q(L'KYVTC)G!OA)?>69GW: =0(83
M5@A[HQ8?<:6GZ?A2)8S_A<4J-@H@+8Q5^0I,&>1<+O_9KY4/:X!:XQE O +\$ M?
PNHKP!U+W29F9#- R+LQ;"OL\&L";O;>P!US"!1>="LIT0DN)NN7"=)74R3*I^)FD/A7R M
.K1/L11W-@["^&#S E>,W#ZYOPD.PI/8I+CV+/5W^&;T1')RM(\=5DB_Z3 M!
[A@/Y2&OF#&P+=S0L/08FZ^;U.^7*JQ?2EW9H_-G*78#>A0&M3W&"207]5: MT?
MM/E1\$MN%*O72EOHL]67.">2?V0:+=)GG)T_(\E:Y3^ITQW3"^W4I?P;5 MFG&[#-
I(L5&FV-B9XFFAZ;IC\$L8%%QF74V R XOI3/*4"2I24PCFKQ.K688@ M68];%.Q9IK5=H^?
%+(M.Y?Z1R&'I9#G4+.A!I37:~T5:3"UC#U^_BTS.ES?;=-W\$[NE^YG160;-K1+
M&]K_K]K;5;I2\$=F&*T>E*T<55?G1'W=Q.WI2Y3N7>JF0<*U_<;WC!=-3*EH0
M.""ZZ."0#IQ>]F/+B55SW]*,E:4&R0]GU,*B=@'T?J*4?9RX+JELBI/?4\$L# M!!0 (
+PP!EELPN\<0(/,% 9 >&PO=VJR:W-H965T)^[ISX%DK;3(:K!QD%%>
MM>2E/HRDQ+LTH- M3D<7M[?CI^G5%<0W8[A]N)S-L#
(<'1_2N"97\$|YOPODE;W=7.""2PK@"PE.8KMDPK:I"IA?UNJ=JHNU6^D^OND
M!FU2_18IKUTJ:*2"?5(G;5+!6ZGNCE2#1FJP3^JT36KP]J[_ ^_*W7K#MAQ> M\$[FD7
'#A4%YQP/C5%8EIAIHD9?/>BZT*1)E=V6J,DJ[P:POA-"O ULIFCH? M_0502P,\$% @ O#
&61=Y1QD#! TA(!D !X;"JW;W)K&ULM5A=;^(X%/TK5G:TFI\$Z39POH
M(%+K:KMH9IWN:K7: M!S<8B");&=N!JM_O=1)" B8S5.\$%XN3>DW-/KIT3]S>,?Q-
+2B5ZB:-\$#(RE ME*LKTQ3!DL9\$7+
(53>#*G/&82!CRA2E6G))9EA1'IFU9OAF3,#&&_>S4P,DN461C3
M1(0L09S.!|8(7XUQ3R5D\$7^%=",JQTB5\LS8-S6XG0T,2S&B\$0VD@B#PMZ9C
M&D4*"7A|+T"-|IXJL7J]1?|]*QZ*>2:"CEGT=SB3RX'1-=",SDD:R0>V^8,6
M!7D*+V"1R'[1]H_U70,%J9 L+I*!01PF^3]Y*82H).!C"7:18/]L@E,D.%FA M.;.LK F19-CG;
(.XB@8T=9!IDV5#-6&B'N.CY' UA#PYG#Y]GMX]?/WG DWO
M1I^~HM&G";KY\G0[O;^!T?L)E22,Q ?T\$3T]3M#[=Q_0.Q0FZ#Z,(G@*HF]*
M(*&@S*"XX75^0_O(#?],DTOD6!?(MFQ7DSYN3I_0-)QEN[4TTTHO:S?+NNW
M,SSG6/T<9@27KV@:D42B43)#-]_3< 6=*M&_="Q"-;B6-Q7^Z2G-H5P^M)N"5 M6)&
#@R888+R-36&O_Z"?>LW7=TM@=54<\$H5G";TG0JK3 4"*M"M"A=HP9G0
M/NDN%7M>\$2AUA[T PUW>M;/Z' M04[7Q7JZ?DG7_P%=T)&E
L4PZR.AE(UHMMA"%0%0AG5=1SA'[56X6)=6=X^P
M+N@ (WT)MW,"WRU)Q.9%3V0M@>@+O/*\$EGA'1]S>([[(X8WSLEM6V&VL\ XZ
M1D>|,>O4A: 6[4/;:'5E=@9""P6!U&@5M^[V+-Z^QVLB;)]YT@+[TP\$;G81]R18
MPBG^6J>KY=F(=/*S:@FM7O?.E6#OC%W;:'E.5J(EM+H2.\.#?^1XWM:U_D\$_
M^KCK[?M893G5NQ%G?/.]!.FUS.&SR)T_PK&#

[%8+E=@#9ZHBV9EZ*@"8VOQ8N.3>^MM\Z?8"EM4TC@0Z0?
9GI'U^09",0WDC)VT\NELR^%LG[/5;L1W#ZD&9?\SNE
M"O'G;)KD[P_NBF+^[N@H']^I690?IG.5E+^Y2;-95)0/LJNC?)ZI:+)L-)L>
MF;W>|&@6QGRN9R!>S691].U?3].']@7'P^,3G^/:N MJ)XX.CN=1[?J2A5?
YI=9^>CH29G\$,Y7D<9J(3-V/_A@O NM4=5@N<4_8_60 M;_PLJI=RG:9?
JP=R\OZ@5^V1FJIQ41%1^<^]NE#3:265^_"&CUXZK-JN/GS
MH^XN7WSY8JZC7%VDTW_%D^+N_<'H0\$S43;28%I_3!U^M7Y!5>>-TFB_*Q[6
MV_8.Q'B1%^ELW;C<@UFK MO3?*V2M3?\$R3XBX73C)1DX[VMKY]_WOM77W[H:;]4?
D./[W-YN/;?&YJP8_1 M-V%8;X39,P=;X>^=;!(#D6_JVQS^^>:.[LW[W>]ES_7N_=SO?
L[O/']9SN7 M^M8?YMFA[N\6Z)N[ZOI0]\$;/_@_US6TU+E^ZT?72&X.P_U3K_:77?\8[7^3E
M,WDN/HS_6,1YO#RF_?O7\CDA"S7+_].QB^NN2M.R^U;:"K.66#6MOC\;#4]Z
MO=.C^T2VFDKA]PQ=ZW,XZK?&ZRX;.>1NN;OTZ)\$]^B0F22P@L7#[C37Z
M)V;W8!T^#=:A=K!^4H7(HZGJ^L1QKFVZ[V@E,7NX5;AOS>/126M8#[?>L+>F M-6P-
1;?#LGIMR^NP!J.307,KGWR1DL0"\$@LAK#%BCY]&[+%VQ,IDG*DH+S]N M3]3JI]?
5)^>D',@JRI)RUM YEK7HOF.9Q.SC[?]?CH:MD7R\4;[@];8<[<=
M:]3:QMMVCLU67S[YXB2)!2060EAC#(^>QO!
(.X:MP_ZQ[5>1JR1.,Y&DAB,F<3Y.%TDARBFPN(F3!*IE7,^\$;56TS6:CJH^VH:X1KN]QWA).
MB;DDYI&83V*2Q (2"R&L484G3U5XPI_<.2&KC,1L\$G-(S"4QC\1\I,D%I!8 M"&&-*C-
Z]7I)3WNT^S5-;M\6*IN)B;HNWHBYRL8j*.);)*H4%U5IA?W+;.U
M9A@;|Y|>8<|J#|*M3|L|;^F@>^CNW*^]NNCFD2U -5"2FO6P,::H:&M@8]1 MGB;Q,X-
=VW3OP4YJ-JHYJ.:BFH=J/JI)5 M0+:2T9F&9=6&9_"1N;5(51VHV
MJCFHYJ*:AVH^JDE4"U MI+1FQ=5+XH9V+?#L|V]"5[Q1S44U#]5\5).H%NPRC\$*JRV:-
MU O:AGY%^[+^B)/>B/NTJ\$[A9556,1=%*JZ5B*K#5=:9M#I?XR>;K[!]=)N0Z
MJ(UJ#JJYJ.:AFH]J\$M4"5 LIK5E/[9*ZH5]3?YKEC=/9=9Q\$U2SO3?D@R>.)
MRI8/19%%27ZCLN>*:GOYM&^T%UHN/NQ=UV1FH-J+JIYJ.:CFD2U -5"2FO6
M5;WZ;^B7_VUU793SN'2LU*1SV=387O=!\$ JJYJ.:AFH]J\$M4" M5 LIK5DR=3+!T"
J)GFV>S,[4-"K4I/RTDQ?=]8-F\$E#-7FN-:FS'--\$>W8X> M!|?M150T1(!J\$M4"5 LIK?
F%P#I(8.J#!)?+|\$Y)YGW./6\AO6GG06][SOR M4RKKILUZZ8W:!8-#-0347 MU3Q4\U%-
HEJ :B&E-0NFCAJ8VH75\F/_6,7WT?5TG=;N+)P5T4CJ][NGR_3] M[?TW:&
U5Q4\U#-1S6):@&JA936K)LZ,&#J P->EN:YB;,+KS7DY>>9QS+J
M+*!^1P&U5S_U'>Y=0&A(-5<5/-0S4^L(VN[CK8^"*&I 51S4,U%-0_5?%23
MJ!:@6DAIS4*J4P.F/C5PF:5SE17?WHCY-%I_4U7]L8CGL[*BGO]HM/U%^]P
MZY"\$)@E0S4\$U%[4\5/-13:):@&HAI34KJ4X2F-^[F\$1);>K:5V>J^[U'7,[M!6!8QR?
MRD\$O2H!J#JJYJ.:AFH]J\$M4"5 LIK5DY=:C U(<*K]0_XG['2V MO\$R"\$C*9+/(BBZL3=#
(9'W96\$YHV0#4;U1Q4JOFH)E\$M0+60TIK7GZTS#_WO9!Y^ZIM\$:WSS
MFT2]PT\$K#G>AWX5]2PK5%'1S4_L>P%#-1C4'U5Q4\U#-1S6):@&JA936K+8Z-
=%_@0LT MJ-\$+ -*:C6H.JKFHYJ&:CVH2U0)4"RFM67\$;JRSXS@4:~F[*V.^8,K:CLOH]
MV+NBV/L2L#NL3FCTK1>8*Z(W54 U&[4<5'-1 MS4,U']4DJ@6H%E):L^+J*\$?
_.U&.GYLK#COFBNUOVU[H=V'ODD(S':CFHIJ'
M:CZJ250+4"VDM&9)U9F.OC[3L3%9_!C=)I%PTTS-TKP05_8G<>[;G96\$7C<" MU6Q4
WW.HS%K?/Y> 7IEWZ,6JMFHYJ":BVH>JOFH)E\$M0+60TIHU5@<
M!@8_3QR@X0]4LU'-0347U3Q4\U%-HEJ :B&E-2NN#G\,J)?,^/\$[>V]?1\,T M>|?
M*VGHN]^G-!D!ZJYJ.:AFH]J\$M4"5 LIK5E.=;)CH\$Jv;\$P27^06HOKN
M]S[6H2\$15'-0S44U#]5\5).H%J!:2&G-XJQ#(H/!"PNT;@JMFHYJ":BVH>
MJOFH)E\$M0+60TIH55\=%!OH+>C3/0DX;MQD5A4HFZID3D'TW[ZI#(R.HYJ":
MBVH>JOEKK;K/Y\99Y9-!.XX@T6X#5 LIK5E0=1IDH\$^#_"=>O7BWJ6\$1D50
MS4\$U%[4\5/-13:ZU][.].\$#[#2FM64MU#&2P#51JY]>BSA9KBSK
M[N&H5_>N.33686UG2:S6?;|=M\$<7U3Q4\U%-HEJ :B&E-2NI#FM8.XAQZV[&
M.VSCHWLE42U M9#2FJ.^CE!8^@C%<[. ^Z\$A9V6_Q7+%]S)+;J)L%FULTUT,
M:+H"U6Q4:YLW7WI[,FK/^;8W,EJ73'6[MH%%[+;ACH_5^GWT]4E4"U MI+35:#[*
[Y0J[*B(SDYG*KM5%VHZS<7RFU+5 M063C69&IFW*T&^|^F='6\;QCO'Z'C>-
=YYR^>/:O[L=![=JH]1=ALGN9BJ MF[*KWN%Q.4==7BWC\4&1SM]?& ?
B.BV*=+;||4Y%\$Y55&Y2_OTG3XO%!U<%# MFGU=OIRS_P-02P,\$% @ O# &658>_G3(@
6P8 !D !X;"JW;W)K M&ULA55=;JHP%/TK5E9-K;0V\$"#K.HA4J*HAC95!
MZ1ZF/9CDAEAU[-1V2/GWNW8@HBNP%^)KWWM\CN['_4JJ9YT!&*/:[.LX@I_I*%B#P))4]
M?)UH8 F+BCG?M!JA7Y.F?"BOMN;JJ@02\9 M@*DBNLQSJC9#X+
(:>&UOMS%CJ[S8#3_J%W0%VMBE2RE?+;&.!EX+4L(.,3&(E#|K&\$G%L@I/&RQ?2:
M*VW@_GJ'?N^THY8EU3"2_!=+3#;PKCV20\$I+;F:R^@9;/3V+%TNNW2^IMKXM

MC|2E-C+?!B.#G(GZ2U^W[[7\$+2/! 3;@,#QKB]R+. ^HH5%?R8HHZXUH=N&D
MNF@DQX1-RMPH/&489Z+;T<_%>#Y^'#_|F)-+SXJ*G0*2D%"SN_4,;U!4),J):"&2!GA
DR89RCM^[[!MG: M_ UXR VQ8,PN.,)O0#6GW/I&@%73)8GY'SL\NWJ+XJ+41'#2"
P?;.0([+#7N M:\$UNXY>2:>:T_/Z.>V1L(-=_#C&M(;N'(6W?W.B"QC#PL#\$TJ#5XT<U4U3
C@%M*\$BL=Z SVTVA%94)=H*
M68,R6#M&DH<*NQS+2PGK:+#IFSMF\|7!VJD9]_9T'E/9:U3V3JJ<04\$W.&[,
M&P4&5\$ZXI (EQHRC@D-L>N_8!.WP,)VPH1.>I%/WGK%-1NL!|M_)Y* M:7:&G4C-
_TGT%U!+ P04 " "\, 99BEG8P'X# #V" &0 'AL+W=O MKY (MOO472Z'=\$\KMW,"#N-
!&IEMC(DAY5KW9TS8.#8/N>(J!N#4('7>UD*.\8H9% M\$R5+4'8V>;,-
)J59\$QS/;%+F1M%73G8F.K_ |MIC-9]]G-U_G< *W"@6G92@_ M|\$D;3K(Q@<^,*
[AGHD"X6<*E3%.*Y]S(^!&.KM P+O0Q&5|S+3-N\$#Z #WK- M%&K@&2QH3'^D06I?
%IA&MX3S^47#-W>;Y]PN-P;M"^F^BVAN-AL,J41W4.@8'=72"DX0.
M1^D*\$S\$S#2JJIQ +J2VKXX%<|1CM)GDM.ZX.<[5AK(Y\$"L&4AIRVE+.TDE[.
M69NL"F_8D-49]DZ#;KNL82UK>% "6*SH;5W3>4%-A0M@@@%2CJW,T7[TT8*6H3 M4@\$-
&D)&_781HUK\$Z*" (+U1(SAJ5=/DBB@DA8S=H).12FQ.C6*99=5M17NC>
MUF::_HQ064G MT/>EE&;7L9=E_:L3_0102P,\$% @ O# &6<.&ULM9M=;]LV%
(;_ "N\$50PLDM47)CMTE M!E)KW3(D;=8TW<6P"\:F::&2Z))T/H#|^%&R8HJ2?
&)UQS>)9>N|QWQ\$'K]' M'Z4SB5)UUEEJOWG6[:KKD"5-OQ8JGYI.YD G39E,NNFHE.9OE
M04GH)NP*.V,3_/WKN7X5*QU*7|6A*U3A(FG][S6#R<=;S.|QN?H|52 M9V|TQZ^_"8)
%Y'M|C?B#*KTF MV5#NA/B6;5S,SCJ]||OQF\$|U)L',OWL^X7&
<*9GO|;T0[6QS9H'EU\J'_+! MF|'<,<4G(OXKFNGE66?8(3,^9^M8?Q8/O_-B0/U,;RIBE?
|E#|6^00Z9KI46 M21%LOD\$2I9O_ [+ \$ 40KP_!T!M B@U8!@1X!?!/C|!@1%0)"3V0PEYQ
RS<:G M4CP0F>UMU+(7.);:8(D MGQWEGW^:D|N(W46Q4>\$JVV>=|!EY'7+-
HEB],1EO;T+R^M4;|HI\$*;F*XMBD M4Z==;<:6?%>'NZ[X5US/+8'A6X/"LWU_!UZ[]?
O.4=|8_ ^0->K|TX<(4"Y'\$)3^%J4/J8]_ \$V+V8&95 M\$S\$PLBVQC=@@%|N*|?
V8#H9F,MR72=1W|OP1W>[DC##8CC 1WC%E\$@CS9M&
M"\$:V'2&F6(@DYA#K;XGU|9=7'Q,EIEB()).@'&Q1#L#)-V%J25@Z(|/L!33
PAC1%H8C&LLS@955B "=JR0!)S M6(RV+\$8@BT]ZR:6Q=U(:)
(3EUJD)RJ@&I;9@P\$1MF2").4R|GK6B/9#*M33M MC-1/1V05LXR+J2M925F9/D/O7\$2%J
-IX%4HP9G;8L)2DH M79"8FY:'R*RW.1;SX[79V#V9"M4R*-KWJZ# U*U!:(FYH*R-
JD|K.2ZU)P 6 M6L/B|6NE!|[4FLLA++%G/;\$'F^*0S[DI/3/3Z@FF8L-1>.M:"7'7X1F,02D
M7_ |- 'Y[4D*":7RPU%XFUOQ[L?| ^G4|\$V=I>LV%/F|1JQ#.J+:#2H4D\$UOEAJ M+A5K?
3W8^TZ*M2,J/U2Q/1?4"*KNA^FPR@G5#V.IN9RL(_9@2^S:P)?HU!VR M-
SRIXD&UR%AJ+AYKDCW8)5^*='&LN4S(C-|U>|&@SRH,4&UR%AJ[HE!ZY\$I
M)|\$_EGZ:6BXO6C?*U.]78,'6Y_Y.X11IM8H4]@H|^US:-T:|U[5&L/)6J,Y
MA#6FI3/,L#6N&YV79D_=)OO57A3.V9K0(4PRM2:9PB8YNWZQ|3J\$%1Z@FF0L-9>,-
F>BZENE7UO6/7* M<;6? [AE:GURA3VRL^7;|B_Y(MD,YXP^4WEI|YTMDE2EG!%7D?
IC,^C,;?C M.+KGLS>-^##-|015+<12*'AW*:@C:IF"|4FLM!;A(I
MW24"F_T7UZWYX,K_ ";KI)\$8[JTDJ,T"EII+UC8+?G" %8QZXPJJ6HBEYO*T
M[84/MQ>_*ATE3/,9N55|OH|)933GF3|D3YQ)U>@+7Y#T>IO81G:HO0B6FLO.
MJB(^W(OLM K\$7OY[D+#+=VU"Z!PHM98#M&.!+8=">|V MY\$?*W
N2_=U5#HYLC>X0'4M@.Y9@[X|E?Y|WA%.U7KBH|0N6FHN Y='|]=J7 M
+5]054+L=1!>8[|"V*|7PNH->7">UE0.T9@\$MC\$)X,;DA^H@+ DU
M=7!H:W:HK4>W]"Q;|N3A%9.+*%4DYG,CWWM[8HZ4W#S,M]G08I4_WG8GM.GH
M|I=+;BJ@S'8PG|^%T,|;V1-SVT&PO=V]R:W-H965TN_%?2!4B.DRW@H-9TJI2%NKS?J5]:
[JG*)?0Y_4YF:MEQ+APT
M@SG.J;KAZP|0^K\$%)IQ*^XO6)=9S4)) +Q=.2K"M("2O^|6/9ARV"UJDG^"7!
MWR>\$3Q""DA |-T-8\$L+G9HA*@K7N%MYMXP98X;@M^!H)@]9J9F&[;]FZ7X29
M^V2JA+Y*-\$_%W?Z7V|]T]'7T^7J*WJ&)X,@> +HB#+.\$8(I&K+@=S;F>#D!A
M0N4;C1UCR1E1H)>WTP\$Z/7F#3A!A:\$PHU5C9=I4NT*1QD[*87E&_ T0Q 1IS
MII82#=#D,9C7|P7%^|PC?U8VINN-ONM/SCPI^S-D9"KRWR/?|L*:>_O/I09V= M_|L^_.?
L.|T(JELEL'K!\$WJ|7.J(E*B;/.1\$ \$GM#_ /BD8VBD()4_ZPZ|D SK M)N_4V3D\$L
M|!B4*.\$Y4|735D6K2=NU V8OWFNT^HV: ^\$!|YF*0_I\$OQOH8BP5A\$E&8ZU3>
MV;FN5Q2CLM@HGME9<,>5GBQVN=1?%R ,0%^?
&ULU5A;;^(X&/TK5G:TFI&@N0&]+ " !26>0IIVJ3&LHHDR-GHU1^Y;HRV4"&
MY1G/@>DO*RXRK'11K%V9"!|I"P,TP8 N7;D>,[+Q7W9+U1IL(=#W.|A@6HA_Q.Z));LZ0D
R8)9TC :N1,_*O8 M]PR@;/&-P%;NO2,3RI+S[Z8P3T>.9T8\$%!)E*+!^/,
(,*#5,>AS_5*1.W:M@EEC"C-,_2:HV(^?"02FL<\$'5/=]^@BJ@ON%+.)7E+|I6;3T'

M)854/*O >@098;LG?JJ\$V/XO2. H (\$;P'](X"P H2_VD.O O3> @9'/T*
M4(;N[F(OA8NPPN.AX%LD3&O-9EY*]4NTUHLPT=9**& \$HU3XVC^+5Y\G7]]
MN(\7Z'T\$ "A,J/Z N>EA\$Z/V[#^@=(@S=\$\$JUK7+H*MVG0;I)Q3_;\0='^\$-T MPYG:2!2S%-
(&?-R.]X,6 E<'6T<\$;[9Y/\^LO][7R"?J %9@JC M&<4"HSF3!<7E7%X0!0TCG;8RFP1W)7.
1G_/MO_L#[HTETfV21 M3;+8\$MF!;/W:GE)'AZQ9\X2G@%:**Q 9V?505-
,,4MT5;F*8):B29H2XQ.F M**
(RH5P6>B!H^6R*.9>Z_J/@12X[VM2\$%BEAZ[*EGE:\$%9"B+SF(TFJ)_OJL M1X#FNC?
Y=Y/G/9N>VR2+;)+%EL@./_ 7GO=;I^2=X E *M%*| RE>AF5BBCM M*>
(KM"RD;BZ;\$O%T1SLH:6O7ITINDRRV1'8@^:"6?- J M^2UG7;T_*5B*EQ3T/D-/&Z*:-&
[E.?7_;Y,L&OSD?M\[-#^VU-^!Q.>UQ.>M M\$G_4>U:D%Q.=CAH7DU;TJ<*>_Z2%?
W%Y*\$9DL\8\$MF!LA>ULA>MRAYF^0[Z M!#3MZA-\$UTC=0;=<'FZ3++))%ELB._#
<[U]/8]Y_+/_0 M5?
@))1LLUHVILIW@5!^LLD56V>**;3^1AZ^+VDY@=^_LFX&6S%PZ2)3P@JG=
MH;"NK2\|N5Q_DW]S+^*=M<3KS2[VQ)]Y%L3/3\HK#2E=W:N]RIB=P&Q*RB> MER?
L)5?ZO%Z^;@ "G(\$P#_7W%N7HIF [J:Z#QOU!+ P04 " "\, 992A=0 MN08# !]"&0
'AL+W=OV_WSD)*87 IFE?P';N MWCQW]OG2RZ1ZUBL 0UX3+G3?61FSOG5=':T@H?
I:KD'@DX54"34X54M7KQ70 M.'=*N.M[7N FE
DG[.5K\$Q7V9&HX\$S!11*)0M7;\$+C,^D[#V2Y,V7)E[(; M]M9T"3,PC^N)PIE;J<0L
:&9%\$3!HN\,&K>CKK7/#7XQR/3.F-A(YE(^V\E# MW'<|"P0<(F,5*/YM8
2<6R'\$>"DUG>J5UG%WO%7_FL>.L*?OI9YV%' G7H' MOW3P]QU:1QR:I4,S#
[0@R|.ZHX:&/24SHJPUJME!GIO<&Z-APN[BS"A\RM#/ MA\$^#Z73PX^?#_8R9W?
D_.R"G!\$FR)AQC BG7/?@&ZV?&Y7J
MPT+=/Z(>D+\$49J7)08@A_NCO(FF%ZV]QA_Y)P>^IN"9-[Y+XGM^JX1G]O7OS
M!\$ZSREXSUVL>T10+>#"1-N1!D)FA(J8J)@,1D_M7 S9D,E\$R3B-#GJA25)@W
MM(RPVC20.R@'4\DY3.9H7-=B@N\$5CV"K?);O:81]!TL8PUJ T[X^5,C|+[4 MY>
<_B7W(5JO*5NN4>KC-1;:-!8TBE5)^2>:P9\$(PL<22Y%1\$4)>'0CS(Q>WE MM
EO.CUWLQO=H4FW6YE\8&Y7S.V3S(-\$IL+H A7W\$^]-+\$NE[*:_ 55UH(5B
M>X>BX>V!UI@TZD&#"C0X#1J]I\$PAH9QSMJ3F6,\$&!V]N];\$=6GCU:)T*K7,2
M#5N!X7F=":(7[|L?<
MP]O?];\$;F^8>L;MSDR>@EGF#TR2RA["X):O5JH<.\M:QMS[\$WEJTPG>9HC&/
MJ<)BTX3# B6]ZPZF4!7-KI@8N<[[Q5P:[#Y<(?!Z"L 3Y?2&FV\$ _N"ZHLC M_ U02P,\$%
@ O# &6<-COK[G'@ V!H" !D !X;"JW;W)K&ULO=U=<]M&FH;AOX+23FW-
5\$FQ^\$UE'5Y+8,G!UR^Y7;'8_+;S^O%C^MOJ8 MY^ODR_ ULOOKAY.-Z_?#]JU>KRONN?
GPU?WV71^|N;U]FOOEF]>+Q[7L^D\?|=,5H_W]]GRCQ_SV>+S M#R>=D^?
5Q000#JS>N'["Z_SM>_KQ;%K][56YF=[G\]5T,4^6^>T/ M)Y>=[UUGV-ON*&WNZ%W:
O]W0W]0V\8[&X8'-JEX>Z&X:\$MC'8W MC,(;AB_<,-[=,#ZTA80=#1?
A#;V7_N'.G_ES@]MH/_U'_MIT#V-DNT02[-U M]N;U_WKURZ_O MS4_J-+F\^N]?S;7YQ?
S\4W+Y4YJDYF_%!;X8W'V7OSU\A>1)E<_7_JRG?PY MS=?
9=+;Z2W*6_J=)G_ ^TU^2/R73>?)V.IL5Q;)Z_6I=]&_3RJO)KB]73WWI
MOM"770)V,5]_7"5B?I/?--POX_>]TZ1[WNTU_87\$;[>^&^2WOGV]G[#
[>GAMS>U+N*W7^YW7\JC2?%+=WMK=W&VXWA]_>U+K=]^_ ^1^QN=|"H;:
[=&X6]KS7> MVWJ]EVH\7ZV7CY/UXW(ZOTNN%JMUDLUODN++^?)3GOS/7XOK\$[/.[U?
_V]#9 M'Y_P?C.^>G-V,7K]ZE.U M7!JNZ0?7"+)3LJ!'3O?";U'5+^IL7B^JUVBR5X;\$+
(DY"/,&[>#KH!WL&;2? M\OECWCA2HW>V':E/V* Z*+JC<3 JTJ:K!L->,%K)CLF&)@?
G8<=4PU7]\44X M8,F.&1*S).8@S!NPPZ\#=#A@=L&^SU6(^7>=-
S9Z9]L!2V(IB0D2DR2F2\$R3 MF"\$Q2V(.PKQB>MIM\$QWR*,R'HCL93\$!
(E)\$E,DIDG,D)@E,0=A7KV-O];, M./KB=3GY_7&ZFJZ?5J9GV3J_>?F-
0I1J6UWCVOPEG)&G9'N"Q&2]\^\$;&\$6V MITG,D)@E,0=A7B5_S^?
JT>.6Y7WS*9LG/M\EU M-LM7FU]<+B\$7;.RVV@|V-. ' MXK>V+JQ.?0+5"69_#==<=(-U-
[17LJ'%3B=<=VNZ:#P(EMW0?AE4LZCF*,T? MLMURR':C0S:=KAX6JV(6II:+QX?
31.>SF[/;Q?*L^%I^FORT6"?%)9/%?#TM M109-|O-#OLPV[W96Q3SOZF-V_R%?
_G&:R&4VG^3)VVS^>)L]O_A*=:%P.II:@F4\$VBFD(UC6H&U2RJ.4KS2[8, 72.F@+HH#\$
5\$M13:"1#6% M:AK5#*I95'.4YM=>&0CHQ!,!Y;YV3K[DDP^9LN[QAVK.-
"ZO\$@M136!;A+5
M%*KI3CW:T#OW9ZP&=&BFJ,TOVC*0\$(GGDBXSN;K++F:9Z[5S,%!>3/+]9);?+Q7UR
M,_U4U.*TJ,0\6=PF'QY7Q>6KYK6146VRT>T%L;2K>..MBPD-5Z":1#6%:AK5
M#*I95'.4YA=3&;+HQ%,6/RWF9|O\|G%^DWV8YRTZL^)^0?"F1*
(M*E33J&90S*:HS2_>,I<1B<>S"A>B399B^(5*'F737[+ M[C:30?'EA?I!

(Q>HEJ*:0#6):@K5-*H95+.HYBC_-XQHF;WH'C5[T46S%ZB6 MHII
-8EJ"M4TJAE4LZCF*,VOO3)[T=V7O5@=|EF|N-*ZQD@M136!:K);3VV<
M!6]*5=,U8299H]TRJ&91S5&:7Q!ELJ,;3W;X!;%KH;\$DT##&3JL.@N!=2=IP
M22<,)J&=DOL[I0[HE-[/F-TEWJ=@_4LL^JTY2O-'61E&Z\$8W7-^|R_[8A+>; M?]:B20-
42U%-H)K<:=[/T5XX7.07G(>C%0T%H)I%-4=I?@V4H8!N/!1P.9GD
MLTTL+K_9+\$TM||GT:8=S,_E?K#_FRV2^F)]-LM7'9+J9_3<6"YH;0+44U02J
MR9WF3SK"8FFXIC,*RX7LED\$UBVJ.TOQR*>, W7@OHQKK4NC/K'_L?=
<'Y2OR:J717AE4LZCF*,T? MP^7.>C=^9L'?LP_%3_/3Q,QOIMD\2V0VFCV^FHEJ*:
M0#6):@K5-*H95+.HYBC-+[AR.[U[U',-NNC!!JB6HII -8EJ"M4TJAE4LZCF
M*,VOO7+W010??3]T:17=>D>U%-4\$JLEN_3"\$VN)4_9*S3OB9.;17!M4LJCE*
M\^NAW%#OQC?4#U]913?3=UIT9;5^27C2&MHGN;]/:G^?J'[%
[%BVWDG01[;+HNFK\UK;#"M525!.H)G=:=%VUX9IP717ME\$UBVJ.TOP:*+=T
M>_\$M761=-=Y&ZV)!-WQ13:"[:4W<|.?[V7G-7VS-
!>&52SJ.8HS: ^6|FS^?,Q\$;,V^WDVU\^)KZ^G]]!_;EX#&\$;||><,><,> M<<^><<|>
<|^>Q>N8?=ZQ]S?;6'[EZC6HIJ M4DJBE4TZA
M4,VBFJ,TO_;*#?'>OA/[P_75TR3_|I!/G@^3;:PX=%L_'/J1^XN1=76A<.NH&.:@+5Y\$Z+KSL
? M1T-WNU'-HIJC-+|\@RMWN7IO=[LCN7MQI71+U+=YAN(!6OZ1S'BZ@H5O3^SNE
M#NB4;K@FW_-;WY)%OS5':?XH*_>0>WL^E!W;WT.WC5\$M136!:K)7WR.N_ZQM
MN*;VHQ;]O#2J651SE.8_7;#;A;5'*7YM5)NAO?CF^\$MM_?
B6NNJ:#BS/=@D2YNN"3_5B?9*'M K=4"O M--
HK@VH6U1RE^6.XW*+N[|FB7MQO#VXJQF[QY>+ '_MUTDKS/L]GT;KZ9#267
MD_4+3YS_,4ZW'M#HD?&H)E!-HII"-8UJ!M4LJCE*\PNOW%?O'_7(^#ZZLXYJ
M*:H)5).HIE!-HYI!-8MJCM+|VJL|0SZZ>WCP0^31'7142U%-H)I\$-;738DL(
M&FW1H)I%-4=I?N64^+|-O0BD978N-.Z=M")|'[8]N=|T1NL&-:FI_]_7^
M2PS:)XMJCM+|05YN6O?CF]:QA>#XK:W'-;I;C6H"U22JJ7Y][|O^FH!N5Z.: M135':7ZYE-
O5_?AV-;-DC&YFHUJ*:@+5)*JI?GW;N]:ZC&YZHYI%-4=I?EF5 MF]
[|^*9WV]5E=.L;U=)^PX9T;1T:W25'-75_S7:HD\$UBVJ.TORZ*+?I^WL^ MZKU8W&
[>?/AO16++U.C>/:JEJ"903*:0C6-:@;5+*HY2O.J;5#F 09'/3]]
M@"8!4"U%-8%J\$M44JFE4,ZAF47C&/-J@1#6UO_L;="@FD4U1VE^5901@L&>S[UG
M|W667,VR99:8^6L;(<5+S77QPM)8%6BJ -525!.H)E%-H9I&-8-J%M4V@|87!WE/B!=J@
M1#6UO_MZ=TGU5*Q1N\$2-I@=0S5&-|B'97I@^U'YL=O;3NN42U%-8%J\$M74 ML.\$
_DZX1HTV:5#-HIJC-+]>RAW_X?_#|?KQ-EH7%IH'0#6!:A+5U/" / #: MHD\$UBVJ.TORZ*O,
0_0@_KC6NH+05,"POF<^#(_L1UN4J*8.Z+J]&6S2H9E'- M49I?
%V6\$8!B/\$*C9XD,V2RJ '@'AO2QIK TT6H%J*:@+5)*HI5-.H9E#-HIJC M-
+_>R@S"L'_I>HAFCY M135!*I)5%.HIE'-H)I%-4=I?NV5085AVR/[F]| MH0\$%5\$M13:"'-
;3!V>=|*A/M\$F-:@;5+*HY2O-+ITPS#.-IAH/7JN-.Z^*I M?|_ =L0AVJ) -7E
_Q7:HD8UT]3_X&.O%FW149H_SLLDP3!^DD%TN1J-":! MBFH"U>3P@-
/VT18UJAE4LZCF*,TOEW+S?QC?_&=6JJ%H *JEJ"9030X;-O-'
M85V1+6I4,ZAF4>/'3?;5@>Jl:@F M4\$VBFD(UC6H&U2RJ.4KS*Z[,
(XPZQURO'J%)!%1+44V@FD0UA6H:U0RJ651S
ME.;77IE9&+4YP^#%]>JXTKK&T*P'J@E4DZ-Z#N&L'P1T%-JD1C6#:A;5'*7Y
MI5/&&D;Q6,/!Z]5QIW7QU#_N'ZQTI6B# M7D_NXKM\$&-:J:A^T&8VZ(-.DKS
M!WF9)1A%]TNCB]7Q6UN/:S0H@&H"U>1.S@FD U.6I(!W1KLRTT'8!J!M4LJCE*\PNK3
>,XNF MELO5<:UU"=7WJ,-9?(JV*%!'M!_A;:H46%K=/_UJEL[SY%0?-
'!::BFH"U22J*533J&90S*:HS2_!,N\$PFA|U/5K M-)N :BFJ"523J*903:::036+:H[2_-
HK4PRC-@<XZ,^A6*,QCQ0+44U@6H2U12J:50SJ&91S5&:7WME
MS&.,/(4BKK2N,33.@6H"U>3X@*,FT!8UJAE4LZCF*,VOG#*D,8Z'-+Y] KEG MLQM-
=:!::BFH"U22J*533J&90S*:HS2O*"_[G%^3&GDA=HT 354E03J"91
M3:&:1C6#:A;5'*7YM5<&32[B3^#XII7)N-FZXM'X":H)5).HIE!-HYJYJ#|- M)#P*U*
(M.DKSZZ@,C5S\$0R/_WL3RY2WO>+.M2PW-E:"0#6):@K5-*H95+.H MYBC-
+|HR@7+1.^K\$HV;H%J*:@+5)*HI5-.H9E#-HIJC-+_VRKC)171+_1LG
MEFC(!-525!.H)E%-H9I&-;/3O.-.PV-OT!8=I?EU5\$9'+N+1\$7'_,%O|D>?) M=?
ZIF%_)WER6;R&_PJP&;F=R|KJUBH'SRF|(
M5L;;EUO:/(\$U02J2513J*91S:"135':7YEEAF5BXNCSB[1* JJI:@F4\$VB
MFD(UC6H&U2RJ.4KS;J]S7F91-K|N-[JLS%;N8=J6&
M;K200C2JPG*"Y23+*9;3+&=8SK*5>AT<=RZ*1EM8+F4YP7*2Y13+ M:98S+&=9SF%
<4(?#2AW&#UOYQKDH&FYAN93E!,M)EE,LIUG./'/>XQ?K%#RI4+
=DXUM#FH;XPT7C8/GYK =,RQG6&FF8UKW-EK_EZ\VPWKRR9#?

WT_FT&.Q/SPW=O(V:KUZ8Y,7::CW842YE M.<%RDN44RVF6,RQG6S@NO>VR&9,?
%YF_I(1<)MF/RD#;5(1=IMF.&Y2S+.8P+ MQG\$EFJ&)&9S,;)GG/7]K.YDZ3>=Z)AZ'VX]L-
I^!(JANR0.:5\$W7-\$SGV'@#REF6IGV]L>\$'E!,L)Y\Y;Q[8KTT6V4@#
MRAF6LRSG,"ZHHDJDH1./-'SJD\$ES[;!!!I1+64ZPG&0YQ7*:Y0S+699S&.=7 M6;
<2N.@>]9\$QSSQ5ARB7LIQ@.1#-YY*#]P?/!6 M<5QL7R;L01HH)UA.LIQB.,T:X9EK,LYS
N&,N5V\$,W'GNH3NTT#[438%R@N4DRRF6TRQG6,ZRG,.XH!(KV8WN41_ \LQC
M=5^\$;O MN]%Z;%9#I1+64ZPG&0YQ7*:Y0S+699S&!/?4827+T6OS4)3HW)!-;?0:'I=1
MVT1&VQ0L)P_Y%A3;IF8YPW*6Y1S&! =5125CTX@F+IIWH=3%+7&63S=2%;UXLN* @6=
MH%S*@\$||#/+<=;;UUL*)>RG& YR7**Y33+&9:S+. @S#RV), ^WKK>&Q'_5EQ(:K
M:LN(:=D8\|J,|+|'=-LQPS+699S&!>,XTIVHA_/3C1-\Z;S=7ZW>1) == 'P')&"@G6\$ZRG&
(YS7*&Y2S+.8P+*K"2S^CWCSNC8U,*)>RG& YR7** MY33+&9:S+.RG&
YR7**Y33+&9:S+. +&Z3ZVR^SI*K6;;,3L.K;#:] M72SGTRPI9H*;0Z_#RU /MQS=
[4@7**9:3+*=83K.<83G+<@[C@DJLY#<&QWU^ MR8"-;J!GKAA=%Y7O^9L
M5)O8L6F*0?U1(_6)W?Y^.;9?AN4LRSF,"T9Q)?@PV!=|*. =U?RM&]&8L_WR; MB-|?
I^L_DLO/V?)F]L- MY5*6\$RPGGSEOCEC?#D8;U2QG6,ZRG,.XH(PJ"8AAVV>2))?
%RUEU*IKF1=N3 MZ?,2X]^S#]GJXVEBYC?3;)XE,IM,9YL)ZM5LL7I<-
FDQWO1O@K9XRQ03K"< M9#G% @Q/.ZC3(9LH /E4I83+"=93K&<9CG#ZZ39X_K-)O6
% MU)M.HQ[JJ E7JX]YODZS=?;F]7V^O,NO\MEL593&XWR]>7FK?#59YK>;DOO^
MLGORJO;UJ[WHM/P==GY7FV_JKDW[Q^R.[RM]GR;CI?);^MFCJ_+O1X"19 M3N|^?
OW->O%05/M)|F&Q7B_NM|_ |F&&PO=V]R:W-H965T M>%RU-DZ-0Z.!109Y
MDS%"V^M>DH+EO\$N@+_>":OVW MS;>RW/; ^?G>
[W/S^[MMV>_G]^ \WU]_*N_GF:G5?+G=_|V6UOIMO=U^NO[[?
MW* +^[M8EFK=VSS77[_Q8WVV^_ MOYN^Z]V47^8/M]M]2,H#Z]HM/>N5[>;QW_W?
CQ][V3RKG?]L-FN[@Z#=_ @ M;K%|^N_ |X>?Q,D :_#"/LPP+YTP. P8- <,'QAP/ P8'CI@-
%AP.C2 >/# M@/&E R:' 9-+!TP/ Z;- :;7!LP. V:7#K#ZQR/7O_1)6<|^ ^*C;1T/MW7Q
M\;.:!PZ. ^ (O#CD>KG=_N]B-VWYTW\$] % [U^<GWK]KI_7Q]<|>3: +
[A6+UDMM]|V/7=Y4]ZTC_-XP>& M|>]WK_ 'YA=K'%_K)-H+) _&?/&O_6L_OVL.7I?
+Y@].C%TI:]'V[-6H9[YN'AP_*]9S^ ^=&O2,MR_8/; ^]'XN&5X8!XN5]^? MGWS;;Q>O_ ^
' + _DP@M^ |\$ _#K6G+|.B"G]R@_ ^+L|>O/W;9?')U<| "LW>'&T M?'VTX368W^]^;H;?=V4>
[I5_ '[C9B|.S|S#G?+Z>-3L06F^WZ M8?>F=-O[CWCW#3VQ+>|V_]GR[#X]:<-
V;?]> ^|^; ^_EU^?N[W9OI3;G^7K[| M^,_ 8(W[_]96\$TG,
(3&7Q#P2|TDL(#%!8B&)1206DUA"8I+\$4A)3)):16\$YB MFL0***MUA>%S5QB:] (^?
Y^OUS|7R: ^ ^O|JN'LJT/& ,=W[0,DYT"82V(>B?DD M%I"8(+&0Q*(G;/R(|<_K??
|X&HY&'JY_/ZWOY(P)B4D22TE,D5AV?I0&_>&X M?
I1RKVZ+ENCXQUVYLOUB_7;./8KC6;Q!P2NV23FDUA 8H+\$0A*+
M)F>'J/GFFIQ.DU@!8;5"/7TNU%-CH8[+S;;W
MS_ |PM2WKWWK7#^OU_NKF_6K]N&9N]:6W*9>+U;JW7&W+MN4GGXQZUWL.8@Z)
MN23FD9A/8@&)"1(+22QZPD8GQ6+8;U9TQ@,0\$B84D%LW.BT3S0B4Y7T)BDL12\$E,DE|
(D5 M\$%:KXU;_N9#O4P0=*OFRW.[?E#?>I[=5?JN5|;K*MU9SH]"YFI.:@VHNJGFHYJ-
: @&H"U4)4BPY:|>3LV7I"=,H\$ MU22JH:BF4"UK.U3-
2DY.J%&MH+1Z);>K2FYWJ>2_]7X|IL++F|H>[F>?RU| MB^7N;|O-MK>>;|O?
>O/|>_C=G^U#GMO%7>L"%_.RM%8**HYJ.:BFH=J/JH%J"90+42U"-5B5\$M03.):
MBFH*U3)4RU%-HUI!?:?6V4"5%][>*V7 W\$#AP5*L@-0?57%3S4,U'M0#5!*J%
MJ!:A6HQJ":I)5\$M13:%:AFHYJFE4*RBMBWBJJ<*IE3J?FY?W|Y|Y];/;7>E^ \ M)(#&5
_:Z7D_VV]\$B1UT2A?5/%3S42U -8%J(:I%J!:C6H)J\$M525%.HEJ%:
MCFH:U0I*J]?]*N9JF7.NPRN[W_ ^GVHK[YQ4_-XO-]>IA][EAOKSI?5DLY|OK
M_7UGOI3[[[EY% ^ZQ=LG|YR=VP0:D\$4U%]4|5/-1+4 U@6HAJD6H%J-:@FH2
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J%2 M:[= D|^HYJ":BVH>JOFH%J":0+40U:*#UESH,K2;RY+0&#"J251+44VA6H9J
M.:II5"LHK=X'JN"P94X.OWY#8S/0N>RC.6%4|JT"E#5(M0+4:U!-4DJJ6HIE M0[4+!U?!-
M"X/:M@O]9)ZS:CFHUJ :@+50E2+4"U&M035)*JE
MJ*90+4.U'-4TJA645F|556QY]Q!>&&06.W<+4G-0S44U#]5|5 M03!:B&K1
M06LN#!H,FQ<7R%D35).HEJ*:0K4,U7)4TZA64%J]#U299-N<27Y|89 9Z%SV MT7US4?
S];;1*C4R:H)E\$M136%:EGKH9HVKR>C M,6-4*RBMB7LJKF+'JENUTS8,
[EW\$T+XQJ+JIY]:.C6H|J M5"5(OLUBU;Q|TZ MCN:
44VB6HIJ"M6RBXY5CLZI4:V@M'HAK_*]MGF/WU'-0347U3Q4|U\$M0#6!:B&J1:@6HUJ":A
M6HYJ&M4*2JOWDRK^: _8A4%H&!C5'%1S4)!MYV)+U@89!:[=@M4NS"|KHE
FJ251+44VA6H9J.:II M5"LHK5[S]:KFF_/(YA5\$YL&=ZST:+\$8U%]4|5/-1+4

U@6HAJD4[715BG75 MMYH%'PT,HYI\$M135%*IEJ):CFD:U@M+J!;|*#
_,>QIW76EDYCJW #0PC&HN MJGFHYJ-:@&H"U4)4BP[:Z50^T=E-
0M\$I\$U23J):BFD*U#-5R5-.H5E!:O0-4 M.>#=#P]
<[P&;S,%_N*O_U:K/=M!9^HJ*Y)\.:@VHNJGFHYJ-:@&H"U4)4BPY:
M[5Q/L^R3\$R:H)E\$M136%:AFJY:BF4:V@M'K9KV*_ W/L=W0UF(S>L,!TVMHD
MT*0PJCFHYJ*:AVH^J@6H)E M1+4(U6)42U!-HEJ*:@K5,E3+44VC6D%I]7Y2
M98\3Y\$X:H'I \$TCHYJ#:BZJ>:CFHUJ :@+50E2+4"U&M035)*JEJ*90+4.U
M'-4TJA645F\55:IY8\$XW_ \H"4S3@C&H.JKFHYJ&:CVH!J@E4"U\$M.FB6=7+Z M:;_
=/(<)O'D2"D TYHYI\$M135%*IEJ):CFD:U@M+JG:!*0_,*><+EIBBD654 M:CFHUJ
:@+50E2+#EKCOF?39L%'X\2H
M)E\$M136%:AFJY:BF4:V@M%K!'U9QXJ\$Y3OSF"\V]_ ^DE\|UJN6@_-62>OFO+
M0#4'U5Q4\U#-1[4 U02JA:@6H5J,:@FJ251+44VA6H9J.:II5"LHK=Y:JH3R
MT\$*O.0_10#*J.:CFHIJ':CZJ!:@F4"U\$M0C58E1+4\$VB6HIJ"M4R5,M13:-:
M06GU5F%7K<(<:/Z%:\YFL7.W0-/J.:BFH=J/JH%J"90+42U"-5B5\$M03:):
M>M!>OU:OT'DS5,M13:-:06GU3E EGH?FQ//KUYS-0.? "CV:<4FDM_U M)A=FKG,#
(#4'U5Q4\U#-1[4 U02JA:@6H5J,:@FJ251+#UKJYB!6LP.04V:H
MEJ.:1K6"TNH=H\$H[#\UIY[R\G_K5/+0
MO".RJD[S[^K^;>TB0&];+F_*=7G3V@K0>#*J.:CFHIJ':CZJ!:@F4"U\$M0C5
M8E1+#EICMX79T&Z<7Y?HM"FJ*53+4"U'-8UJ!:75VT&5!/Z:D\=BN:O^Y6;;
M*_J^7RXW[6?_GXC1R:_GI/D1 ,T/HYJ+:AZJ^:@6H)I M1#5(E2+42U!-8EJ
M*:HI5,M0+4[GJK9>/J?VOQ/P]L6LWBCV:(M4GU*A64%JJE%?9X9\$Y.VR^>:EY<.#=
M0U-9[YH/-G.="SVI.:CF'K3:&X91(Q'GH5/ZJ!:@FD"U\$-4B5(M1+4\$UB6HI MJBE4RU
M1S6-:@6EU3M E0\>F?/!\@ZM1_PWKA ;JUC:![H,:@ZJN:CFH9J/
M:@&J"50+42U"M1C5\$E23J):BFD*U#-5R5-.H5E!:O9]4N>,1NQOR"(T;HYJ#
M:BZJ>:CFHUJ :@+50E2+4"U&M035)*JEJ*90+4.U'-4TJA645F\5529YA.^&
M;!8[=PLTS8QJ+JIYJ.:C6H!J M5"5(L.VMDZH;-E0FA.&=4DJJ6HIE M0[4<
MU32J%916[P-53GGTUKV0S4#GLH_FF%'-134/U7Q4"U!-H%J(:M&H92_D9L5'
MP\FH)E\$M136%:AFJY:BF4:V@M'K%K\+)H[=LA6P>W+G:HREC5'-1S4,U'J4"
M5!.H%J):-&K;"GEZMGX(30^CFD2U%-44JF6HEJ.:1K6"TFH%?UREA\?FK9#_ M3ZXRF^?
LVB=0S4\$U%]4\5/-1+4 U@6HAJD6H%J-:@FH2U5)44ZB6H5J.:AK5
M"DJKJY,J8CQF]S\>H_EB5'-0S44U#]5\5 M03:!:B&H1JL6HEJ":1+44U12J
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-4\$JH6H%HW/_\$=G=-\+,:A+54E13J):A6HYJ&M4*2JO7_ "K>O'OXZ]>9 MS8,
[UWM2/,D%)IG1C6):BFJ*53+4"U'-8UJ!:75.T&5 M9QZ_-<]L!CH7?C3/C&HNJGFHYJ-
:@&H"U4)4B\8M>>;9M%GST40SJDE42U%-
MH5IVR:!*T2DUJA645B_E55\Y_):@LGEPPYS*.!I51S44U#]5\5 M03:!:B&K1
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MP,QU+?2HYJ":BVH>JOFH%J":0+40U2)4BU\$M036):BFJ*53+4"T_:+6UP_W&
M9B<:G;*@M'H'J +\$\$_,>Q:..KR9MN2#%L;1-HRAC5'%1S4JNH@L@3JOFH%J":.&C-
FSZ,&EN3\S)8_*(?/@SO4>C1"CFHMJ M'JKYJ!:@FD"U\$-6B@W:Z^L2ZZC=O-
8'.F:":1+44U12J9:B6HYI&M8+2Z@6_
MB@9/C'FR[FN(T&@PJCFHYJ*:AVH^J@6H)@Y:;16&U3Q_@P9^6V:<-M=JQ.B4
M":I)5\$M13:~:AFHYJFE4*RBM7M>K'_.\$G.-JJNN;S<-N:OGUZO=-M:~SM'L
M+JHYJ.:BFH=J/JH%J"90+42UZ*"=%G[K]/T\FMI%-8EJ*:HI5,M0+4U -4\$JH6H%J%:C&H)
MJDE42U%-H5J&:CFJ:50K**W>3ZKH\0IPX:M"\$7#Q*CFH)J+:AZJ^:@6H)I
MM1#5(E2+42U!-8EJ*:HI5,M0+41?6!%J%KMV"U1S M4,U%-0_5?
%0+4\$V@6HAJT4&KW\Z@/^G7_FF>CT*?0H)J\$M525%.HEJ%:CFH:
MU0I*JS>%*J\$|-2>47UJ\$: @8Z]P T;HQJ+JIYJ.:C6H!J M5"5(L.6NUJ][BY
MB!2=,D\$UB6HIJBE4RRXY5#DZI4:U@M+JI=RN2KEY"V+SVE#SX,YE'(T"HYJ+
M:AZJ^:@6H)I M1#5HH-67QMZ=BT9G3-
!-8EJ*:HI5,O:C]6X6AW:DYM#N\&KQES>=PTEK\T:POJCFHYJ*:AVH^ MJ@6H)E
M1+4(U6)42U!-HEJ*:@K5,E3+44VC6D%I]7Y298*G[;!4S03C&H.
MJKFHYJ&:CVH!J@E4"U\$M0K48U1)4DZB6HII"M0S5:CFHUJ :@+50E2+IN<[T([.
M[A6*3IF@FD2U%-44JF67*H)7ZG;]DLV#RX?]-I U03J!:B6H1J,:HEJ"91
M+44UA6H9JN6HIE&MH+1Z!ZBRMS-S]G9X-7S3NJ!I:YM X[JHYJ":BVH>JOFH
M%J":0+40U2)4BU\$M036):BFJ*53+4"U'-8UJ!:75^XE=]1-V=^ 9&@E&-0?5
M7%3S4,U'M0#5!*J%J!:A6HQJ":I)5\$M13:~:AFHYJFE4*RBMWB]JB/\$,WQW8

M+';N%FC*&-5<5/-0S4>U -4\$JH6H%LW:]Q >-E*\$,3IK@FH2U5)44ZB6H5J.
M:AK5"DJK]X\$J:~+Q[^+9U06:@<]DG-0?57%3S4,U'M0#5!*%J!8=M-H]Q6;-
MVP:A4R:H)E\$M136%:MDEARI'I]2H5E!:O917*>/96[8&-@_N7;;1N#"JN:CF
MH9J/:@&J"50+42V:G6|-W+^:6L8;..://(\$UB6HIJBE4R]J/W*19UM&P+ZH5
ME%8OZU78=|9N &SF.A=Z-.R+:BZJ>:CFHUJ :@+50E2+4"U&M035)*JEJ*90
M+4.U'-7T['QKZF%S<6!!35GO %6&=V;.\(ZN9J,W+!,:#5O;!)KR134'U5Q4 M\U#-1[4
U02JA:@6H5J,:@FJ251+44VA6H9J:.II5"LHK=Y/JBSP;;HN\$T*3 MP:CFH)J+:AZJ^:@6H)I
M1#5(E2+42U!-8EJ*:HI5,M0+4-N\?QTZ:L)QDN93E%,ME+)>SG&:Y N,:C<
Z:03FU+)YG=\$K MH[LW 32 S'(NRWDLY[-R3+F#>;+CKLJ17O.Y] 4T;LYS+YLM=. [A>;;;
M]FZ AHE9SF\$YE^4\EO-9+F YP7(ART5'[O3>@M;DK!F@D6*6DRR7LIQBN8SE M[>
(4C.83F7Y3R6\UDN8#G!Q7,YRFN4*
MC&OTDM%)+WF*V5&+5H\>UC_0Q#/+N2SGL9S/<@'+ "98+62YBN9CE\$I:3+)>R
MG&*YC.5REM,L5V!U'3!KU+@O8R7'3D:JN2SBH[FF9F.E+7S1L7ZZ>[7LC]72]ZSN,-
+>P7+AB@,666SG&:Y N,:C6-VTCAF\ 4#-+C,<@/[+
MN2SGL9S/<@'+ "98+62YBN9CE\$I:3+)>RG&*YC.5REM,L5V!Z6:(WKGv@]=E*?
Y0*6\$RP7 MLES\$#]CX,\HY
M+.>RG,=R/LL%+"=8+F2YB.5BEDM83K)S7,!R@N5"EHM8+F:YA.4DRZ4LIU@N8[F6K+(
E7);SCEQM^5US6V"?G30X\>=SVY-&XO\T:H>YDG.8?E
M7);S6,YGN8#E!,N%+!>Q7,QR"/BC:RO4';=JE#^ ^SD\$IMB1KF(Y6*6 M2UA.LES*=FT-
,HY+.>RG,=R/LL%+"=8+F2YB.5BEDM83K)UC_8*#;*N2SGL9S/<@'+ "98+62YBN9CE\$I:3
M+)>RG&*YC.5REM,L5V!_+>G57[0YA/.?\$AK%1 MSF\$YE^4\EO-9+F
YP7+AD:OM_=G7E=+K[/_[@M-SU=7C^L%]O% M?
|^WB]72?/7!S':OYFR\$&N5Y@.4\$RX4L%[%QG,]R IAV7[MP>QU[Q]L MF-
H^3PX/6DXFL1EIE/-9+F YP7(ART4L%[-NMLYZ>G[2B0U3
MHYQFN0+C&M7^)\$R]>_S_Y9*"<9KN38#D')9S6R7'3DQJ9W M"S\$[:
<)>RDN52EE,LE[%Q,Q:]P)R&\$G=5G.8SF?
Y0*6\$RP7LES\$5%Q7,QR"S7,)RDN52EE,LE[%PG&"YD.4BEHM9+F\$YR7(IRRF6RU@N9SG
<@7& M-=K%2;K:-J>KS]8W;|]C('XV'O9OYST_ZA@DU0HYS/<@'+
M"98+62YBN9CE\$I:3+)>RG&*YC.5REM,L5V!PG,MR'LOY+!>PG&"YD.4BEHM9+F\$YR7(I
M9SG-<@7&-;K(2:1[8+&7-@9LEAOE')9S6R7,1R,RG&*YC.5REM,L5V!/%[57FVW;:?
Y/KQ#=6P&;S\$8YE^4\EO-9+F Y<>1J=]P;GS4"-IB-PG&2YE.44RV4LE[.<9KD"XQH=Y"35
M/8#WQ1ZPD6Z4SG&:Y M N,:_>,D^STP9[_CU?
+KG_:K:!_W)_JM=U^NkW=]9/ZU[*WG+WT\$83/@*.>P
MG,MR'LOY+!>PG&"YD.4BEHM9+F\$Y>>2L_LEIPOY5?]"X^T[*SJM8+F.YG.4T
MRQ48UV@.)^GN@7E#[_S]?KG_C+%7^>W#R_T C;/C7(.R[DLY]&N=ANVLS;
AK11+F.YG.4TRQ48UV@#)R'M@3FDK:K!/*LO
MO=O:)X;>MES>E.ORIKT[L+%LE'-8SF4YC^5\E@M83K!/?#8; M6?4JG+
32Y9+64ZQ7,9R.]SZOUSE[R:(V4S7,)RDN52EE,LE[%< MSG*:Y0J,:_2/D]#VT+P/]Z]S
M7,)R[LB]?CD;G5>Q7,9R.QU[PQL'!OE7);S
M6,YGN8#E!,N%+!>Q7'SD:GU_A=MWAWJ>]=?EEWS7^_!?[W?O=R.K;
M/WZXWWUB2.;KK[MNT;LMO^R&]J\FHW>]]>+KM^'WXK MYS?E>O|-
N[_LEIMCU_L)_BQ6O_M\>E_]02P,\$% @ O# &6?^OM M P ?Q8 !D
!X;"JW;W)K&ULK9C1CN(V%(9? MQ4I7U:
[4]3&\$,\$P!:8=TU*DZZFCHMA=5+TPX@+5.3&T#._OTM9-,2)C@DLHW M\$"
<^_ \GY\$MM_/#ER\45N 13ZFK),3KVM4KM;WY?)%E(B>WP'F;ZRYB(E2C?% MQI<[
625!Z7,[P=!Y*>\$9MYLDI][(\$K,)WRM&,W@22.[3E(B7.V#|. /6P]WKB MF6ZVRISP9Y,=V<
"U.?>D] MOU)9T10R27F&!*RGWB=|&^.1"B[W#DH600%4_+8'T'
M*;0NGV;FN2^4T%>ICE.S^*>[W]%'-!>PH@K=DX0RJE[0^Q@4H4Q^T-<^
M+V+T_MT'] [1##U2QO3SDA-?Z>Q&PT_*3'=%IOZ%3+_LLQX:!!#^@?M /6\+G
M]O!'(GHHP!/?#8WOX/2Q[J#]N"_7WD!8 M*O20227V>CY1Z*]?=0?TH""5?=[1'+BDZ%
(L=B36H!A6%\$/K^UB-7\$F_=)O
MYI(+++6'>3\$93JMI(%HI1KFC6A\,!T\$P\0]U0M=TBM]VNJGU:10TK H:6@OZ
M;: ^D(MG*5%#5TCKM%#K#6O+S&JR9NCYE1V(-%\$%);H:"@.E0\$C\$URC)YYXV M-
M\$;-N\$9&VO"KFP]8)%E,0JTHUA;9N+1&RSC<70&QIJM M*QA'8@TP-Q68&RN89TB
'LB2@40+2/:"*OJ-Y*[/+MEI91;O.LR[%8D=B#9CC
M"N;8Z6HU=DG1I5CL2*Q!\$0WWT)F8([4FL9,MQW9??KUM M*(7J9/!P>,
[&JN7:GKLN=4+7:EUI1XJ%KM2:Z(\&7YL=_S_RT.XM/7S4BUJ.I+SKV-7.0M,?FVSSVS-
M/A*QH9G4,_I:RP>]D7Z_1;';6304W^7[?TNN%\$_SPRV0%0C305]?&V9+

ML=ISGOT+4\$#!0 (+PP!EE?#E:[\$@< \$(V 9 >&PO=V]R:W-H
M965T[#:A\H<1HT@+/&Z<=J?OP:0B#8KMU2C^:E3KX '
M,+M;32G_UJU8YE&"TRPB*:!X<=8Y=TZ0V\|# "L2?\$7[*=CZ#/)5[0K[E7R[G M9YU>?
D8XQB'+*0+^[Q&/<1SG3/P_BU).U6;>>#NYRT[*I+GR=P'&1Z3^*]H MSI9GG:,.F.-
%L([9#7GZBLN\$!CE?2.*L^ N>2FRO \)UQDA2!O,S2*)T\S]X M+H78"> |Z@!8!D
QH/]@%L&N&]MH5\&]-:PJ ,&+PU8%&# OM-V(52GL!
M"T:GE#P!FJ,Y6_ZAZ*XBFB@LR#NYD'/G_Z CZ! M* 5741SSH9*==AD_K9R\&Y:G<+\$Y!?
C**;C@BJ1LF0\$ _G>.Y(M[3QP\U\5TN M1Z4)W&IR ;6\$OZ_3 ^#V]@#LP;
[B?,90#W=5Z7RL=?]CK2-JN(=#'NZH6F]H MZ5;CRRWXW%?
Y%OS(%S@E'JB8!H'Z1[P,Q;Q68\$?1VNVIKC^.7CATQ;+P-_G M]QFC?-[Y1S6@-
FWVU6WFD_%)M@I'?'-;ALVV&Z2/NC'[J]Q1GV?E/UIDTRSR:9
M;Y,,62)KC() ^-0KZ.O;1F% ^@-+I?YXM)!NY? \$Y6,7G!5-6Y6JKW=JY-,F]# M-
BS(\B7[<<2OL,?='K/9'+)\$UNBQ0=5C VV/359VDC7YO)JDD\VR2
M^3;)D"6R1G\J_X\$T\$=X&,=#,
MDC*@\$#:+%IJ=%1I=*35Z#)EF+.R5T4ZDA(\D22\$8Z@HZ> # 699\$A>DC5T MTF;24J?
C2J=CK4[^\XK;0SZG4,QKN!3PU6+%9Q409!EF2A]P+"6T[_0\$Z508 M871X*LRQ()X"
P!%];3YM53/Z=7.JZ?5[SPAE\$7 !87#)HO<9*|#&@4Q> @B
MY:);\$@Y>O_C&"H@X\A00\0)50,21IT^NK7@[MM71BI>O7*OMRK7B%RH?A!'% MN7D
J^5"%J4A2;!22,+?_TI.] =^*VR>5;9?*MLR!9;L[-K, ^ZT<>,?K@=(JW[<*IMGEQ
G(D:B5#Q/LT"HAX M(PSIDVDK5FV1H=XBO_] &5TG86!B'HGP*C'@WS%. "H"BA @3% EJ?
8UL-: ^<) MM5ZF15%8\$NK%!"QBE% Q"O5W!#2)] =6O-JJN3]R[,DUSWD
M889X"HAXJ]4,0?I\$VPI9.SM7[^RN@N\&)R%..7CC^P!1"@. SX-?@?;
M8E&IHM4=4*MLGE4VWRH;LL76[/&=QY%_RO/(=A](MOM\$LMU'DNT^D_PC?+5;
M^VI7[ZNK57RQZ?7M4\F] MIY7GD/A&M*[EU\$64A7Z%><*!|<%G?VKM'@=5'
MEZVR^5;9D"L_5[US^VK3M]V=5UP23! ^*EY\$RWE'KE&W>1JB.5B\|G1>O^0C'
M+YR3L;X[CDG_N9UIII^ \W;554 ?HC0#,5[PIGH'A[PRH)L7EC9?&%D5+|C<
M\$|9(4GQ0/5:V.C_P%02P,\$% @ O# &69^?VDPD M P 8PH !D
!X;"JW;W)K&ULM59M;JHP\$/XK M5E9-K82:%JY*!Y&@92M3H170[<.T#X8<8-6QJ>U
* 7'SW8@L#5\$6C> ^@.WX MGN>YN]SEFFLN'N4"0*'GF#+9BOFKEP* MP)\$UBJD;>%[-
C3%A3MBT9_N1E*1&)@DG"&!,Q:3MN_[AE8V!O?".PEGMK9%R93K&]@X5#5X4TZE_47K
|9:04Q8^H^?-X'8 M,PCJ!PR"C4%@=:=\$5N4U5CAL"KY&PMS6:&9A7;766AQA)BLC)?
13HNU4>'4W M&/<&7[J#;,KMM3N]V]ZXUQVA]N
:W8UOND/4;X_ 'W>\$(G5Z#PH3*,W2""\$-J
M0JF.JFRZ2JLP6.YTPJA)&8,#C#74YTPM).JR"*+?[5VM/G,AV+K0"0H!OR;L
M')6]\$(J\H(>1M?HJ.0,2:*@ +RHQV8"GA)@"O44 MQ"5SUN%J@7[<:B-|)G_FQ2-
EJ.0SF+*[E\$L\A9:CZTJ"6(\$3?OS@U[Q/! ?HK MF?Y*\$7K892LB.--UI+07E.)H42]V/!
(J)H3IE1SBEJUJ*:R5V\$0--U5CD)J MIJ3Z%TK@F2@TY5+)DJ[,J3 Q?D4G>5)2V-
J>E\$J^DEJFI/902DJZH0PB3X@ MJ?8V.OF2ZIFD>J\$D71*ZO(3. "V:V7:05^HY6[-(#)Q
MLU\T2E]0>F(RG]_*'_>[M@ISO8W%/_9A=WWPR]L[^]/?_E-^OWR'_EW M]
[[,8BYG6ZD;F8)4^D(D)UF\$U0[G1MVU]/QJX_%G.BN0V&F3;WSNB86Z423 M;A1?
VBEBPI6>2>QRH:= \$.:"?C[C7&TWAB";*!-?4\$#!0 (+PP!EF- M>E_\$5A(L" 0 9
>&PO=V]R:W-H965TJOT\1 ; YGIFTV1K)[>E'T@I%IFX@D>DDJ3HI^^(4 MX]%(U,AT?
@?:BXWMB,](RDMYQ)<1/EI^A OR[^Y3;-%)3?9G=G^4,61S?U1HOYF=_KC<|64;
(\N7A;_ ^PZ MNWB;KHIYLHRO,R]?
+191]N,RGJ>/[T[Z]S]_ \ "FYNR^J'YQ=O'V([N+/C[|:|.1IS&K#S:]_ZF']X,L'\R7*
MXZMT_E_)37'_[F1ZXMW\$M]%J7GQ*U75[_WWML;ML\|6:KO\$@7 MS<;E/5@DR_6?T??
FB=C88""^9P._V<#?VL#?M\&@V6"PO8&_9X-AL\|P:X/A MOL+*NP?
RZR\F^3: ^_W*,NB*H3>;T%<1,D[_OW-^_,R^ ^C+,Z] M9.G]N4R*_%7YP_+K#|E|7N8V?
WM6E'>H8L]FS>!7Z\]/8,/O _ILKC//;&\ MB6]:MA?N[<>.[<_*) ^+IV?!_AN7OA\\$/WP^J-
7GM_SA]Z?GP/OM[|]9CWS] M1]L#=#;O_OEJ>>H/>%KQ7"YZO#7YJ;<_>2^[4ZJ4U)NZ?
U#=#NKUQ[74VZ_HYRCU_>D/' +D;/.V%@]H;[-L+J_ OQNGK100&N MTD7YFRR/ZM\%[L=
<7D7E]]="N_ +#V_S=M?1C_K'[Q^CL;[[_L24\7|2+ _MGY;'<[D>?]|@^?O4;]4W^\$,WB=R?
EK\|P\SK|%)Q? _^B_]<>_?VL).8@&)"1(+ M24R2F"(Q#6%6\ (=P1^Z]
(OW\WDZBXHRSO6NZ*VC/=O+OU=?EKZ)YG.=> M<1\MVU[K+IWC=
WX&AO76#5=_8Q.'][JFTSMKLWZO_MFXC=FXP&JDW"W9OX
M\$_LFDGQ@BL0TA%G!&3T%9^0,SH?H>]8+;QX|3!/?|1Q.5O_DL^RY*.3#E|
MB=M"XC2[AH3\$ A(3)!:2F"0Q16)ZC9UO[(F]T^GH:5^T0CI^"NG8_>HV^VN5
MY\$D5R==9/*]?YS[%>9&M9L4J2Y9W;1EUDETS2F(!B0D2"TE,DI@B,0UA5I8G

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M2\$Q#F)78\Z?\$GA^8&^?L,FF? 3NW\!I\$@\$M(3)!82&*2Q!2):0BS(MOOF>/0 MO2//+YH
&4?U0)4\$Z@6HII\$-85JFM+L76"CBND[7[?%]]E]?%?7J\62>K\E MR^8]=^_]M_J/JR4?
N^]=YU,A[Z]J_>*?PG2-+:@+50E23J*9035.:5G? M1-
9W109ZE969S6/O(4MF<1W9FW0^C[+<>R@GQG5HJ_0Z*YO+9A#K8.I@L)U>
MYSWG%Y2\$Z@6HII\SI.KT"\$UI=FA-&5:WUE97/1[KV^B'JYC?:)#.4V(OI5O
MW\J7U=D\S9/E75,UK!.;WGH?"\NY1CGGR);57\|2Q:*<=>1%.OOZXCRO[[J]D M\RF?#\$\$
[.Y%&BS14\$Z@6HII\$-85JFM+L) L^K>\NU,(HR:QOT7S5\$NTB6<3> MMS@OJF\^??
XSJY(\7Y4[R&V:>3_?-'KIJLB+:E3W2C^:Y44/[RHFE^W)WVW MP-HX:-ZDG"R=
E03J!::BFD0UA6J:TNR4F_*O[V[_]2OX^DERJE|=5/&N7S1
M+LKWC'FT/I]NEB[SY":N)]7+UA"O!QMMUKT[(4;:/E03J!::BFD0UA6J:TNP0
MFW*P[VX'KJ.]>%U.-[XD2^M,A]: (CG?)>AM1Q0M^U!-H%J:(A+5%*II2K,C M:CJ_OK-
9N=#+(LZ6T=R[7!]OB[/Z].IE.7'^\$! ?E!+HUJVB1AVH!J@E4"U%- MHII"-4UI=JI-
H=>?'OM0,JKWH5J :@+50E23J*9035.:00N8AK#OK@C_T;P+ M?
(BS)&T\[_]2#72.,%H5HIHX\%0-O!JQE+6>!H_>#XEJ"M4TI=E799ART'R?
%TNO)NHB+U;ZZW?JKH.Q;NK_KI\D3YT7,XJ2M=,HUJ :J+1K".0P\EI M? [IU-D;+
[<[J]T_/MJ@E4"U%- MHII"-4UI=JI-K^?[1YXB^V3C=(5J :H)5 M13:*.0C5-:?
8N8%I\$WJTB'IXB
MNX'\$.4;+0%03!YXJQQ0901\2U12J:4JSXVJ*/J]=_VLKWQJG_:2U<|5J@6H M)E
M1#6):@K5-*79V35UGC\ZJFP#O?(/U0)4\$Z@6HII\$-85JFM+L7<"4@;ZJ
M#!0_KV,MPY[=Q=7;Q^;DBXJ<.WSB0_-TZYN[E-U(6DRJXY[?:Y/5JO79/%^JT[L:;U"
MWNUU3@G:RZ&:0+40U22J*533E&8GVO1R_K%[.1_MY5 M0#6!:B&J2513J*8I
MS=X%3"_G_VHOYP8Z1QCMY5!-"BJ_/5!|_O>S?1C_:##V@_AVH*U32EV:M7 MF7YN|
(Q^+KYYM7O._5UKHJ',/US7DJ!:@FABT%'6CX>ET:SH=HJ-*5%.H MIBG-
CK+I|P;N/L^:;>,S2O/"6:5&^U!1>%L_2NV7ROZTK%5ZZV^|-9IN MG>|9H".*9XP8HB-
*5%.HIBG-#J&IWP;NR^JJ:<#Z1/U1.#5QHMG:_C0,@W5 M E03@JVKV<;;QQ5;:N-
OO9Y*J)%XI5-.49H=O8RU*=YOC/+!0_NIV+2_AICL'
MD5UHDEUIDEUJDEUKDEULDEUM\I]1DPÜ,3388'OD8PP!MVU M0#6!:B&J2513
MJ*8IS=X%3-LV<%||_MJ|27.JK,GFW6>HV]1,H^ ^S./Z0M#U.S;7@A-NOW/"
M=Z^ ^&_>J[_:GNVA-JLQ10W14B6H*U32EV:DT!=C 78 =/O+E!CK'#KU:#M7\$ M@:?
*WW^Z#7H_) *HI5-.49L?5M&|#= _OV>?W2.4N7W^*LFBH_=[6>QK4N-FYY
MX;ERC]\YGV_B_AFHAJDE44ZBF*>PW+(5J,H5J :@+50E23J*9035.:00N8^FSHKL\OXUS
YTC MC%[[AFKBP%/EN&H"O1\2U12J:4JSXVJ*MJ&[:#O<=7S?-QMQRYSUSC'9NJ"90
M+40UB6H*U32EV=DV/[PV!J-T3;/E0+4\$V@6HAJ\$M44JFE*LW>!C4^7;S@^]BP%
[0U1+4 U M@6HAJDE44ZBF*!4R7.'1WB2_M9=QLYV#0%L,[00PZHF@T9R^#CBA13:&:
MIC0[A*8<' +K+P0-S#WLE^?4MKN=1^X(3[J\$Z!Q.JS [5!*J]J"913:&:IC0[M[*:\$')X?
>J*!=I6H%J":0+40U22J*533E&9_?+KI*D?N2_9>.NEPLUV#W6B; MDX[1UN4<
3JB:+2Q8\00'5&BFD(U36EV"\$U;.)78)NK95JSCNMJBUBXP<[Q
M0]M#5!.H%J*:1#6%:IK2[\$B;1G%T])4S1VCQB&H!J@E4"U%-HII"-4UIJBY@ MBL?
1KZZY5R]FT9I>M#-\$-85JFM+L M])K.<.0NPNBU+-S#=#J;# ;;\Q7TRD%4\$Z@6HII\$ M-
85JFM+LK)IB<>PN%K'YRA^/:6NVT5H2U0)4\$Z@6HII\$-85JFM+L<#4DN-C
MUY)CM)9\$M0#5!*J%J"913:&:IC1[%S"UY-A=2W:>KZRY\WIRO9,;W<\$-4\$ MJH6H)E%-
H9JF-#NEIKD'#G3-;UA]\M/U!; ^BPXKG#ANBP\$M44JFE*LW-I.L;)NV/4Y80W
M6T9S[W+JJKMQ<.1#7!T::DDBJ@6H)E M1#6):@K5-*79J39MY.38ZYA.
MT#X2U0)4\$Z@6HII\$-85JFM+L7<#TD1/W.J;:K^1Y_?;Q(?J1K@IOL?\SO=QD
MYU"C#2.JB^WF M]CL|=)\$):@K5-*79237JW_3Y%S-V>X?
GACOG%>WU4\$TTFNL='CJ@1#6%:IK2 M[+R:LF[J+NOL5?*|ZU4VNR\GO'M/P'!SG5-
:@&J"50+44VBFD(U36EVH\$W+ M-QT=^|T=6@FB6H!J M5"5).HIE!-4YJ]"YA
<J^0/&73!P^YT3/MX]\$Z+? M=@(&.JQX[K A.JQ\$=-7R((9MZ)H:E@[V+1>L/A
M<+SU8;,207|*U32E6>D[-UW=N7O]TD)]_M6[S>+82ZK3-^|.I+6OCZI6^J:
M0%0+4\$TTVE:P>H/S[0^;V'?#R6@K@>C]4ZBF* M8MT'M:[/]*8Z1Q MS5!-
"C2_/63Y/5[/S]@RI]6GS#56J.!ED0?I4(U36EV MD\$V)=NXNT63KQTBEM]ZJ?
JO67!%Z!\.EW*-TSCC:JZ&::#3K+. +N+K^+YO%J6=K4LJC=; M&S_ ULOBVS&
[_S7O_Y&SGYU?]-T&_Y>>B_R:L?WYF^(NW#)%=_""[I]E[LWC
MVW*HWFU>GY6?:#SV^*J*\C7CB?4F+(EW47][T4V<53&PO=V]R M:W-
H965T;OH@[4]L2U.\$G"9Z1]?278,+;80-U#7|"2M:O??FA7'NP8?Q8K M1 G?LC070VLEY?
K"MD6TPHR*#EMCKMXL&, ^H5\$. ^M,6:(XV-4);:KN,\$=D:3 MW!H-S-
P#PW81J9)C@|L(>#=#9TB3.4C^L' MKD9VI25.,LQ%PG+@N!A:8W(Q(8\$6,"N>\$MR)@V?

0ILP9>]:#FWAH.9H(4XRD M5D'5WQ8O,4VU)L7QM51J57MJP,G2STDL5T.K9T&,"[I)
MY93M?L/2H*[6%[%4F%_8E6L="Z*-D"PKA15!EN3%/_U6.N) P',;:-Q2P#7<
MQ4:&|HI*.AIPM@.N5RMM^L&8:J057)+KJ,PD5V\3)2='LT_WEW_Y?WMP_7=
M;/SIYOX.SF&*00(DDAC#3++H&1[S1,+)%4J:I.*T:86 D^GL49P.;*G(M'X[M*BDF!87;0!
+ON\$B.&29>J4"&KR;,PYS9>H,E?"_ 4.USW0 M%S,JWE\$>G\UUTTB7^ F5[[%^K=6),
[AC^5:Y&Y7\$W2.;; MJ_=L4:@5\&7*TA14?FJ-?]8YOK#"K["G_D+L:81#BUUJ
7R+5JC7WXB@?-K MBX_ \RD=^F_ ;1A*8TCQ"HA"N,T+![Q 3%@[J]8U%
%VJ[1JVN*]L1<=UN\$/0& MJK:&IUOQ=%MY/JK(Z)0]2?)R\]-6C.X1ADOZ?
>+54P051=!* ,1;!&*2 >6 M:Z!;*I@Z0 A8I 35X51P;P4-
CD#]7B\,&]P55J!A*^B3R;HW0X1\$.?+=+@D\ MOYZB5U'T6BE4#C6 M'EYH#V^-.
A[+66Q'O,/ \$Z_J=7A/IONN1UH;Q \7K_8SQ:HP)_8[34(?)OCV1 M]O[T5.;U>X'Z-: DZ/@-
%9#L^Q9I;UQ5#7P_UFX-J]/O.*2!==_ =2'M[:ZF3 MWT\$*C@X7(4['^W>MM
JNNQGRI;G3"XC8)I?%Q;>:K;X;QL5M>;^ \^ .BXI7R9 MY)27"A1IQ,JK_#B'E\,)%N;N_.
<2743-X[K]>V#7"]0[Q>,R=>!WJ#ZFAK] M#5!+ P04 " "\ 99]A[H^+H" '!P &0
'AL+W=OU ^^^]G.R&C': J](78Y_N^?-_ANX1K+AYDAJC@L
,U=UR*O3.;5@26B"3E#,0F/;&SR;<(JQ;7<6H-Q,N?
|P6Q&2<_QC"#.,5:&@>C"H>8YX9(R_A=[UAO[+>M9L_5B!,<^E_85UG>LY\$)=2 M|:
(&:P4%9=63/-9UV)HGMT OP;X+P!'D"G!G2LT4J9M75!%(E"P=<@3+9F
M,PM;&XO6;B@S_ ^), "7U*-4Y%LJO)\!L,) ^/IY?6L?SN:7,,1?!:.\$*=!\ "%>\$
M"K@G>8DP2>&.426K8TS@_04J0G/Y04/>@@LR(P)EZ"JMR["[<:UA4&GP]V@X
M@3%G*I-PR1),GN-=[:XYN7HEBA4[T M[DW[Q/NTR^ \KD3US'S3N |O>V7?
#S*TXFEOK0U[H\2.)[>"^T/=H@7HD*)@_ MP7;>E#S9<'J-1
(_ OVM*&"DLY*]=I0I>LU2O1/:L5,=-J8X/7I2J[Q+3=ZGI MNY7M.YY":?MN4?
7=KA)40%W+:P;W*FH'W5;[-'17V^;^33OS6V?=-)JM2[6Z-
MDP+%PDY9"3\$OF:J:L(DV@[QOY]>+^\$ / ^&H>_Z6IO@YC(A:42<@QU91>JZN5
MB6KB5AO%EW9HS;G2(J N,_V10F\$2]'G*N=ILS N:SU[T!U!+ P04 " "\ M, 99%VFP=*X#
#!"P &0 'AL+W=OY?;7<-%ZH_O M[MH8>A@?
5>^^@/=E9I^9G=F9P9;Q5Q\$C2OB2I50,K5C*];5MBS#&C(@66R-5
M*TO&,R+5D*]LL>9((B.4I;;G.!T[(PFU1@,S-^C
6: ^TFGI)5+/6\$/1JLR0KG*)_7,ZY&=J4E2C*D(F\$4."Z'UMB]GKAM+6!V MO"2X%0??
H\$U9,/:J!_?1T'(T\$:882JV"J+|-WF":.DV*XW.IU*K.U(*'WSOM
M[XWQRI@%\$7C#TH))..AU;,@PB7)4_ G\$MK]C:5"@]84L%>87MN5>QX(P%Y)E MI;
BR!:_),OI2,..!'SOA(!7"GB&NSC(4-X2248#SK; J6ZE37\84XVT@DNH MOI6YY&HU47)R-
^PO?D3;J8/L[O'^?C#_?01KF"&W-PW#1'FDH6O\ \$P3*># = M+4J2I.*B:
<]L_BPN!K94\K8RJ+/-V
MEDV\1H5_Y+0%OG,)GN.UX6>P0<2\$HRC_&D[P*]_YY@3_E.^THBL=\$Q'\$MX= EWG_-
\$OL\$]%9+G>D' 5,;(0<: \$ MPG2MU8E+>&1T@T*BDGC,LX5:9\M"K8!/3RQ-
086HUOA7G>,+)KU5NBTOQ9K M\$N+04GDMD&_0&OWRD]MQ?
FWP4;OR4;M)^VA"4A,B1,(MAFC8?==H<())&G-_4Q2@WPKN\$EF=?-%(\$1Q3]H-_ M
=&I(#J-\$"_F*L]FZ!PQ7/6=CE_/T*T8NHT,*EZ6F/P7C.XQAMMV@EX]1Z_B
MZ)T;'RIA<9^P32B](Q2_0;!"9?T*Y3^CT[GNH3]: J#VCO>(%>%#DP,@GJM
M\$=Z3A,,+27.\$3^.%>@-4D:I-X?X/2&'7V=<(Y_|D|?YMK7WV"]W=@]MR':<5
MG\$@B]Z!RN>?D\B5L=QXFI8=7QL.1]O!2>WAC//Q-T+)2^H>D';?E>B=(O3VI M=T;"?
S]0KP;4Z;?<4R[=%S2WL1;L7X7OQ^K7L?HM[Y13]X7%/;NR?/UR? .I M?1R0;K?
E!5\1V0==589\97I' 2'+J2P:K&JVZD_'15>VWUXTMP^\$KQ(J(6E M\$G5:7?5V\;)?+
:2K4V/MF!2=7SF,U8]-G*]0:TO&9.[@3Z@ZMI'_P!02P,\$ M% @ O# &69;^TO8 !@ GB(!D
!X;"]W;W)K&ULK5IM<]HX\$/XK&JYST\ZD8)L70XXPDx! ?TKFT3+A>/W3N@[%:&I;
M5)*AN5]_|@O&+XH+5^5#L.7=9U?:A]5J]?1(Z#>V0XB#'V\$0L;O.CO/];:_' MO!T*
(>N2/8K\$DPVA(>3BEFY[;\$\1]%.E.,@9FC;JA1!'G=DT'5O2V93\$/, 1 M6E+
XC"\$].4!!>1XU]\$[IX%GO-WQ9* WF^[A%]T0_[Q?4G'7*U\|'**(81(!
MBC9WG7O]UM6'B4(J\3=&1U:Z!LE4UH1\2VX>_ ;N.EGB\$ N3Q! **CP.:HR!(MD(0?
WW/03F\$S42Q?G]#M=)B,FO(T)P\$7[#/=W>=<0?X: /C@#^3HXOR":4.
M>B1@Z7]PS&6U#O!BQDF8*PL/0AQEG_'!OA E!8\$C5S!R!:.N,'A%H9\KJ"]J5
M&.0*@TL5AKG"|- (YC'*%T:46S%S!O%1AG"N,T^AFX4ACN8 @3>@!]@.4L0 CL#G"-
V(P;%]1,. D% "-NUQX4X"VO-RTP^9:>,5 MTWWP1""^8\|"? .1+].UV_5&+?
D\LO[\$6QFDM'HQ6P]QU 5][088FC&0^#-O M5W^"5*CKKZHO+K?>EZA;EUN7J=N_-G?
GUYQWV]47R.L"+7/>:(EDOV!U\7K MO\9J2",
<;1E8(@I6"6_!U_LUXU2DRG]D3,W@!G*X9/^X97OHH;N.V" 8H@?4 MF?

W^FS[2_I#11"780B68I1+,5@GFJ 1S%8%5J#RFS' \J,HX31G3&%=EW-
8U^Y\1&181&;9&Y\$M:OR#_ /3P@*NHQ
M\$,7A6N0%LCM::*F8QQ&O@@*B!GR@:@)DXH(>^=0[A'-/\$IU9+'+O!B6UF%L
MBA)2_-4"V.KNM?FA:76B#256+956;=E<^Q*KCLR]B4305>1>A2&C@B&C]N\L MB=X?
\$!,<\$>6XV"6PEUR*VLO[!N*DU@&"' D#TK-"Y*&,-DS&15&S>61\$: '5 MJVN)<)E-2Z5-
^S*;SF5BKB+7*A0P"PJ8"I-\$0@>/A*\$X?*O,3[\$7\)%AD
M\$!\<4*D<@X!KZ8/L[E(V2K56=,ZD6M9T[0ZT65?9\$NE55LV5UW&')E[IHP[
MBMRK<&=<<&?+= (9FEC?>KF'6HMQJ\MHHRRR.
M]5J\$55JTFQ9'W5&M2G&:0N.N5G/+5>16);*3(K*3UL@N\F_PY;&=R&);JYCF
MK4:OC:W,HEFKORR5%NVF11';6N7H-(7,[J2V\$*XBMRJQU;5SZT-KC>Y]Q'&: MH_%!
[.C(BRGF6"1P],,+8C))XI2\$29[?BPH^];2)W:"9S \$,21QQ:0-\$:^20 M>C90]_%:,OS/2<\$?
=91KQI'HU@S'>\$XG]%!N4\$K%))2];7?|@M5^I_ M6?D_;W?
Q:B(J[:4J1;,071)'J5E78C:S6K);Y<^Y#ZJW-T+K_/&!+PHL<7@6
MA1,F_DU.'BD_%+4+8TA8QA M@S5*>[F]TH_;
(:++;]\$4')HYEXLR5_2)8C!8O4]RGKQ#4QA_T6TN7C-OZK9.] M*G&&S][<>()TBR,&
K01IK2N*29&LY&PO M=V]R:W-H965T(ZL3,=H#^][.=D)+*=KZ!6SGO7=^=Y"
[_HJR!SX'\$&B=
MDX(/C+D0BYIT\G@..>8=NH!"/DDIR[&06S8S^8(!3C0I)Z9C6;Z9XZPP@KX^
MNV%!GY:"9 7<,,3+/,?L\0H(70T,V]@J'_4WJ67*>8PHN1[EHCYP+@P4 (I+HFXI:M/4/OI
M*KV8\$JX_T:K">N<&BDLN:%Z3Y0WRK*B^|;K.PQ9!ZK03G)K@[!.|9PAN37"/
MC>#5!_8"-V:H*V;E7>=N! +'/0972&FT%)-+73V-5OF*RO4[V0BF'R:29X(
MKK^,OHXC=#?|\$4W0:0@"9X2?H??H?A*BTY,S=(*R HTS0F19>=|4,J9BFG&M M?
U7I._HNVA,"S'G*"H22%KXX6&^?X!O2J^-86=C^,HY*/BY+#K(M=XAQW*| MEON,CJ>
[;7;^+WKTS]%WDN\$VU7>UGOM<]8N8YH#N\!J%&8\Y24#]';XY8+)
MO_"OMGI7BEZ[HGJM]?@"QS PY'N+ UN"\$;Q]8_06A[9DOZ98^)IBT2N)[93%
M:|KB'5+?E\$7(LL!:=@0.;86H-'RMH=K!,K!MJV\NM_/;@G'L74S8@KF|V,5\$ M?V.
<[I/.CLEN8D][T&24IJ]"[A;))L&@U66E<;@6V.L[>[4:M('_/9BNHN^?S
M!:4=HWYCU#]H]+XSZ: 4\$F"8("ZP* 5ECP==^VW7V*O;Z!A0> PH>@%4N3:W MFDP.;*:
[.T.:CYXDJ^FE3%FLZS@ MB\$ J0UF=&PO=V]R:W-H965TM6&9A MC),T)
F@>'[/>F=BG/AQF#7+\$MQ!OTJUKD)GR1,CW[&8Z.^]8V8APA .642#^ M[QF[.
(HR)CZ.'R5II^HS:[A]_>&_.\$4NR2Z,]PQI;GG6\$'S/ VYXSS\$T/B,D@V@&9JS91>Y]_/6W%]A
MDDV4>T;YKR%OQ\;NY>3Z= _|>3* _!Q'4?KQZ_3AY|#]P|7/IWP+VYNKWS+_WK
M^^DW'WC^EZD[?0!"F8HC-*/X#-XO/? T8>/X,(\$W 51A\$/?GK697QD&7|W M*\$=Q48P"
[AB% ZY(PI8I),9GBG:>_KV TW[+O=(Y1;XZI8+J"7|8YT< |?Z M!*
%>XKQN/LW=U3FO*UW_S_WWG"&4]T1)^=S=O!-@F =KR/\$| S%#WW MU#UG6?(T7:\$
GW=X?RFFS[@S_047>V#]I@J*23+))EOB*P1OEX5OIZ.??Q M&(K
Y,:=@B>|"),D3!8\N48H"; J)%JV0T-BDLPKR 8Y6;8#/H\ _JRT^PY^W
M76VHGX:K^Y6K^UI7%ZLC:*R.HRA;%CP_9HOD\$TB*U<'0B\KW?86%HZ:!KHRQ
M>TV(5T#ZVS2C@> GF:97N]A_:"R?J"U?A*3=<)2\$ \$0H3<-YR--%F#"23[TV MPP?
2B/N"V3+B1+!:1MB68+0,&:AM/JEL/MEW<>%DUK*R3N2P]\$>"%:X"-!\$
M4 _=A|EN8&O8.*WN'6GO=-:4X"7Z"!XJ2E.)F=J;S/[A2H7+1Z:R6DMX:#XQ M2>:9)/,-
D36B,JJB,GJW'7ID,GPFR3R39+XALD;X;*M6X9;1;/JD:ZQM1]HI
ME*B>@/*4*'LH)!,E:FBILXF]57[86L.SJ1@FS[A('V")9PL,T!LVDK*_ [7%: MHEM:(5X[Q-
="FMZ M3>@UAO% @4+7N #GE?GA/)"-^%U8)ET69UTE;9#1<:' MHO4R2-
PF/161+2DM!:IG[W!!76O86BW]=@E5\KHU517 M@9%V6P6-Y T=3?.4*^|WW)H 65-
+\$X\$!42:" J,*#95-#OF :RU-]1K M[X-4!I3E+E^SXN&%"N58XO'47EQ^&U?
3ZEIC0[W&ON0E1F:K7DSH20[=AXRR M>4;9?%-
LS7#4>A^^W\L%:/3M@E\$VSRB;;XJM&<2Z7H%F7S% N8"P12FAP(@; M@J?B\$3<-
!6;7IE%7*O! _/N>'\@F]>-ZM@(BGP J(=. *MP.PX\H9U 0#W.^@W M(R"@?"COB+Y0'.U+
[A#MMK,0WU8OHP"3&47CE)QQ0*S\$ TMIW&U](4MG:W/IJ(,5WD7ZOP*&;! M+-Z-
5T^K+V(F^7<@PO,+^]2U%<|J^]0OOG>IZ80/;ZX0Y4DR!1&>|ZZLXQ,> M%5I\T5+
<,++*/]EX(HR1.+]<8C3#- /PW^>\$L->;K(/JNZ+QOU!+ P04 M" "\, 99\KZET\$,# "2% #0
'AL+W-T>6QE5&*MDW.I M=)7;97"_ I_ 7P/6#3 X-
%A08YB65[93#:Z"3Z"@;M^N"^MPKNFZ MV[L@6T)ULTFF2J=,-
VFZ9!,:#P7+P([F]P7,%":?Y@LT&I MS&R :1+<,VWXX!WYHVEQRU9F4TZK#/?
<.T#/_ W:=YTPR347;M*W]]][S*KW8< M]=_*8#(^!),'49.#0S"9'(#)_IM]:[[<9/0^%S*L
M3T*MX];.8:N)!G"H'9&?<\$@6VZ3!=,F%X;+N+7B:,OGDS&7E#9W:/[AV].WX
ME&5T*M2V_1VFUXV;\$[7-Q67*5BR=U%T]GU;- MP#9LUOH"PCYR55U^!.,XS(\ AN7!'&

!%!BAG@'(< MRX=,J@^6Q\|)[.6?:9)\$41QC*SJ9>!U,L'6+8_CQJV'>@('E@4Q_M];X;N,5
M\GP=8'OZ7(5@,\4K\$9LIOM: ^-<-
&\$GBWVTL#S"P7<.>8!Q)\$@R!6037:~!PCJQ/#Q[_V%,214GB1P#S.X@B#
(&G\$4@_NO8_"S7LJW/X7-8?2 M0\$3;8T.P6BP^0"X99K>J9!:GJ'>S"E!0 M93 |
!X;"JW;W)K8FJ\O:RYX;6S%FEM3HT@4@/!5YYFJ\9-PBTSEK\$* M\$Q*IB< ".CM/4RWI:-
<075G^6=*/2=3:FVO-:GZF98W2G!U\6M\$/4V
M'QJCD3/<WQ6I(3PI:Y'5LBSTQ>;"E10/URUS6CJ-! M^WG^WJ(TD\$@G8,5=9*&,P Y02 G
M!X3LU,=/' .2GPS4:-SD'D)\1R, ^TD\$LO\&)W!3OL\$=9CCVAQ\$F_9:N4W+D%E
M0FP3/[C29&'L>[[!&6/J&!. [8^[%_I4.TI7'%GZ@NQ/?7>G0)6GFWCRS27?-3
M:O/7I1^]CB6FD#&Q0[R9)DK\IF%TJB%FC#&Q,N:Z B8Z!;R,NTT#\$\28V!!? MW3C6A?
BJL6(V&!/K0 ='M\N9CI(?+#\R4)!M38.8F_&Q\$*8>V>PLAN8#0QB M&T1>D#3Q:=IC
GJ/*-2A\#J8F!D, ^G%&JLNT\|=;*= _E=_4NU^!\\$,=;!#; MHDG?
OK2#"AW6UVHU,\$\$8Q()H1F,Z@ G3_:].B-VX\$S/, "0:Q\$ _Q Q\MCJ?MW MIR,Q, 48U.,
((I:YS*2H_H!DF"L,8E?T9.OL0\HU1(?1Q!QB\$CL\$I.V;.)@X3&)QH/EI
M9QAK8N(PB<6!YN]=3'2.BM@B:/[./D!,3"DFL5)@!M];(S&WF,1N>4F;>] \$P
MGYC\$/D'SYVXMQ(QB\$ANER9)[8XYQ*)>[L"2U^Y* N82BWK*ZCGGFHN:R[P;/W2-
M@]@>O2E7'R1F\$808(IV\$A6YCAK&)#8-CPD*W,=?8!QVW.! 31(1Q,0L9!-;Z!7F@DO%
MKGB^\$ZSUYN_.9A\!&+YP"F*/C;,. ZQ)%S9HMPW#S'B:8"?
4NKS[,EX5"B(F99D)LFKZYOIY.24'XIM\$-!*LONVG(%\4 JZ\$G%&J\$!<_@'Z
MA(#'EW)HQUU\&G;J;EA\|^G857MQK'[5=?#>E>.S7#7=N5T/K)I^V,SGI?]
MMNZ:]7NS+;4LEU'WMS.JI\?;F8O7KZ[\S\1VL]FOR^JV_>=83N,!M@WD*@MZ#>
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M6PGT5M1;"/?16U%L)]-;)RQ("O17U5@*] %?56 KT5]58"O17U5@*] %?56 KT5
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T>6QE&PO=VJR M:V)O;VLN>&UL4\$L! A0#% @ O# &6 XML 87 Show.js IDEA: XBRL
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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.innerHTML=p+a.innerHTML.substring(1)}
XML 88 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
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.report .text .small { width: 10em; } .report sup { font-style: italic; } .report
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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": ["r116", "r966"] }, "us-gaap_AccountsReceivableMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableMember", "presentation": ["http://www.owenscorning.com/role/GENERALDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accounts Receivable", "label": "Accounts Receivable [Member]", "documentation": "Due from customers or clients for goods or services that have been delivered or sold." } } }, "auth_ref": ["r897"] }, "us-gaap_AccumulatedDefinedBenefitPlansAdjustmentNetTransitionIncludingPortionAttributableToNoncontrollingInterest": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedDefinedBenefitPlansAdjustmentNetTransitionIncludingPortionAttributableToNoncontrollingInterest", "presentation": ["http://www.owenscorning.com/role/CHANGESINACCUMULATEDOTHERCOMPREHENSIVEINCOME", "http://www.owenscorning.com/role/CHANGESINACCUMULATEDOTHERCOMPREHENSIVEINCOMEDetails"], "lang": { "en-us": { "role": { "terseLabel": "Pension and Other Postretirement Adjustment", "label": "Accumulated Defined Benefit Plans Adjustment, Net Transition Including Portion Attributable to Noncontrolling Interest [Member]", "documentation": "Accumulated other comprehensive income (loss) related to transition asset (obligation) component of defined benefit plans including the portion attributable to the noncontrolling interest." } } }, "auth_ref": ["r7", "r21", "r37", "r282", "r773", "r1100", "r1101"] }, "us-gaap_AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment", "crdr": "credit", "calculation": { "http://www.owenscorning.com/role/PROPERTYPLANTANDEQUIPMENTDetails": { "parentTag": "us-gaap_PropertyPlantAndEquipmentNet", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://www.owenscorning.com/role/PROPERTYPLANTANDEQUIPMENTDetails"], "lang": { "en-us": { "role": { "negatedLabel": "Accumulated depreciation", "label": "Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment", "documentation": "Amount of accumulated depreciation, depletion and amortization for physical assets used in the normal conduct of business to produce goods and services." } } }, "auth_ref": ["r48", "r263", "r767"] }, "us-gaap_AccumulatedForeignCurrencyAdjustmentIncludingPortionAttributableToNoncontrollingInterest": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedForeignCurrencyAdjustmentIncludingPortionAttributableToNoncontrollingInterest", "presentation": ["http://www.owenscorning.com/role/CHANGESINACCUMULATEDOTHERCOMPREHENSIVEINCOME", "http://www.owenscorning.com/role/CHANGESINACCUMULATEDOTHERCOMPREHENSIVEINCOMEDetails"], "lang": { "en-us": { "role": { "terseLabel": "Currency Translation Adjustment", "label": "Accumulated Foreign Currency Adjustment Including Portion Attributable to Noncontrolling Interest [Member]", "documentation": "Accumulated other comprehensive income (loss) resulting from 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, including the portion attributable to the noncontrolling interest." } } }, "auth_ref": ["r4", "r21", "r37", "r138", "r139", "r282", "r773", "r1100", "r1101"] }, "us-gaap_AccumulatedNetGainLossFromCashFlowHedgesIncludingPortionAttributableToNoncontrollingInterest": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedNetGainLossFromCashFlowHedgesIncludingPortionAttributableToNoncontrollingInterest", "presentation": ["http://www.owenscorning.com/role/CHANGESINACCUMULATEDOTHERCOMPREHENSIVEINCOME", "http://www.owenscorning.com/role/CHANGESINACCUMULATEDOTHERCOMPREHENSIVEINCOMEDetails"], "lang": { "en-us": { "role": { "terseLabel": "Currency Translation Adjustment", "label": "Accumulated Foreign Currency Adjustment Including Portion Attributable to Noncontrolling Interest [Member]", "documentation": "Accumulated other comprehensive income (loss) resulting from 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, including the portion attributable to the noncontrolling interest." } } }, "auth_ref": ["r4", "r21", "r37", "r138", "r139", "r282", "r773", "r1100", "r1101"] } } }

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 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
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 This may include a description of a business combination or divestiture (or series of
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 issuance of shares (interests) by the non-wholly owned subsidiary to the parent entity
 for other than cash, and a buyback of shares (interest) by the non-wholly owned
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 intended for resale. Includes, but is not limited to, work of art, historical treasure, and
 similar asset classified as collections." } } }, "auth_ref": ["r159", "r207", "r208", "r209"
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 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
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 goods and services and not intended for resale. Examples include, but are not limited
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 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": ["r16"] }, "us-
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 software." } } }, "auth_ref": ["r160", "r698"] }, "oc_ProtectivePackagingExitMember":
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 "http://www.owenscorning.com/role/STOCKCOMPENSATIONNarrativeDetails"], "lang":
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 2024 and \$11 at December\u00a031, 2023", "label": "Receivables, Net, Current",
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 accounts receivable, notes and loans receivable, as well as any other types of
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 to an amount that approximates their net realizable value." } } }, "auth_ref": ["r966"]
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 which are redeemable by the (parent) entity (1) at a fixed or determinable price on a
 fixed or determinable date, (2) at the option of the holder of the noncontrolling
 interest, or (3) upon occurrence of an event that is not solely within the control of the
 (parent) entity. This item includes noncontrolling interest holder's ownership (or
 holders' ownership) regardless of the type of equity interest (common, preferred,
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 but is not limited to, affiliate, other entity for which investment is accounted for under
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 member of immediate family, and other party that may be prevented from pursuing
 separate interests because of control, significant influence, or ownership interest." } }
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 and principal owner, management, and members of immediate family." } } },
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This table does not include leveraged buyouts." } } }, "auth_ref": ["r69", "r72"] }, "us-gaap_ScheduleOfDebtInstrumentsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfDebtInstrumentsTextBlock", "presentation": ["http://www.owenscorning.com/role/DEBTTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Long-term Debt Instruments", "label": "Schedule of Long-Term Debt Instruments [Table Text Block]", "documentation": "Tabular disclosure of long-debt instruments or arrangements, including identification, terms, features, collateral requirements and other information necessary to a fair presentation. These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the entity, if longer." } } }, "auth_ref": ["r33", "r54", "r55", "r104", "r169", "r170", "r933", "r935", "r1113", "r1222"] }, "us-gaap_ScheduleOfDefinedBenefitPlansDisclosuresTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfDefinedBenefitPlansDisclosuresTable", "presentation": ["http://www.owenscorning.com/role/PENSIONPLANSANDOTHERPOSTRETIREMENTBEN", "lang": { "en-us": { "role": { "terseLabel": "Schedule of Defined Benefit Plans Disclosures [Table]", "label": "Defined Benefit Plan [Table]", "documentation": "Disclosure of information about individual defined benefit pension plan or other postretirement defined benefit plan. It may be appropriate to group certain similar plans. Also includes schedule for fair value of plan assets by major categories of plan assets 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 or liabilities (Level 1), Significant other observable inputs (Level 2), and significant unobservable inputs (Level 3)." } } }, "auth_ref": ["r19", "r60", "r61", "r62", "r63"] }, "us-gaap_ScheduleOfDerivativeInstrumentsGainLossInStatementOfFinancialPerformanceTe": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfDerivativeInstrumentsGainLossInStatementOfFinancialPerformanceTextBlo", "presentation": ["http://www.owenscorning.com/role/DERIVATIVEFINANCIALINSTRUMENTSTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Fair Value Derivative Instruments Statements of Earnings Location", "label": "Derivative Instruments, Gain (Loss) [Table Text Block]", "documentation": "Tabular disclosure of the location and amount of derivative instruments and nonderivative instruments designated as hedging instruments reported before netting adjustments, and the amount of gain (loss) on derivative instruments and nonderivative instruments designated and qualified as hedging instruments." } } }, "auth_ref": ["r91", "r93", "r654"] }, "us-gaap_ScheduleOfDerivativeInstrumentsInStatementOfFinancialPositionFairValueTextBl": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfDerivativeInstrumentsInStatementOfFinancialPositionFairValueTextBlock", "presentation": ["http://www.owenscorning.com/role/DERIVATIVEFINANCIALINSTRUMENTSTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Derivative Assets and Liabilities at Fair Value", "label": "Schedule of Derivative Instruments in Statement of Financial Position, Fair Value [Table Text Block]", "documentation": "Tabular disclosure of the location and fair value amounts of derivative instruments (and nonderivative instruments that are designated and qualify as hedging instruments) reported in the statement of financial position." } } }, "auth_ref": ["r92"] }, "oc_ScheduleOfEarningsBeforeInterestAndTaxesTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://www.owenscorning.com/20240630", "localname": "ScheduleOfEarningsBeforeInterestAndTaxesTableTextBlock", "presentation": ["http://www.owenscorning.com/role/SEGMENTINFORMATIONTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Earnings before Interest and Taxes", "label": "Schedule of Earnings before Interest and Taxes [Table Text Block]", "documentation": "Tabular disclosure of all significant reconciling items in the reconciliation of earnings before interest and taxes from reportable segments, to the entity's consolidated earnings before interest and taxes." } } }, "auth_ref": [] }, "us-

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employee benefit plans including service cost, interest cost, expected return on plan
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May include but not limited to the following: (a) acquired receivables; (b) contingencies recognized at the acquisition date; and (c) the fair value of noncontrolling interests in the acquiree." } } }, "auth_ref": ["r178"] }, "us-gaap_ScheduleOfRelatedPartyTransactionsByRelatedPartyTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRelatedPartyTransactionsByRelatedPartyTable", "presentation": ["http://www.owenscorning.com/role/GENERALDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Related Party Transactions, by Related Party [Table]", "label": "Related Party Transaction [Table]", "documentation": "Disclosure of information about related party transaction." } } }, "auth_ref": ["r102", "r103", "r857", "r858", "r859"] }, "us-gaap_ScheduleOfRestructuringAndRelatedCostsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRestructuringAndRelatedCostsTable", "presentation": ["http://www.owenscorning.com/role/RESTRUCTURINGACQUISITIONANDDIVESTITUREI"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Restructuring and Related Costs [Table]", "label": "Restructuring Cost [Table]", "documentation": "Disclosure of information about restructuring cost. 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 combined revenue, internal and external, of all operating segments b) the absolute
 amount of its reported profit or loss is 10 percent or more of the greater, in absolute
 amount of 1) the combined reported profit of all operating segments that did not
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 a loss c) its assets are 10 percent or more of the combined assets of all operating
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 credit, warranty, and advertising) are expenses that can be directly linked to the sale of
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represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, combination of market, performance or service condition." } } },

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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": ["r602"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssu { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumpti "presentation": ["http://www.owenscorning.com/role/STOCKCOMPENSATIONNarrativeDetails"], "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": ["r604"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems", "presentation": ["http://www.owenscorning.com/role/STOCKCOMPENSATIONGrantDateFairValueOfUnits "http://www.owenscorning.com/role/STOCKCOMPENSATIONNarrativeDetails", "http://www.owenscorning.com/role/STOCKCOMPENSATIONPerformanceStockUnitsDet "http://www.owenscorning.com/role/STOCKCOMPENSATIONRestrictedStockUnitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Share-based Compensation Arrangement by Share-based Payment Award [Line Items]", "verboseLabel": "Share-based Compensation Arrangement by Share-based Payment Award [Line Items]", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r576", "r578", "r580", "r581", "r582", "r583", "r584", "r585", "r586", "r587", "r588", "r589", "r590", "r591", "r592", "r593", "r594", "r595", "r596", "r597", "r598", "r599", "r600", "r601", "r602", "r603", "r604", "r605"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardMaximumEmp { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardMaximumEmployee "presentation": ["http://www.owenscorning.com/role/STOCKCOMPENSATIONNarrativeDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Maximum employee subscription rate", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Maximum Employee Subscription Rate", "documentation": "The highest percentage of annual salary that an employee is permitted to utilize with respect to the plan." } } }, "auth_ref": ["r64"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSha { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesA "presentation": ["http://www.owenscorning.com/role/STOCKCOMPENSATIONNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Number of shares available for grant", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant", "documentation": "The difference between the maximum number of shares (or other type of equity) authorized for issuance under the plan (including the effects of amendments and adjustments), and the sum of: 1) the number of shares (or other type of equity) already issued upon exercise of options or other equity-based awards under the plan; and 2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable." } } }, "auth_ref": ["r64"] }, "oc_ShareBasedCompensationArrangementByShareBasedPaymentAwardOfferingPeriod { "xbrltype": "durationItemType", "nsuri": "http://www.owenscorning.com/20240630", "localname":

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MAVN'P6/G1SYC;PTL29*H=@Y"6UHY, B|@Z-!4+=A M@"7@_L'4P!_ -
XJIB.9|)&@UEI*L[Y1K*Y^AD@&.A=I8:7"6Z@"Q8 TGJQ< M&U@Z8LUX;E_/T'C
\$@9KZEG2R!*1QT(S?L)/3K4#-DD'I9VL7!O8C/[|Q'.6 MGDVB|#_>(*Q//FE(5&*?T)I@S
\$65+_S PA29JWG'HJO|>[:6(;D9;(:5>5 M,MA\$> .)=#L<.=X;G6
IGJ9=|IO]KN=7RJJ8=3Y/I]G ZHG=Y:5CTH|S (F2 MV4R\$G61(40:;FL;Q-O/%\458>A; ?&
(3|>KNO=>2X7BN|Y#KM\$U!_0G;WICC8Z(RDR MM0*6 LBS!HTD-0B6*LBW|I-;T*B
I13RK\$ \$J20V"I1YRIT\$([&P%+)^1;W5G M1"Q6P/\$JYZ'NC-B
*C@"YSS4G5\$.6P5'_N16W2D11U5PQ-\$Y:-!(4H,YXI%6 MNR"+/8P++=Y1T2EDLCL?
G\$J3):J.2*6)%9IDDQ3-4=,D|OJ38ZXJ.:(>I)8 MI4ER4=4<<5&RJ10".57-\$3DEM?
XS8JNJ.6*KI-9_1O15+4?TE=3ZSXC/JN6(MSY)-
_RD17+4<\$5P2JS1)QJN6(|+:>TKL=UO7A!|;WA-0D&7QSOY3=J/=\$ MG!:3)+EJ.2*YY-
)BDKQ6+4>|EFQ:3([WJ.6(RI)+BTFR5[4*H9%-Y1K14/4>TE&PJSXB)JN>(B9) Y2F13_4?
[3I:ZJQN7TBLL^,<-BW_-"UPMI M0>DSM_Q(^|&OA7Y1U^H*_JDH*,SG_GS.
V5C|/0CABG,1^GD=XX*T+OU0K_61,_ZYKX MV6_#4T5/ZOB)[_2T*M'O%%Y_D;E]-
ZH*B1?K8DW\$O]NB#=#JB/&KFOAIB">I M'_ \$NE?
F[5%]|%S'RJM!10R"_414_A7;4BGB+8VRV.G^+:GIO43<\$HLIBM)1 M^C%V49N/N9;:F
V#X|IEM5SO&=4>Z=<:;)JGW:I6>_B|.)"R^\$X10?'Q#VRT.J/TT"* *ME5'X|
<6VPL&5IJK_IR"N:WX*1L2=76UZCN=?_85%:VJ_['/ I=BGPQMŸ^WJ M;UT6?
@7*'7U1'KTA&-C_H>S&[!GBUY?)0VNJ^I%)@GJ_G(PZ&B1|,+^*C8F &8LR|&G_U)?
=DN^5FAV>0*L>'WE MFD=[++W^=\$F8.KAP9UI9TXUX-"L)_?*I#Q7G@S&=GEH?
&541V%AH|FIYY_M^>YNV^Y3V*A5)H&T)%EH_KAK=V]OE\$ZWU;WM@!|JMY_;ZQV.
[V|[M**V|&^7V M?Z|_:]U]O56N[|];WSGT*/?="N2E=EQ1=K90;X(?)Y?|Q
MN|+|M>NY=^,ANXF13).D1VYQ)D|(7,+S280:5S>.>.>99&N] 6!"^L,|N:&IJ M|7?
A+Q=W:2H;WWU("?F"D-O=-5@@SR]*,J1HOC ZTRS>J'YWWJ|
MU,J5CQN5F^K;1T/V]Q^MQ^[MX|= _*H^W#_>/7>7AQV/G1^NNJW30%>9)NLQ=
M*)JAW#|J6N6#|J8MR_T7I_G:K+#F9N8-I77?YQUK#*,L&UR^>KX0#JOPY4ZTR
MX3H4RN8LZP";?A!OYW04RL(N;+87XI#=#HL!_UK1(F_%-TK|(G5G4#\$\$S;^/ M7?
K??]&JZD=#O5 X-?,>-7!%'(TTSS_!B%N^31SEAVN;GD65|YT3>X9%^>I> MKJ\$|=0WE-
==P\$|_0_?99>J7N8^NNTQ: ^!|T2AE/9+32%@60|CVAD,[X(LDRA>;Y:/,/_:H?Z5L?
+_8KOM6 MK(SPFT[N.?)%1:(%PU#4U6)8O%H;|JO,!|IDQUPEQ/R\$T|F JD6FN*;;F5Z
M2'|=|L9Q0#N*.5W;(GF;&R5)N7XD9"@%PBL.'O[A" B4849.OXUF*[2IV&"CF M0 2'ZQE-
)O/SJB&+.H79""J"B2NR@3AD%-"KV3| ^6G8PV*^XDO?9RB
MMN>%H3>|XES:,_5#VR3.5&E"?Y./IS1;HU&J5.L<6J/'_M^:/7A*PI78^" [7
M_ZY72^6J%OF16HK^^Z9;54MZI9'(G8R243,2N9.FENJU:B*W*M= *%6.[I"Z%
MY/W9AU-HU 6UQK[#5,Z|P1?J9I>,B,7K6ZY416-77<*^;/IZJ]=K^MH7]-\$K
M_|JZKUT#L3%,KJXA2[KS2+U%8.2]O70&J|\$3=2YE/A)I::'8]AUK>>YE?
|,'KKCQ\$^,9[_X%-NLP/+M9N-*;PW];SHL,> M|N"QF=WY_ ^W19-J?/D+GTU.UTHC-
!@-.OJ8ORJ>3D<|\$8^(HJ|7:HY#^YDG M9,R?TF#_!21)5I4_Q
<&1W7+IV0%"@:#@K8&A%_VP-LWCWGB(O[KBBG>_X""-9 > PF)FHO 5 MA
P7+V,28W>7+0ACW% RJI|O)D"E)WZHO M\$UDF#9EZK
"VP^9/WPYM=L,)GTE]9C&CL1^,.;\$9>@J|0F0IFOZA]PN???D2 M4|L_K_8)0J622=
<.)T5LE)@#Q62.(T@C15H+!B4A#.80YM:R)8ZZ:F^TJ3:W5F&6SL?[3|W|.,*G,;K&;
(HE#80#F^H;_5JJP!-SK_VWEC,2YE0AKR<|F5 !1G+Y^O%6N65|D'|9;(:." !BYD=-
M|3QYF& MQCP, ^'-L|R" S?T].KV W7D:|TR^JAFO|F|(*)*YGW^1#F=Z,%V8%8B1BI#QI
M:*B*1=Z"4JQD-E,D|\$L>38X."2?E9]QKA20:_Z3!L06H?|
;+5(VFYR,MZYXZ!/ +SET:TN:XXJ; M>Kfy6VN@6]O@UM U 7!-S!L0Q2\$^BY^(:3+7Y/-V-

,):?1[31/Y584@N1GX0 M#)E/8T_Q9Y,|LY|AD\;!0_AV.U8R,,9OR?ER?
=>PL' LXQ*+Z*@8F\7;, (MZ M8K'ZPDEQG;WFAA&*C[6/L\MV7K\Y?
+, +>1@WO7C#6&=7VN[\$];),MJC/ M/E M:/1*4?9T=Z=E4EDB55(GR=1>M7)&J:%&?
[00_RGMK0[G;AS:7U/-/(&Y4X. M*CK@<8M_S2SPR?/?YAO,U\$+SFS#AUI*%BDO?
SXQ11>""<1:GD/31,Y*Z/B)# M?^3MTE2;9U-X5+VKYF, MTO:=W81 /H\#=#J,@6-T[V]=?
J<6&YP3S-0U=6\#B\)\HZB?!R&QTQGRM:9N+X
M*J1Q/1'&;M3HL5"30IGL_HL6I\YM^UMR2%XF%9GZVOTH0D[0<&PJ;/9H]5G'9JWG<1S[
*|WF_#X M[@A^,6]6:!'?"A2^'<*V-I4J]&_! (+U&I9\$E!K@0&5Q(J./,(*=|8\$"R)@='
M[>8#./O)Q?)/-OZ])Q[^V-@>Q-BX:Q_J:L%Z @00+D)[+<%+M<9/;"33]6)7-
K[A<_1LLF3W4N>8*!>:]>I%HUR_,*KSTMG9
M4)N3RHI@!EM_O2K5G!1G!#N*,RZ4%^I3Q5L,M)3]GOF,[_?']|6);)1?[CTW
M\B9SV+1/WS-=ZT:WH!L%>,P\U?V:>]7T_MGC]]6KS_GH#?Q&[M/-%BSZ?
D9Y'TV4.OB/-"W@(>Q6 3/M!-^#(H%:Y7C+U+A4M:N9((D5PKJ8UD
MMH+7M%*CF@R[K1DEH[%]+WC,A#23C7T1":+/07V:-#CF3KV%+:RG^>^|M %^
MH^7A%>A1F?MD^<0)"!4"1^5 JYS+/\$=L,:QQB2L/!!>E;CF>4^UB"!,<+.Q
MH4KW4JFV09,)>Y#JN;J&*-<)C9+#\$=JH?G0>NPJ;5'/H&D?E2_MN];==;OU
M36'9YOWCJY;H5?=A)]*Q98?4^N4@#_(>#?F8X)(,4\$Y'T\=R4X5F.Z3#*7=1
M2I&FMRCRZZ^T^@CCC63 517Y M2N YMB76YA?XXFG]+9FVU"/- (/+/"C;V!Y=HC|X@>
JB^C=T"(::(7GGG'3X3A_".)YT!IO=&I.@' "JY@GX (:9 M(H:V-
4H0)0L#SV\$W%CYA6D4@[:LJDY.|T;WE!;M5=&|(D2T0*6]/@D@P4+XX
MW@L&/+E1=UURCX! 2 ((O.>/%[(QA9ZRX@#.EW]'8"4 K+):&JE]2).Y2MU MJ4|P":?
EXTKNF'V?[[8Q!. M?Q4ZIS.".D4O-(THY]1VGYEO\GR;8EZ;&TUKLJ_H(1*20\$*ET"Q'V?P-
&]*S MV!FVE.*VW2#TQX?GN.@(*I?DWU)#Y&0!!+JA68EDHCP/.O%=AS1 >]>[']O
MNR%QGVR^9:|5!+B\GR,(:#5T!HB\$:KG0K\$8Y@P??
&S'9OUTH#XXX0[(2D?"OFEIHUJ*|0,MD)CJI!H%3?VY4K:MH](B\$NEYHUB,) M ?
N9!J\$=CGUD ?.C:AU90\$3"OQI:H=F,(OH_B,^;?2'QGR-%H\DC\$A@2>)]JG
MEA3ED7).WPS%D3\7R[&]R.Z7IOWB(^|51RWEV@N0||L/#'1< \$ D_(O=B'D\$
MC7F\$&|I#B_.M61S\$,H,"B(0C1FW@]|CSZ;W3F# 'RRMZCVP6=VGX?3X4>4S M=6G?
QGD^1^HW9&_Q@5!(! H-Y@EFA7ZB/R]3!S?Y;S;IV<[D^.2%7_A.PG"Z M71?]0"Z4;V#
CU#XEZ:)*M"9'YB<9,_,^+X #<@Y\$O-!I;U(!08%'B%UZS*
M;]ZD2QS2(8Q<]*^92V:WI#JG3)*R[HY4C!Y1V- MX='6SP(*AL'KM^=YO3A?
+N# 'S[5,]8D* +(=?-M O2V!QM4JA M^3L_-L.)UOMN8ME?
W!FOW,/|7@!K[E76CUO""K?B?^3ALJC'?Q\$MYL;\$%1V
M=)E\$MRN%VYVDWF7TO3*877UR'JO="/^|H/OF=3"[4VYTO"I""N>F0D 2NF=
MF5G79H=F+D|-O._^=ONX?&(FGI)Y/C.]@@=DRC %U,N%YC?Z1)S)[\$XM/0L M5[JM[-
C;@-Y4"F|Z/7.XA3Y5!KNK%9J[7>W*/+KK[3Z",&=
M\$+C+A6:""9W@R0OY4FIUZQ[MRY#T'#K|>[1&3.J&U)^JI/FIYU^^N]W2UZ:O
M4*ZP=QQYDP;?5SYOZ&T_TX\OMA4.IK',\KR%O 7=[2X(:V6UR6Q/N7 M.'FUM
ZH6GK[6/8X3*C0['+P\L5JOL,B^KC8&) Y812OE=7>C='Y|[K1OVJW']FV\$"(I)?
K^KG/_K7W#=':SI#KE_HMRVQ+O!|=
M/HQ=,K;LD%J_P!^K[2KLM@YO)'&AT%>3CD+1D3#@'0D5,O3&:/Z([1|_ '@>A
MW7]+^D4:L2:/B>' /ABFBMT44Y;-9M,@&XI!10*]F_@X:WYCN^)^XDL?IV8]
M#;UXE/) ^;Q=_X|G'BP"FI\$Z"F&G&.'WRJ.,2^^AR_>^52DDM1W^DEK3(OV^Z
M5:-4KY9S?:?ZUCM%LPR-([83^M|+Y-]ZG'QN8L(9<:)1^^Y8#,BB&*I|9|<- M
N66Q9&6R #^/G:I8J@7&[G2/+Q[QWZ-^>;1P-\$J,9"3)(6<*CN^ZAH3'4'] M@
'\$;X6G[NU<,'K7&QMG]|;G MKN=[I28/Y]|\%L];Q>D039/2?O]C*GXV"Q=
[=]M5.JUO2VGN% B)24!59)## M7]-[_X_OER1 O?@G^Y5S>%]|8HJ>B6/7#A|YF3<.K
*S"9>/7OS!+#+#L*AI
M#XD3_%HHLK#7)4/*KRP^\$3*Z>J3/U!W3H*!,BGY^+=BOX94['A8M3W"&_)O,
MMMB;4Q\$UZ=???\$ _J3*LZ_M.EZ_%1699|Y?6]WOI2#<@MSG L2"ZNO2"|W_U/"MHN5:'
M^L^V28..YUC[&DBYT-0N&KI^K(%\$8_&0V0%1\$#>03@X%%8Z"NJ8A"@ "B8\$?0
MF!P*^!G3%Y4R^@*(-@1("6'@II 0>7H-#LA%)R"E!:#,FK 8Z>OOA<\$RJ2^
MY*#0*9'T2FXKVA%7"1\$ _^%|]?#B,LHUYHUJLU&5(0)1\$12,=9V1#0*S5KEZ/D2
M\$0\$*\$3OBK15\$[#6UEE4>9E?*Z\$+R!9@=H=D1@-\$X8(SRT7D9TE?)H.+^X?:Q
MU>6%|;? _^W![U]G"8>WQYCMV=|KS_4-
C]2CH:0W@6)@)R>S)945(4J/V\$P?;#*RX5FN9I47(0J/V\$X?+##
M*TSEQRJ1)*3RA*)=.4*=CFE3UYR<;QI2<^"RYSZ]'1?DG =KO[-(-*#\$-P?,
M"F[H,W6|\$3_A>[,)]!6:HVL9<'DFBYK'_11=8Q%- '14-4-\$[2_CV4W2]T*Q6 M4-\$

%;VS(FT_13<*S4H5B*)W!"^S?>VBF\E&6BC[J_ U(%UU5N3?5V*["G,@ M
9DT2@KLD"+7MV\8)E77)?#?O""X=_ GQ2??]+\2T'3M\6UTIZ=NOU^K^A_K>
MNF>MJ'QKJOPU M)1N%IA:QL>D7Y/O27.86QQ5,Z;T+Q:4A4GP'Q#9"C-.,+BC\$05D%;
[J0C]Z MY0KS_Y/&+3'T6BDT#175"E"MFT.2&&JM,G,J]?M41]7HZNBZ>7FN%)IAM+[CA
M8=Z"T N)HW@CRE>&W:=\$BJK.N4YUQV+D_4S0,UN),)0Z7X,_>F+#^F50N-BQ
M=AD"%XU"4S]^'0MQ 0H7.Y8Z8^"BJA::U3KN=|@7+G:LC,;!!3_X0)=B'CF4
M^)&P*6)TF\C%GH?VW?7][J]MCJ*!SMIJXT5?;-;TAY?1HA-WH+/ZJ),47@?"G
MB(S8|=69/!.1|?/M(@,4,B(&X%M14:9;UM/BHQ\$9,! 1MP8;!D9>^T]K8J> M0*J>%-
L)*TB+7A4\$\$\$H=M:\$[MN<4%%V8+O9Y9R=%>R\|K\5; QL_^]=Y4'EB. MPN[5C3T/8IK^?
|3%W:MS>7=5;YBD#VJ]/Y5WV""=1>"H];C5*M M834*:>P%DJEX@[JZ [N8,=H5(Z[J
!S1V=<9',%U"WQ7?;BP6?*#(>V^1\$X- B9J77):Q0O7%,Y MOY74QC?,56'@8W,EU=
[XT)#ERA|^-I=D[8T/G7-=4E 6B(\2KMVX6,OQJMF M(.,%"B,S?1Y?B7X>BU)5F-
ADXK"V\KNB/Z A M6#S2+#V>+.JVOC,XFWZ3?
_&]X37[JNV.F3BF" _F>.\]Q^'4BO;EJ#7W"Q&F[MQ']KAW08,._
^I[HL/>S'5\$^(EZH6D\IL:45FHU:4AW:TL/6>1!_7%*2%YG MU!^R?L<%ELPXIAGDM*
(AP@#T0E-+;&|GD@0G#_#BZ)@O<1R_P(\$ZSBK0BJ-C MWE.F<70-!>HXJX
GCHXY;5^!8L?GO02ITNN[,6W^2?MJVM;!)B'_R#2L16@_R)F+_3<.!9K;E@(PR@R@P
2,,6U'2|8J|#-5V+*JE&36>O MZQ@ M7R;'OD9OS&ZH_) "7HQG'??&866>Z]3 M_4>Z
G"1]E]3>GG8_B^ML#C"H_\$EEWKJ?=N3F/,0]@C[V%SK+M@W.-V*L\$?8 M
WCKM/*@==BSYYV\$6\$;<(^Y/RIWOQ+W&^?.D2F(!]>U8WVUBL,=:WIB3S+";
M]&THLYRE1 ^WCRP!^O[]_D[I_-9ZO-V>(\TO[=Y?_[]O]]N;A|WES,D)E"5 MBW-
SPHMW3VRWDASGU7TF@6T>4WR=T^DJ)Y/2_4[^+3K2FX_GYNFK4HFWU;
M@&0^1ZF+.4IG.4GI^+. D]NW@4J'XW(2JON0(\V]L9QQ2ZYAEW[R9;M0KYL]T]POT
MIS"),MZJ"/63ZI&4YK2#V,T)=O<+];=@M\;Q6TOJB ;\$+F(WX6!_"W;K(MP_
MNMTQ8A>QFTZXOP6[C4*S5DJL9R?6(!Y5@RC3DMH?M^VOOW5O;Y36/VX?6U]O
M5Y;5#ELE>R>%O=>2H'[_K-+8R-6JG%>6; 3@ ?>^P?;BRLI[[_V'N#6U6NP5 MR1.]&P]
[U+_O"T\>W(_#("0NE]JB,,H2]#40K->*V"/"Z#J+Z>L?MYQ5"T= M78:
(ZD]'_5K*ZM>%]0/*1E#]FVO.DE>_(:S_Z+6GTP3T^2K4V<#@Q\)_#AM5
M)AG\3\$6[9@91%E!F#K!>PH[#0 %P6/BS#P JS 5JQ\^ " ! (= ^*@*#P!E M%1L!D\$@(M |
:L(#0"EZ%\$'0I=@5?G+|Z%P_"OY/XO_-X6K9S\U/\,<,/DL(M-"EO+Y"T^==CH:L[H
HQ36_ ('OW&^P[=>2&[>>@I(?ODVG/%5A;";%?Y8KO\$ M-6WB*)V0_6'(1ATHS)X5-
FC>K>C)9Q^-B!_R#MCLVP%=NK"T41#3X90K;+PC M+
["YK5_YU"&A_4P_OMA6.)AYJJ5O30ST2EU\A?384)F3V?B531)O?NKYW-"7 MQ[?|D]^""^R:
[:C54PZK6:(WJ9;5<[QG5'NG7&R:I]VJ5GOXOK5&8?6G@SQX]
M8FZPV/,I^5DD??;4*^*|D+> ^Y:EP0UMM[@LB?DGE]
M;W*TSA7SKM3G5[\$Q\$3!C408^GYK^LEL_;&;IBEY;##|Z" .S\$^7D)F=D<:< M
XI*I+Q3?::O,7R6'Q1&UJA6>:R58I1EI6IC*/P56BN;AYKW=THG1^?.^V;
M=NNQO;0F!G7XU_=WG?MO[9L67];K=-E_OM_>=30*_1>^N/?P>/L;>[WV/V[7
M6_M"?;/8Y>, +9M-/_ 'ZOM*NRV#C^ +_9H_ST.0KO_EO1P&['E/ M.)]7Q5X^-A"C)Z-?
O'Q]DRN>V*^XDO?1P2_XE-7-/F,];[^)H\<:3CZ=3 M6J->JAAU/JM-F<7I@Z<37HF-[W+]
[^6246]\$?J*6M,B_:[I3I5'2ZY5\$;E4K
MU54=W)W4:00GA]QI^YAV\,,QE^*W7E9=NRPBIIYY8/JA63ETV45+E.[MN\$"BW
M+%2Q1)#Y][%+%4.]V,@RR_J'^?LUYMLF?G:VFMP.YJD?>[>#?Y_>N+&7.+:%
M]*G2/:N^_[099|0 ID'AL MT?_>*"-DW(<#ZBN\KL&G ^H&]C.='?NP6/VDHV^NQ[U/7?%-
"G]W%\$>OQ"K&XS?':&N7# LG\W]-, <49G2] M;\$5+I_MZ/ANE.QM==S&XUGQL7?
(:Y4[U0G.]Q%LG0P4O1@=2AYQ\A>WF2M7DO#1*#3+4+8U'MO3Y-
#D4+K,ZX%C@B=;+.#S!*P\H+0 MIZ'MBVT-&6=A-[3/AFQ]IB[[1_C@L#=E\$/S!ONPQ0?
Z'6E^)[8JS+7T[8(_ M&?OLYP.3A6TWAA;9GY=ED M=?
+VQ3@NJXL_QTX=+)M0Q54/*]YU&1ZQ)EDC\K1V/*<;V\$'MF<&C N*L9H1'
M4@QFPO"HHO> !X\C\$KB\$X<&[7&T;TG13LY=7Y-@|,7Q
M7OC8Z#S&Y;O""ZGID""P^TR&?"@;, %B/= %&3N/VX23F+MVE\$SL=))F1@HBQV(@QCI5\$
MJ!2:217- CA'9U2R93W(F97@MOU0N),E\UB%N(><_3 \$=NXX)GTR3/3;59<
M9;'=>AG,WLQ'JON=SA8I)V+BM^&CQF;[I XA0I!D[DZ2H\$&VP:5>: #;6HP)T
M)R"0*544B=@I >2(SM02-YD8D=+P0/8N+.UHAW5\$Q\$&-#,>]ILS
MYJ)YX%4SGML*0]_NC45KOJYWY[G\0;[GL/\$]M7E/%QJ\$ \$09740M-74^*MLG> M+9|
[H'9\$>2< E%9H&I6CCP-&0 \$!U(X*C1, 2FE"&6>4/0NJ[I'X\$<>I=_ MH*12)W0T9-:A@=6Z
/\$0EQQ, 0]5Q ,\,2M,DL!#U+4X\Z.31#TVQ<(\[^ MJF0:ZAI,@)8WYE%93BA-
I=7M/K8_ ^BV/G^[5;KWRLHQ,0=F"M'2BI7X@00?

M#^T]%U,&L%WE:6+N*. =73X&SC:>2=%LRHFF MSO7!P[RG)1X\C \H28=|IC]
M&|K|+6,: "H5|P/S5/=0?,P8+1C!5QCTU[OD|= '/8N;I&VCB#8QW/!&V\$ML3;4O OJ/A
M7#%[.JRJ<%AU; !L\$ \$0\$[3'8# M:5S_4J4/I\$'96F53;?68Z\7R;XL:8@SW=
M3(AO#.5[.SC>N_6B4CNZ(186LI_>P1VE^ 970-8X>O^J_!7K"64!!XAQ@[7*Z39\$D+
<'%_4>"L+%8_L@ZC?'1XVGGXUGMK)'C_N M??Z[40/NZB:M'A-P=?M**
(=VLHO:6361_4*1FEYH&A2B2LVC#=@:8
MV<6H'849@V.F<;S7/05F3DTS9P&,|!|;L>&|72@LMN;NUK7\$RNB(U[N*;KH8
M91[J76>RY<<"A2W7NIW)]8" |K|9)](LJF%-? \$0A[N,Q\$@5#A'K1>7E^3D"MN MEZLYD\$
M|Y|7>1.&BVK|Z&;5&."=WK\$=K'2QFF,TDMHJBL%JA=U/G!E1>JBE\$>1\$#L7-Y. 1":J'?
0)5GV MSD4L>\$/[U/>I-3U:BQ^I=6"YSWG\$"#O|Y\$R(52NT M=^+&=^*4+QJ-I-
8KTZX20LM RSBH(FIOR^ GW6H7NI'Z87F9U\$*M%VCM|EP(MQ%*BI)-
O[=;G|K=VMWW;\$7VU;G_T>[^|Z ^('O)YL@3X>/>_8S"I>W|79;T MC\$U>Y-LH,|OQ56?
IM*M*W MS3L"&VJA":.A!*KZX,K2.*K6"LUJSLJNY!'YG8'GA|60^D.FT1X67AWLWH0@
MNTR.GSW?|UZ8(((HH.ML>J|
Z=R&"M|[#J<54,&_!T2|9Q6[??/NCR7'R&+@=ZMFX9#GN;YA<13/+D1T21TSM]SWVIN(L
XVN=A M('=ZGW>TZBM<|3G;""F'/UQM471L!|GL>\$4"C'-K*KL@PPDSVH[L;8I|E|?
A=Q0>A M.<6X|6PALRNB/!XR#0X9(|%"_?0@)Y%|GT&A"8Z'ISMJ2)9@.*!GV#-
P,;|OJWF"JA|+ '|QPB MQPE!28\$'HT|#V*>|M^,X^|C&,M|9@9\$B
M1|S\$X3(3PX\$X>PL*IWT.X>'=TL9X+\$D|74GB=C.H%II&'6-\$B.H^K"QQN[KY MOL
JE.*%T6|F- M0K.L)W4 A"117>B-,DUZ,7A+H1IGZS2N|1:6%2B%:*CG(PIRMNM9XTV/9_7
M8B|)PW5TDSJ:#8NRLE.65"|S& MZLQ;?P1?|8:
(2L1/'X:H=>14"DT|J3@8D,-..D+.=@G|C|N[CG)]_WC7OONJ
M=+KWU_SV_VWF|O'CC#ZVL=DVYIMD%0"+\$WJMN|V;:AU%
(:3JW05\$OJ.G&S|@=E1'TEX+=1 M/I! ?YA;#D(#DVB&'I2XK3&AIG|"EGG38@HS;"4.0(Y7?
@*;|4Z^: IQ|KKWA MT',3FGJV^_K)H_9U|+IZV+RS?1H|<"S:(9-
|YA)YSQ6+W=,DO:FCJ=->>B
MZW#;JZ!N|YA3XN@66^=DU*27C9G+FCAL9K|YX8UB3C85X>KTP?UMYS)|8")M MN| -
=6OM2|SKOG7.A8;TA2 SLZ@B;\$ 8J @-@|B6=51N=EFF.AV.'AXT*);|+
MV|YA,>+ARR4AX=L;/J>27)(NWYA@VOMV |#U*M_)K-<=0!'.1?ZT@<#C7N M*VL-
V;OR2.|KO4G|,6|X|NF |19|I@P*OJ=G%E1^.,I_!FS|[%|1S>9GHA;U M<=?+@IY4_W|S
E|S>|_ODM1+7F+CJ>?7XA=Y8W^1|(\$*XRB7|)]@YN@F91"\$H:/\VB3PQKCQI7-EV36?,)?
(P:1W<"D/?|HU# MOB.BZT7OB=@|I|"+1I7T|T=@+ K)
6<\$MIJ(7^M2@.W(_3B3&UU%G' OX:10 MBYX4|KNM;|O'TBNMNYL-^W1.)|6B;GA53&-
C37T70'2Q?K78:GCRIW|7E|)KSW=*GO|TJ:NJ<EV"K";3O MOFS?
6":VWP2M<3CP?;|.5@3(R|MV!46/H9KXF:.OMK|?W DW&HY#YS3XJ M)QA|.PC&?-
P|N5|9/|J'X|:C M"3|J|R--975GG|2.?:&=+|*AZ@<[U(QGB7Ji6I_-\$_@DZ@*7=77\$|ZK8>
X<9 MTYX#X%7":@8^O5C9.? "9:UH?-,_#C\$II64>:V2PWQY1'M^*@UH?(8M)ZM;2^
M@+;'E^PMUUI2|I|U8+%8L,SFA,V.; ^.|GZQ!|#5H0PQZ?0U|:="; MHI*M=C !1/-3S^<)Z8:
(92FE-2E?\$LC&)+H#JA"3|Z|@+F|\$IMRQ=PF4T%-" M|LFUYXKT7&S%^&*
|Q#5MXBBB_0\$ _!8;)|R&??=T7-QI,O-O|ZHBR9?3N@2Q>6 M-@IB.IQRA8UWY
5BI^|.53QT2VL_TXXMMA8,9B|+TK2F|H"Z^OGILJ.-P|UJU5Z^K|XW>?T2P-
MX0V?:+"2%O 2O|1&9NQ>5%1B1#(JW-
M'PHK+2J1|D|QF6ORYHGA'J+FIE#ELE6*499UH%EFJIHH6+|OOP?'RT|&#GD
M|G|,=4*=6U?9^=|ICJ)6U:SF%G!J5.K QE4O5/>|T"CE5|.UW
MFI91O4N5=\$UD^|&E52!JH&JQ5L6CUY?G|J2(|TZ3N2V;MXHN|)JP#I-W\$S2\$
MF*>7B+D879BWME265"XS:D:(8R*8(P7!+O.|E_<5K5)I?70OIY 9;G9<(0|
MMKQH;F6SZ\$P@,'.|Jvw2F8KI_KH|A5 /(?1N9|E<-%N:(9RG;2FE!691 <;
M6B5/P<:.D&.I0OW .G-XBIZL?R3URKL.>%+KO =%&=77 6#>KX.T?V?GTYC3EB7TC| -
)M2UVV^\$M5. M'PT^88/'*2WNE-9(L 2LNJ\$\$.&-
|QG.9WN_|UYM&!LQ.|1FTVZA4CN^AR/: M)MHFF/?
>QS0U%6('E\$|ITP\$F.%VC2T"7D*Y+T\$ "ZA,:F0;@2O MZ2<.X=?
LOZHF=/8\$6A|D%)ZK|>UE?\$9&A'!5BVPNBQ,NFCR:?*HF#(|O:57? MU)<4/4(*+?
T!U&|LZ.)/P_G)I@I9 AK?3+YR|,HQ??V75!316@|RVM0;\$8=G'D
M;52N8Q2:>B.I@W405H!AA0X#-8N:E4NS>TT%E2.G@K(|4|\$ZFG6|\$>T^J(
M0KP*K\$KE5?G9|Q;MK!ZI1>E0\$*1N| &H"K'^/OY"WC^3V@=K+7SGX%
<3O.U%M)*E87XQ?A0/Q" MG,B=F7N7OB&\$T,!1.Z@=U YJ|7)<1_&[?C)L0IBI:|XIH<|N
MXHBS I9XBV-*O>0SAZ-6%B1;.T#MH'90.Z@=U YJ!|6#VI%5._NE,&L|<#9L
M>+T/!|2_JH8CGPZH&|C/=)+:?.%/|JG|W%C5W>= |>6|+M;J+\$/HKL5V1!OEV

MP.1Y,;Y)A[V@I[%IJ3[?I>|1N4\ #S:8Y(>!!U\$T*UU_H,%NOIQB39B#B+F
MUK@:6)CC;3^.ZU@]I! [<#7SG\$DY21E]R- MV3K/P&_8P)Y93OY,?
Q^S%^[;U&H%O['0F0:S3#RRB] #81E^5 5&C??F.W9_M% (,S1^UDT29UG[T?/Z>'#< S?
S+O M9E%?\$8?_%'LDH)8R(F)B%R23C[OYQ,E<+MOL>3B2MN-T)-\$CDDN>6LMK+9,3
MDL3/SUSB?))@,X18HHGR[7JAJ9;6SV' @&>0&,(%,C:V;PP&VWBNOK>Q+=U
M73_>UHUH6|<5?FA VB=+T..<|+.. '7\$8=GSH|!XIZ[4AZ(= PN?(G:[[:.\$]
M@51A0%+1!8"\$8\$J!W4#FHG?J)I)6G5?
MV+ZYZCH=M2%,7#FU>Y*AMLP_Q[9/K2CLUQCV2P"V=^/*%:XK
M2JR=HYFGHXR'FW\$B!606-F+'MA%+ZT@1<0],Z!<>T'XG88#+Q(R#0:9:@)' MLB-
:T.^C=E [J!W4#FHG1J)I)M"/9@5%*7042I>2]@DCH95HB9"ZQ90I]Y?| ^ MK\$.ZM
PE|L>H'=0.:@>U@]H!02(>T""]->|<&G2]%L,\$OR-Q'HAMM=UK,K)# MX@ABL?
=^A>R1LL@LL\$/:H?ZS;=+)DMHC-;TG5]Q%Q&]1T9K&HK4RD(4T!|NZ M
M0.:@>UV_AX@%J![6#VD'MH'90.V>IG?T6K0&.L! <;H M:'T26M]>QK=CKUUZ-L>W
B!GAB:/)G]J]D]P]P]_&,3@O.;00R[@PG' %AV0; M0.YHJ%#BNVRL@4*6@*:\$GG+_0MU
N?;\$Q|=L"EE2D<&48'EC_@09EK]2J#2+ M+PP)ZM!0LZA9U"QJ%C6+FD7-
HF93.1>MOCV#8C'LXLSDJ%R"WE63^K<8X05 M8%BAPT#-
HF;ETNP^4|&.\$I>=,T%%GID ^ ^7@5=)=E9|-;P?0I4P(19]:E [%
M7]P5HEZQITQ]@!VPL<\$=:@>U@]I![:!V4#NH'=0.:@>UDPIUWMB#,%FK,UHD M,_ 'K#
&=@(U(RHAY2P1(-3A RGL1V/78]ZEKOBFAV[B3,[K(O-^Y=@.&+N(MH790.Z=@U YJ!
[6#VD'MP-+.7AM@#37F!MC[<\$!]?A"/3P?4#>QG.DEQOG@^ M>[|BYJ|/&B>/+?
E6MU%"/V5V*Y(AWP[8/*|&?M|3X|XO(>E2_?]+GF-2GSJ
MA2:\$@XH1=\$F";IV(@06Z1E2VC9B3&G-KE TDR!FJROS<,8VZL\$=S+,@|<)5R M/L>U%
(JK6AEY0>C3T/8I9W>6B!|E@TM#Q>LK(7D)]! H::E07/) [:!V4#NH
M'=0.:@>U@]I!KYTC69]X2=-|;,'6Y^IR_X1/CALN(N3G&?I362CE@?"TJ:(
MI6U#U8Y+MA%?:/VHG>.HD.R,7P=A _DO:6&:HSX_SOJ)V*["T#&@UA/?AA,N
M6*S@>+Y#6B(1U|-0.Z@=U YJ![6#VD'MH';@:R<)NL,S-R8]? GWA@WLF83L M;
[^/V0OW;6JU@M]8Z\$R#],=WFU@]I![631 M,.>[[7J^.*-KDIO<4-.G+
(YXGO#1VK1X4A4%D1Q(95"TSB:#\$',P/,CN*B M(R!3!0290%<,M8-@3%R3?
L@E3ZWE;8,=<3/Q|S.7..>KJ1N(W891 M=E(K--72^EY"7,@ B2%
<9H*LGUNO1MHY[U:\$!::|0 M2H]Q2.XZ=OY!G#&-#YU&H5E5<9:0 S[[U??'[760")
TM=".,#D971 T#&&D M@=I![:!VJ]>=!/FI9*9\$OJ<52@9^5E4S(2<3Q_];A*TZKUJ907/5-
3IJ0YC8 MG0I5V,8D0VV9?XYMGU1X-=Y3@I@5R?2^KA0)[%VCF:>CC)B(IJ(\$2L@L;(?
M/;"#7EI!B@A|9D"Y]H+P.PT'7B1DRBSHJ:/;|P|6=/NH'=0.:@>U@]I!&Z2D M\$Z-
48,0H>2|?FJ9U@>92UR90E_YO^EYE0DA>8S:0>V@=E [J!T0#&*LFT'5
M@&O1Z3'H>BTF"7Y'XCP0VVJ]UV1DA|01K&+O_?K8(V6!66""M\$/]9]NDDP6U
M1VIZ3ZZXBPC?HH(U7O#= +**AF!#5X#:0>V@=LY..PG2%EG,HC5 LVC>:U&^ M\$-
M7GKDF>#\$*>2&^%2BV:SICBUKL\L-ESER MNBOM#O>96J(%&+VD'MH'90
M.Z@=L*;XMIGDFC[:|=#CH]? (D'Q6>U0'M:D?| MH'6C=E
[J)VSTTXR_923G!@;@ "9&;>,5TEW5=Z+C&[L9^9 7"O@WL@A_'RS M#Q:>7(8K!Z@=U
YJ![6#VD'MG*5V]JJTU^L;T[EYA'4S#; B|C1=+30KV(\$, M/BC09%\$[J)WLMB[%]:
<: #' ^:GU*=6J1*/Q-'-#@FH?+WL4L50[U0=%4O'U.(MT_ -
|B_K%B1"O#"9URQOW"*KPMYE]RM[XBBLD|!S;FGP"V2"BI;=O+
#R&FDT!,1NLA1[W:UK>+ M91)1SB1+B_AKHJK?
3SYRNHJHJ;Z7IE;VZ1*>P*3;]_PA"7|MV*_AE3L>%BTO+\$X'\$.5X^ E1
M%T8C@4:2TL ^*:/]H_XF'VM73A-I[6GV5A1L76CWO|09Z'?0Z9^EU:B"]3JW0
MK%SHM77:;T.>AWT.A"]SGZYSEJ-0JYSKJ+J3,7TSCFF"0T<#3PQ[
MQT'5Z9EU(W*U'L,&]"KH563W*B 9\$H/76UY4]/6M<>AT<\$|?7I7OJQ"T>)5T
M5R%H|2KIKD+0XE72786@Q:NDNPI!BU=)=Q6""J^2[BH\$+5XEW54(6KQ*NJL0
MM'B5=%B;GA5Y|Y>3|I|28?R+SNVWZ]ZGM>
MZ'HAG91XN<4RKPF;_.G1XZ,:A.'HZO+RY>6E]-KSG9+G/UWJJFI<^NSCRJFU
M6;S*QU41JR6]S&6Z.-I.X6?;|9//IJ?;*1]XIS=-_JW!+?95|*E |W
MM&^;=OC+0LOWU^W<:-G&^W=2GVJ,BM0#>;*O,N1+JUMNJS)JLN9 MQ?
X^)C[3GO.F6-.6@],>^>*T#7XVY5^W%4(4%|TA-G:V5#?TL1MWNAP=J>U MAH?
JHJ!9VUZ5O6DP6B65T>B%IEJJJA'5U>_ ^H(R8(Q0->!02<)&NM!%4")/Y M=^*;
|70WG46W&XS2Q7,)N4VN-%FFI]Z_F5S8_2S=B|VEE]+3'4*BV)&7B#RP2N?LC2"Y0P?
7VPK',SV9"U]:[H92%U|A?0"SQF' MF[^RC][<_CGP%V]J\$RWV?I^%DF?
W>""._D+>"DQ])SAK9;7'ZI|^/9&/WU M^XF0(FL;VGCX)UZ>A4'>)+2[&C,]^?PJ-
B8"9BS*P.=!VU_LJM50#:M:HS6J ME]5RO6=4>Z1?;YBDWJM5>OJ_:H5FES-

./"ZYO&>&P:~?+LG^L^6IR:FB\$BGO M%)^Y)F]!U,47-0^!:URV2C*2\$ [E_@W2D\G4390:-
[_<7074:[O'^_:=U^5 MUMV-TOGQN=. ^;;
<>V[<=0#".'O[U_5WG_EO[IM6]92/OLO]\O[WK=I3[+^RW
M^^O_ ^>W^V\WM8^=ORNWO/JK=?X)_GP]CEXPM.Z1+).\!':OM*NRV#K/E8/_1
M)F(Q@MU?S,5B^RU[?8>, GHU^\'?VBA355V+^3HTX[S2=[0#U()E0 MTY-
W\$P2UF+F7CCS9^,+K2HQLGB^I7&9]Z84X)H(Y4A#L,M][F?Q;EU,HDW5R
M#I6EHH\$H>6QYT=S*9K\$P_?_8>_?FQ)5D7_2K5# SJW1'V#2(MWL=(FC;W<,<^
MW;BW8S[JS:R20"#Q\$A00.Z(W>,%HE15^G,MV9
6[,BCBU7GRSMR1IE0[LD96.+RK%8
M69+B5&H36C9_26O)Z]CAXK;MIVY+L/Q+GW@!\!57EXG:(@+6G?>"X^ I<_L-*?YY/B
MG\$EA<:*6RJG"^GPKVB9>_GERTK5&F40"B002"<=6X2)^XC[E%EW(N:KG,@E7"Z
94P^86)Y8OECL[R2?00+133+*PUR MHV\6"8F#.%.::HJH3Q!&_Y1WN,AX4C-
)#0&.NQ9[>N.FP>TM\O5=(QW)K2211 M3%)E: ^_U@&UKA6U-
<&)Z6W&B9KW\$F6)LD19HBQ1EBA+E"7*9D'91!94;;,%
M!3HLF\$S6E'^WG+B(H;*6:Y;JI8BE0["Z.%B1P"#\$F7/B[*]CH+Z@4=!Z7R.
M@LO)'J#]03\$N;7YD/.I^ 3_.UP-VPBJ81^2:'1^K+*?\$(S'A>H1\T0=H@Y1
MAZA#U""J\$'6(.D0=H@Y1AZAS-.I<>NC'\|*17F-=,WWX;|JQI]QTT29'>WPZ
M\$SZ:UXTU=G9P8ET+%N,QH;J+D:A#U""J\$'6(.J>G3K+DGD:"^Y'EN.*%.K![
M4D%LG9G=TW@(0L3@1!VB#E&'J',PS%) \, #AAV-
%BH0=8@Z1!VBCEK426+!5+94E'YRQJR^MZ8S
MFX^YZ1BO7!HT7RT;7FD&NG(/567YNI8Y["T4YV^Z80KCQS8H0=8@Z1!VB
M#E&'J\$/449\ZB6YV]_6+// 10'CXA9OPA_MS M-MS17FP,;)K<+X4P?;*?;;
MMZ[\$M2_AB[C_C*F3:ES',;F_H03W7WK0!U".VS8?LHGE. S@,>;#%|Q<<1>^ M+.=PA|?
9>A')QTO4(>H0=8@Z1!VB#E&'J*,^=0YT>*PT<;(&:|T>O-)]@"F^
MZBY|JM|>+'UD|&'+^2YQ:|A25D %;G!|J# MPYE-J'><(U\2GJ*GCKF4T<*5#JE<&L[CJ>;
XXN.9!!4PLG8 W^!"\$WY#9S MQB!7;ONZPX=LIK^+D*49^F20*U9I[0D@]L>)*
(+%I4.@\$MM=#'>>#|VQ>UTQ
MF/CW""^XX'A%P/HBPOSC)KN6:A7PMI;+)= 'NBI))'U#FUDK>&Q;55%M_4L/=P
M7B_%\SI=8:L&I\$0. VV'+I11[/P+Z[SM#IURKJFE55R?X*.4L1DI+))1,""4\$ M4@6
D)\$ (4AY#I&D0=8@Z1)W+HTZ: 6CIG(G5..J:=!SZ?%E/SU[, ::")\
MS.:ZX]GOTEMU78%DB6W5B#MJC9K8|S=5L(:T4%N#OSS#YL,X|< ^_GZZ>|6 MZ :+
[A?/F#H'>YX.8N)Z/!,35I3\$2K)XE"WNI26D"+TG ,JY;@_N#NV8B&# MX?
15!>Z4"2TD]XDZ1!VB#E&'J*,0=5)-%-Q32ZD6%-2+KW:D:"+'R(T'"G+ M&/^%?U-#*O(?
\$W6(.D0=H@Y11XV;L2W]J!;U%IR>U8*=P!'UR4_=&+;->WUF MN/I\$.!;
[JS=DSQPT,|=P>9?;K|: RRNU9SZP7DPQBM#?XK0US%*@(4S 1N) M
J(.48>H4!48>H0]0AZA!UB#I729UDE]:U>-O/&MS--:P'7|&*L]-*N6:9(J?5
M!P6Q+%&'J/'***!=!6I9#8%Z.<\$^M5B:?M\$GHEJ0[K(?NCT8LU+QAFD%K"^P M?
Y1/W[*'W+Z%1=WAGCO6Q!BR8"DJXSY^CY+FU7_/C'P[DTTM;HY+ MN"GMD'(|MB:P+|
[C7Y[AOK?-P<3#G8@MZMBQ3'R!;4U@7B]M>!6P?UR1QVIL M&C)Q_
GO/J_4"LG2%+T3SA_H"BX:Z#;E6.*7Q&^Z42C\$RWQNI/ED):3E)A* MX6P;6?
94=_JWSOCEWIG>]9HN;?^!).D0SW7U&[JQ>KA9:F(.54"Z;4R9R+>
MK!Q'W4S(D@TXKF^*6H/.:Q(!!*.*!J*HJ\$6H%\$ HD\$\$@DG4N\$C=]49J_!1
M_B_FFM5*"J5CB?M40N&U!94P^86)Y8OECL_R6]-H3Z> 8 MWKCIL/N+?'U(4DA(1*5@
A#_MR\,WG,/U5P:19KMOQAG\$H1%EB;)\$6:(L498H2Y0ERF916:\$::2^;\$&!#KOH
MF!QGZY1SS5*YDE)1%V43Y04=>!)4SNSROK.T[%PH@Z1!VB#E&'J\$/4(>H0=8@Z1!VB#1
M^/5JSS[RXWEA7J^QKID^+UF,-CG:X].9<-&|8L%AJA)*Q86(.D0=H@Y1AZA#
MU""J\$'6(.D0=H@Y1A^Z^-V[NO6?;W!R\,J>&02:R0>["VJ9;;?+!\$76(.D0=
MH@Y1AZA#U""JJ\$6=1.D;Q:0:Z<@]5 M9?FZECGL+13G;
[IA8KQORS8=\$CLV=IU%/_Q47"HPUD@N*],8D
MO*79/**J]5CAZ\$3[J]55YTY<_(@PIY",VY*7<""@U7/-:(T]BJ;(BP_D:SH
MQ#&'S\$)JLYGEN#9W#9N+ (I0+,4'D[O,&C%7_T6M5LGE2]0AZA!UB#I\$':(.
M48>HHQAUDIG>>_IZ'O@(7CS\PDWXP_TY@>FVY@IS8.+ \$ED/J8/I%%OQM)%K
M'E)CF/!%W\$_42=:U51GFKQ>48/Y+CV,!RG';YD/VHALF W2,^? %4TCO<1]|@8J^Z"Y_]
MMP<+'AE|V'+^":HS=_8T=XJY9K0A,@%,28 1^ZM,G13\4?G?DT=[M_B|1@: MSFRBO^-
\$^7HXTE/TU#&?.E)PTBG%6MMQ/-T<B_I66#H!*&LOW'D^#(?L=<5@ MXM\ON.-X3L
A(2+JXL1[*=JLO]:P^+E51;?U"WW M<%XOQ_,Z75NK!J1\$;H(M%Z-
KL/,OK+*V.W0JN69,.T>20TK"ATX)H@Y1AZA# MU""JJ*JV'\$5KJ2JDM5QZN-
9/SQZ,@2B.B,:RN>YX]KOT UU77%9B*S#BZ%EC M!?:\316\ (6V_UN OS[#Y, [F

E\D+5'MT(J'VI\$'37=MA&?SD%,7(JG8L** MDEA)ELZR105:0HI0? *@W%N.^X.[8RL6,@V
3+*%U8"=P1'WR4S>&?->GQFN/A&.Q?[J%=DS!]7,,5S>
MY?:K,>#R3NV9#ZP74XPB%+@X=:T(ZEI9D8LT AN) J(.48>HH0J0AZA!U
MB#I729UDD76%M;53YAK6@Z]@Q=EII5RS*UY0@%TJH&"6):H0J0Y71#0KO*T
MK(8\09Q8GUHL2;_H\$U&%1W?9?WDF9Z7"#=,*6NF0\$)^ ^90^Y?2LW\X\$NSZT
MO/Z\$,UQ-|"VL^X)XE@38\B"=:K,\$_\$;F#35H\HYU>->E\$(*)7H\>:[CZB;N M2AR;5'+->B-
?CS!*0+^3R/!J?-,I@>8(5RB;9QIW*F2T]NW<*,DP-U-=*/JK \$L^H MPC-
T*-.AO&Y+DGD.:SMV=T_K>!Y9JE1W_W?.^7>F=[T=FBYM_X\$XD11/=4 M;AI:X? :?
B0+2!9:R9W\$MUXQQ:9_Z01*&),Q%21A-28.FE&M6;@JE:&8>22!*)J2G+04I BT]
M=79/\$6CIJ;-[BD!+3YW=4P1:>NKLGB+0TE-G]Q2!EIXZNZ<(M/34V3U%H*6G MSNXI
BT]=79/\$6CIJ;-[BD!+3YW=4P1:>NKLGA*@_23"F.!_A\9K\|S?X)W@Z M%'B#1Q-(9YI";
[MTM?G+T8E.: MB#G7Y^':QJ^ [D66YIN5R&8!EWM8Q8DM^]&SAK,:N.
[O[.GM[2W_JV\|I;] M\DDK%\$J?;/CZ4_#L*9;R>7F+"WPMC'NZJ!_/_L(\,TSFEY!G'I
,FE;XW/K9 MOA=_%C\00M=#FW%6Y.QO(F?C7,G9R-J1M\$W[DL_V?&0,#/?
C@LI/] ^V+H?)@\$Y6+A7,E\YQK.TOAHR('W7F MU.Q<\$#&'&XE9/%=B!CS[WYYN
_DF[VSH5R3T2^C+;I?6B/U]4Z3R3VZ+^B\; M"Q\J&P\|S>L@!B-%ZB\$6%@"YH =
M5'7S':5%!];B,-=B<\$# ^6"*:&IQ9'PU3-T<&'#V=UWX0+2886+33% ,7/YB MPU:N/8(I
M??*FOSMH1(?>,S7,V_ "B5N>S]LP8C?8Y,XJ%;;E1J*B(Q<.:4DEY,X#+=#&
MIV!.NC)S86;;U8N_&=5AHU :5FN\QC704>K]4K6OC^J-@5[OURI][7]J< RB
MQP+/K7043."|^NV3?L*S.[+V^,/|EL7N=X;OC.RWX2U].!_?
CQV>EWWJ)7=M[K_9%^/_V18%TG M6L4'S]2]H0*']\$?UYVJ8#(=:),[T=FF/*?
&3N)N.7=4.)D71[A(86)3/29 MP^ ^"/SX'#FK#%..)'WV>ZO8+*'S^N8_GZFJI>R2"-
H_VUI5)"BA3Z!+!W2'[[Z"B-0*6GEM>Y!+77'IY*QV"B[K//86 M.B#[^?STK_8#*(E?_B]
[^OGXW.H)??B^U_Y7NQ?6?0|\$16QE^WW'2*F!CZPT
MTU"=7MQEW+|I/*0Y^(D+Z^RXVL25=52HD+/CVI*4R-E2@^NG;8T,][OE.+F8
M0C;57+-25Z7!/, 'T@F%:.02FM5RSIE45@6E*+>7/XTQI#3&>3-Y(NA:S.5!U
M8\$PX,T.'#7XST)TQ&]G6E%DSCBY,\X4AF5X-U^#.W2[:P5ZM%O?Y?9I:0:FF M. 4?^
RH9LBH!KQQUZ=8&>T_XH-#&OVIU!+H^.=J>%OA[PD7Q>;,82NTNW&B M#/MQ-*
(= ^TYVXA+% =SVB][5X_RA>/Y/#ZT+#[M,|LL] X(^X;7.,*1Y84|Y< M_1>/V(
[L;V"K8IWW(-\$)E_E6D0@?|&-00_M:QS?;;EFY6"^(VWZ^\$)V=Q*7X B-=O,@]9E>
M?:VO3MU><:W9B23*-]TP&4@21Y=1HH[A[G=N7H?FNN;N/T-
NE5V0HR*UA/YS;ER@R+PYPYRVJGH .F|<(&2_O^41IK<9Q2 M%2'UA[:1(L,B4[-
BC;;N\$:%K8&*(|M*_N1"]8KQ4"|FT.108#E_-;@5?/ 6;[=<.)>JY9JI'K6C5:
MK|L5"Y,)51> ^/W\$XC! [1&L1Q!9]*F[OJ",-4[?T_00[L9=UVC M%4"XD6:G&&VWA0CN2-
NB\$K2]*CWN\XNC=J193-+F+I\IM8[YRS/C?YR(#O
M2)E+S8#]:3FNS5W#%B5@OO@['% ACBFT7)-T.=5(O47@[4GJDA*DOBI53E#J
MRM2V+*"L=C1A.CRN*;Q6SC6+BGAQB/S[^.P.(W\E3N\|+R=>DM31\|CWP)Q\$
M>9DQL=[8S+:PS."0]=_3N]A(NG<7R&!;=\$8@PCW0X*> _^U_>?W+X"G,\$BP<'X.R+|
S5RVM&S!;5|S#\$U\$ 2EPKG@)A]M=0+S?'_O?OXP+X^ M/;-VYU^/W3T2_-:K|3Y?7L-?
E6.&61B-L,"|^B9@>,7&-A]OV&SB6ZZ-^*. MC?_E&3,T)LDIL[_;V3?'>U9K -MI*OK%
M< ^"%P".&/5/(|O(_&^&R[D!IC>]'5JB\|C6.'L=0&N@Q-_5*U!E\$2JN*HO-P
M3&S,%RF55,L745>_I5>304\$7S"-ZL\$%;,D->)(:ZXG@L-GP;9R9|R]UA|#IBB;-TZT
M#RG(RBOQ!&P1EL)|YF_K*D|\$L%\NY)KEF@))AI=/X13%WWH"[RSTRD75O'U7
MK"4ZW#0LF]G|U9J|HEMG(KSB@MFFP^X\8HM*1UX;N#91E"AG8UD::SKRT+-
M(.Y&4. Y((LC]PRA|^+W>|N;?[7^=|',9>&4C6ML"2+\$|0FW,('G87PN=V
M[7Q95Y%AY?,T(OA|M9F4JCJ%-9F497 YURP5*Z39GH0X30T*NXO?"NG RNC MPO"?
6#"-OF7;UALLA[3: [5:M_N_PY8F]8V6JQ@=63N\G29IL"?38.-IOUD>
MUD@=540=34L:GJ]2D8&"N; 7S)PLIQ-R1=GN*,.
[V%_)="M2?"I8L_3T1_OETS^CZ/0][5Y3IP|XZMFXEY"*&R[_ ""(R_W(
M1@%ULT[,O70.VZ\="QS);OKJ8BTH)V,/?MQ06GR,8]1R@=,Q5W1XG=R#5+
M!SE<,@=,ZGFX9Y6\$^S@:|8&HS|9_#42S3F;K+F<#OW\$G@ C%^R%:[_6RV*[Z
ML"3"T^C1)|\$S4.#)1*|[_W_|RS->@:] 77KFCFL; Y-30AWZ_':S5B>+| M1NKL?
\$%@/Z(_(/ ^0C_IJIT)>V8B|P]BR9^P\$&L8[:@TF'BXN6'FEP(AJBEY/Y6^ORXW_F|8+K+^O.
M,\$UTJ8!),1- N#*/>1)VK&U6Y Y4V1**>[PXO*EJJK38(Z2\$D5*NJ@05O'V|
M*1;2TOY/K./+@>Y*|.AY?4G?'X^G*\$14(L7XJWN/V]DM;7'_Z|:_6|)=. MK|M:G0?V_-
CM/?>O>X\|OM6CSW"QT]?V<_Y_;3PYX';@J;&LO&RIV/?S_A
M!EV.?,M6O\$4E&*;RU=)*Y\$M5CNQS4!)/\$D]FH)UJ1V;*6J[9J*7[MTQ!'QUM3?
_J49^PK@L?R.Q0W8;?F|R %;S8

M\ -5,M\6U%OS:X:\$\|VLWPI|.N0+SG5F.@=B[L_E\$Q]9_GJ^,H3L.F"CT*Q]?
MA<5/]#Y,U7/7_V3=CC=_Z]L(G?#|PO_B\$, @J1G78*)2&U1JO<:U<*~?|I6I? M'J4;
[W>KU7ZVO]@!63_1V,[>.U,?^&W?9OK?]
[J(WCKG3YYT)|=1&MH:*&&F]>3HFW7Y\ ""Z]9;'[G>\$[(_LMDB!WWVKL\$=? O66W<9QU
MTCV.PU>N^?3'8Z?+[I^>.Z+L-=ABW=_^=-L/[=9SN/BUJM/O//4>NZSW!"OH
M=)^^MQ]::%KZ=;Q;WUFW!Q_ |0/-3^:5||\$S=&QIPYGQ,-QJ @WLM MD[89?
D8\$P\$^XTX-AOTQ\$?D^@ (J:EEFJ8'A^V7\|S?"D'?7*&!+\$].!: ^/78>
MGP%M@3+ISS5*D/74@A_Z;Y)%S>8SP+?%S\$%;>|K_VW-<8_1^(IG|NPD[Z0@U
MRJ<4L|GH!>3IJO(2|6X-N5S<7=FPNP&S;S;*P(
M[N)V#|!LT>%QVYOPX"KGQ9N(779|K9D%I<3|)X)K.X9I=X;C(\$M||"G>F\$VS(\$RTPL_6UL
<3#8;L3. MF)8[?P%0+G@<5'T<.!A4_)) -]7?6YXS_FG%QV16|:N1-)NR=ZW:>(:D>8+AI
MG]M22):*-TPK:"76URD.6-8VO&PHRWSY5 HBI6%+YNMT M;EC?0^,5Z("3|K>6Z?
#NH>\$,)I;C(20|/"UBK_6Y+&6SN3|E+|SD8!I-Q/=| MY@:0X>QW4[Q=@,J94_7W?
#|V4&>)#&W!JDWD@Y MP'&3X,.I#JO;W>Z;CX|"#4"|6|,E&QI/;982T31/F\$/40V@\$5|!/?
2Q8N'V M_ |PIBL1DW,0YKJ'F!WS,WR#QP7R0Q5;=|^S%!Q,=.&4DD(6L-=8!7WW.S:55
M!I"= 1U1AY (\$Z,CLUHF7L|\$#Z|. *<+L_160':A|\$5(RJ6TH6IY*JQR9^H?N M6 AT@#
(<=*9X'!/POSAA+F&3XH^2)Q.6_ |Z*%0'C|DV80>9=F85,|<6JY;D@
M@DQT@H'DTFU9OF#[%LZE1_!HP!88':"S('L;Y=) B-J_ ;W))_N1V%U|><4V6 MPJY);57E#-
K?A@ @AOF)+YU|'@L+K;!*T2:E?\$PM*^0IN0&2]7,MV\9C\$*5/
M#GA]OB,@N71,>Q8[|C*Q0.S#%#&^!H|<(* W@B%!5(O_LO_DL(%">H\$0=VT#
M9#RP*NP'>K!L++J+W|&*Y7|,+=Z&ZQ,3J3O;S#6 Q9G MABY>_6);;W NS\$"3\$"
(K\$*OS|QXFQLT7^\$B\$B(2^@A<%#C049GW/F(C7X40C M"X*#V\$|GRLF6T-
810GSRZ7ST.\$LP"YNM ! FT& M]PZ.AHDQA9,4U*H59@3NM^2I\$CJGEL_L,+V X*!*<
>=W 8H-W!D"FS(0UVX MMQS^(E0UH>-
\$Y0|7T5^H\$(/="#UC_N8MND">_91E!^9F!2H&K+;0
M.KC403KE4\$1L!U7>7@^@ZX,!BZH2P/KQ30N^WALB=,M7N6[@;/0 M%N+% M:*O-
I;V|"/&96&YH&9%W:R1@JO0MY9KU:) *CR_)8LI8Y|'=-H7FHZ/%]: MR_,|";
['03;0C52!44EUVPDYOF-C*V:|B.#WO%?]K@2|+Z(:!'?7ZYL>XI1
MNT.Z,EY=X_Y|G5AOCG]]@- -OM@Q9| "W+YS(%|M< PF/O4ADTH\$QT#6,(%S7
MRRH0(/K:DS|5|DY];35Q9[|/TDJ"R&DJL:DOKIYNY'W|VO D109_)VHL<9E
MC12)5U'R86DFN&YFP[3\$A0B8|=+[,AOWKCT"LPF^D >AFC @#C : "LT@(2|
ML/_.)MR%#|6\$0MVB|]"G>2#A^UZCYO0<3%Q7/JQD3Z1|13<@*+]_O.M5V6+^|Y1L|
M<5\$SO|2!*??1GP*;B9XM>#XXE^"=?\$2|\$(|
M<,FO(P9R%Q?)FBYA&]9H#ZCF^IJFN)MS#%"5I|IA JP!@,\$*PG-;&|M|K\$F'
M7/\$.WA=/@8-\$4(|PUTC&#/SP<0LXUCQM*71L8*3>FX7;B5;%1+=?0)R'MMV_ M!_;O
=>>>G HP=\$0.9?+&^]8@+UQ;R3,GPWGSY_,/2B%>):E6^O95;3
M7:9PUJ1\$@5JZ4RO%3VU_ "L3K0BMFZ:>5&*]L1?"6WRD??TZAY!1*GF8H>;&P M&I.M8
SPU41CLP_SF-;DTD?K%T>RBT50,46&%:]CE&[* V M/5RXN614|L@8R*\$LDZ|;
<69S_@NL6!&VY|UF\$T-:B2)0.KP,-T3:()K7<.:_ MF5OL_GOFH4(8*V_@2&/@6F@_.?
9HK^1|/%@<>=5|S#=#N|V2^X=(VWZMXCP!K
M"*LMZ:UZ&H4^2^J&K9=CJV6NN%V3^KJWQ#EDN9Y*KEG==N\$9Q.NYH'YRL;K0
MW::,;HF[S C;:,GWT'RZ/<\$[G*T7'4G7L^5>.|OU@#%0V78GM0^-2|LT7A_2 MLOZN
88(G,A#;Q|YGIJ@J-4W|IIP5 |V^T9+RUC 1W M_ +LVRWRQ4*'HZZ 2R*LG<15H|A?
+-7P&|J_6Q"@B%M(1(|@T&/P*+/L/_ &E WUF8%B!2"N;8H<)ON@XD6==#K(#HX=|
MY<-R^.HDF*_FW,SSWGR'>3B-4*Y(V(GB:@LF FL2(>@OW!S N?8"|E*&/@3J
MDCV|]2_NAE/#Q+L# '76XX-+LU9J O,- :|')|UA4'5X^|E\$V|U&&%MXB\$E1& M4O@Y%
\$0YSD4BQ2N%|0)Q?TE|HI:UO?\$\$\$%@\$2S\$X9|)#>/ M+2:-!(X?2.JOH3M9S(/3 T563DA?
1(VC\$NV^8?!Z] 52T=_ZDKD^;8%F_ ^)G M6OFWTO,|;_RK4 &2T-DFSM0!F
>),09Z+!V%KF' &5=7+OWWY>GZ;|:' Q. M|-Z=*1C,0X@WO_A)>&OB5|G,O?
Z.KB/J8M%"CR: /F+ ^"!|;YSDXCY_=RSZ&:0!_V-F MXX+[D0"Z.T!/FGS|_RPZ_88VY=B|#
M%%J!;+F, WAJ-G.8G1 :BT1%V+KY_3C 1|BT_>2/G@@K"X(,)|M|:(=(PG,
MR23H/+048^*NS,@(9T|Z+U]DT2QZ%|6^=TUHW 4'|A=)\$DQ6-6QT7H03",,;
M/)=,"QY/,|S=&MP%^IROS@60>5I,XEYB*:D^W< 4B'HT..M0, ^ \$*|F#3\$7
MKKN%+VZT|I;MB7#LDTANE+(>6-P8I@:%'5M%|ZQ@/Q-;4@T-IJN2N@&X8|_C
M0R9>RC5+:POUKOH\$=O#VB\$5N=1!<@M!+;\$:B^L|?C %K7;K'_ED7WG?|E"S M:
<1FE)NRRH|4N -55EIWTNR<;Y8^|3/)7|E,P\$0=V|^??L%: !_ 3D8OIUPR:
M)YA_>YZ;14\$Z|DW@MD9%86Y;^N|2IL+(&GCB_%Z?81QR;:/T^O8<&EZF4B=
M@#MS'0%>@BO'" SXU,|ZO0E47%0*WXP&(1H;:I"&90K&QEX.1#D)4LE%7|2

MU'8PT\$+&A&>P^E[>4?4>V;J+ZBI#R/6A.V&?D.1>;NHE8/KPL)'?A)W
M=\$6^02DRN&5U##_#14AKF(MM_3)P0\#B3"39ZH4ET5:/>D'%:[7:%QNRN,O
MW\9H.0Y,DP][^J_=1%]C(?HPQ2>_SH7?]-4V!|C X.&F+"1A&=@MM!/Y0DE
M0#7D016BD-7'9I;KIYD[\H@^?;@V8&)MBXS<9EE856H2Z1S M]*+N\$BSA6:S =WO?
CT608MQ)58G-PF3!&25"OQP1ZA52X\$41&1S_,BRG/4.* MD=
(_P1(9A!NKGO\$VK+4W;!XJ30"L\$[0I] /XL=J*(V#P>BA&DC^UBSY)")'5
MQ#V#7T1I4>)@N:S/5>HR|UCX"SB4A0#V"%/9%H^ R\$5;4?(MV9DN/LB|SXBIR
M^4YL/(|0HR 4C<-*;L&+6J) H;Y0;UJMGW,%9UZP#Y:H2U<>RK^I_B>?.|5X
M0!_I|X|#9>J?9 +KNNST*;U;J"?P8=@R|W,W|*=A#XM?H&9>9?
N1[B%WSA)D88#!>GF0R1V&|1|2J/:K?48&2U\$Z#'
M!">/Y6\$DYSL>*-&_S;H((@A4F@,(P3=7""4PMC M|0-&@L|U4^H3"|/>(O(:
(W9L^'^B>D%/^79C-D]=E^?90;_BRV\$94M@4,D !" MS5L5E8%:.Y>9,.1BQS,,
(3@((T1)4|0S13M?5|1SD:*==J9HITIVOEBIB"L,RQ9W'OP7
M*O=X7S*R)E@/X^YR;:2O6#_R59|\$/D+?!|B7\$%VU!5"5EGNO+ZIQRB+C1>TS
M:R7X?:CLi#7M&[+|J%##L4J/C<21I@?,,(#"4):-#B9L+EDFH1E)UZBT%D0E MXG
,R6JA1!GH\$)@O)G=#+TFT*:OUA5XL:RAZ\$)V/5P^J=:^/EV?V2'PE^NK"N+ #OT0W3:"JM*
M7|A3,I(GV\$.<_QYL!)"LLY<#J|V/Q5)@P0IGM.JV%G,+ZCL+,R2*WE !S|6P
M_3GEPO4_4<9Y,V\$(FG|M:SFR"*@*%4|6_+XF5JB_L.L,"8.:/7|JMMZW_+<
M_:F(H7P|K8J= 35&>PLK/V@Q3N*DU7(@K2X:PO/[+O^-=LQH5%=[8YR9+S+L
MXUY:|T6>L?/(&JE)",\$H:^EZ4ZS,|Q_N!-@,:4P774J82_3|;"AK^.=:W=|S
M'X%!'6|19+A@H9C?!NE('W)?6|TO|%OA-I1>-"GSS!59MZ@%O)51\$RI\$_I(#
MIX|HU"?""&<.OPO^^ R:W6RBO|9IMA"|:./L\$DOAAGT_4-/S\$J3/O%"^?7" M29,O2\$>-
WT78?|/_=1Z^^A3|7"OE"YH6^U4A7XS]?U0C7RQ6DIEJ**6+U7B MOTHZ5
F^J%8V#K6E|7) (= &TZ|,IGMHRP0U-G*49K50;YX!55WMAGOW""N"\$
ML@VAC5W""|T*7&AP/XK#=>C(L;<*YBQ.:X*\$3C-8 &X!Y MN^CGNU.
[WE,WIQ8CWF':DC'8@6V>A3Z'3:BDMN8\$&MG=#A+BL TKX':M)|XY
M#)X84'Y1N828@=DA9 M,[G:|7ZQSO6'5@SSEJ+H\$(T@|&,&F&4I6CB@Q7CT
[N&C!UW6:M-T3>7L#; MOK&^AJ_,WO;P/A_L;,'H'%
(P<4>8.9.))T+P|-3FO_3I;""RC89|*B)%|1P? M6V^B0 ,849BZ!/9VDG1VB5 DL?
\$O'IQ|HJ|9MH&P|1=;GXV1-+?%PFVQ%*V)3YH#(9T36 M>%7D9%3|NO#98R
%F(.BW9#T;#F>5M'GB3*W=KCX/P\$M8:">CAOTL?;,F|9
MNBQO,=1+"AP1A/,0N45^^SX-P_AIO=XK>2\$-C1WB\$)P'F"56[G8H2#JRA.>
M+=&U|)4O.D:*W<+ >LMS&#JNXK9M/[FW?=NN3^Z=%93.5>Z=IX):NBU4@|(%
M#_.0T279Y|>S7OZ)6PB|^/I:03;% T+JBHL 6[QM]|%.0YI@EQ;J|/Z+1-5;/QV^S4H(5
M@E|@^\$1# 9DAC""H(I MBE^E@F"MA8(VJ|?8?-Y@WOF_|:00#F_Y+B*73->6_.X)
<+47V0>#XKQ6 ' M|1R4&HKI9AH2UV'Q?|-JGN*.87-
>QHR;8UUDP89S*&2@1#@R)1@YR',@?36J MKY8N'Y8DMB|X4)P- M|S/ECX!4/P&QL3P
T*Q4IS<-E=LL"@V\$|;_:"SDB@PMR@9,,",9 M1'-S&W^JO|!_O,P|Z\$LQ<.:ZF=Q@S-
P;Q^I#3NB%T;G)I+'0:V3(SK|JVW"& MAL@V(J?M5;MNCW@D))/RE|HTP009(*?
A!8>3DI=1,JN25)5/MD4A|!XW>T9
MD.5J+H4,U7HU7Z8<5OI7UN.J@I1|O%3UM9FHR9+S?]:7,7
MW,).B|G&J\$4;Q31J..9RCD;W|1MB@+4|7Y^>?[1Z|:<.BYYY:>0_K,GRE).*
MF:IV|@22>.G56FZ|@IIN.(4)/OJA.Q9679%Q3S*7!Q3?>|N>64%M+YE)|B:J
M*F/4CRLK%_0W^=&QW+9+--Z ^W:6=|_T?M;2R1),TL8241->-
\$9+#SLS6,6U7GRY|+#YPQES'2?FU^ <#[CC" ME9EG;9+P5Z('Q/+RYFRA|ZU7?BL>Z7,0
MH;?PIB%?KMT:KIYZ5?PA3NB3LD3&+T^X'ZI)"1.&E%I4\$B\$AXK|-K-T@BN#Y M_S&
<:V/X%W/>'9=/KPONH6K+BA\$ZK@[T.DJ#Y-;|6/31C9""U6O_5LFU%-E M64J0UGGV+?
KH0N40FJ<0_*\$%^CG@T0G*2I+S:F!YS58M,V>&N MJ,|M;GX#U MEA5LB)4<4VG|!7WP
81|O*38'O@,+|KZH^&6 |CL:0MD&>/OX0| EO4I9B8X)J
ML;Y+|JOW&M&*U_,RL&*I|>N6)B|K'OQ=@K3VS,Y6L(A!-\$9VIQ#["]H >3!=
MUZ(7;ISK6O>2X^ ZEKQ0PZYKW8|A#?:Z5AZVC1*%I|1S9\$-896;[-.'98/I M?
AX!FQ9"MA4!H3\$.&.-(&4|GQ&ZN*9KUAN|\$5H&99*T%=@XK_OM!2PPOS<91
ME5I;HB9R6QI|9M9\$KKKPFQ5SS>)-H=Q8TT;N\$ \$HA?R>BV""?^V7C7D=1
M*%A:U@\$88B77&+?1?!>T9+L0*PK.G%|J1|J:F!W1D5_0GZ(Q^4^|I| L ! M_2@
J(==KA\$) 1D@8!&QD?FR/C%A|?_X;85AXQ&KNDW!"1T*(B.1N\$8J%8 M
)TIQC@@!"A@)S8B=S&9VHG%(IP5!YB)!((LQ,!1|B>*6JY9+AWL_4H) 2G=
ML\$LPE!2WH'J6"W;3|Y@D/Y0%H=:'@6QBAVU|7"Z>4;*X|TCF@"B6Q,5U09J2 M
V(W6F8I8Z|>5\$>Y>RB6<|U*(ZV|!T+-R5\$3|>|G@II*FE>PA)J3HR8+#WH4 M-

=58^>;LE>&,*)44 M@< UY,RV'\$._:D/L,'<(3=X%X_++SCNXO'2FKB,;VP>()''!Y'<8-
KU30" M8PD!F2#@**'16@U4: * D@ X2FBT5H]-BR(\$J(" DWI:M?0\K02/+!1/JG
MM82>5JVB" 2NX0;JF3NBD=";94^&=;!&U@0&.XF/["B>^: _!!OQM&="X\M#RL2!_0]
PK\$|>79H[VQTD67YG" M%EUH<9\4-^B2I% 6#OUDD<8E]/;?% MI>7-2%1995-
(B5B56W8=5CW+U4JJKG MFHUBRFFRQ(NJ((YX,1U>S.
(2+,J+;#;#NBRDG'Q,OJH(XXL54>%\$[RHUCN9!K
M5LIT+A(O7ADO)LIX+FK'K8M5+J::\DS\J KJB!_3.!M/7W>IK&\$:>2V&1_Q
MX!3^ZT^B&6JBEM!+K6ZW-'%?[OQ<71[H5+VE 7KY@H1?PN;2]7(MK=[+E4:%
MAMIQJ%HYO>;2I?B?4'/I-)I+EU)L+GUF;4BILS1UEKZ>=5-GZ:M9-W663JVS
MM*+!&]16^IK&N(84>6HKG6R)E^,D*FI9Y"LD=!/\MP5ZEI*#@#"X(^2G5\$6 ML?
F\$:\$+T\$1"=1;;)SKD&914+MQ#:+Q?M1RGB7ZZJ582" 'U.@\$X8-A%)!LHV M;
(KQ4<+T%';4)UFF+Z]+DEY3K:E:7ZP2FR5"F\$^DYGSS!'R? H-W+-P]LZ
M4%)P)@@X2EY!I9!K:IHJ!6@) DL0*&41SKZS*5\I4MD M>%QE/)2%0S;/+P(
M*T\$@\$VNQ%+FPR=1:K)2H^;2"@N HEQB5,BB+C8-[\$J!5JYZZ3U]3,[UB*>O+
MD>U^B\$I%W&\WJ"7LY:#J*)<0E2JFG:9U"TP.3ULLBC[M;MY5TO[II8@=7I(
M':4I0Z6>9C@+P48!,S+B;L[6C&SDF05HD2]J3ZT\$=)(A)^L>\$-LUZBIV +BI
MUZD_M0KHH?[4VUBF?)0J-=5BKDDDEX=4\$P%\$<]U5TW!=4J?+=+%B&0-:)%AMM
MORIUGU4<'D?QZ%?+H#B5#BZV2Q#(! (GC>.04L\ Q>%Q%)JS%1NP*A,A=@W) MM]2?
>D?\'Z5G1I7:SRH+@*.XNJMUL*() 6HB((L8Z=TU)&H_JS@|CA) 74/G MF<#C*
([8&I;OB(D9/:^;*.I>?<0MNM :0=3>*%8*97T9L#T.N=80
MW:L/KZ:A1(C8E5BU8Q8]2@7,_5"KMF@30+\$B|2+&WBQ>M(;LGKJ-V3\$I|2G
M%\FG1[FJK&NY9E5+.8^.>%\$5Q!\$OIL,M73UNT:UZ*=5L:>)'55!')C&V7CZ
MDD[U,G:VKE0OP_\$3T]G:7U;'@PTS!O*_D0B&Z8DN=DNM=WU"EK&;M.CYB WP M;(Z-
/E_YHHGT/Y8;]OJ++2Q^HO=A79Z[_B>A)6WMJAW^=VP'(IST%W[;M[G^
MYZT^@@@'N],F;_N[|@+H3;(UKY4*YWB]5^_JHWACH]7ZMTM?^IY9KJD0'8&O\$D%-E
M\$V!]?7OT=?0_HK#2\$ &WK%ABMPI-,XY\$N>;3'X^=+KM_>NZT.]]8J/_NK]_ MZ;8?
VJWG=NB:1M7I=YYZCUW6>X(5=+I/W]L/K=[C_O:[K0Z]^W6=];MP0<_
M'CN]+OO@RR8^_*C|LCYXI@[GC|O/7.,\$W29IE.E"M+P|[*+_A^_(5U8N_/U MZ?
E'J]=^ZAQ\$HO7R?>58|_L_GX709LWQ^AHEC&79|HL|N2YI):Y M6H>VD+Y?+9NY8Y#
[QB|VA:?'#N.@|0[9?WDFEX=>J7##M *&02|=4UDU0%>P M ?PSGUFV/!^[_&4JU?
DUN1@7N'K+&L%LKVC%;=/Q)D*'NJ)%/UB6?4VPOK>F MPD&SH0#]Y2WZ<6),#5-
^YJ6?0_+Q;GK8)PN+70? VS+%BCFG]_D8'LP'/WE
MQ>8OTF:|ARUZL6SC,*X(;||6'8W&.&2,:Z@C)%HOVMPQAB!88IHM)EGKA=ZF
M7>A]6+&:14YGPALQT>2D45.EV2H!_J(!G\45#\$\$V(WH#HH]1KK-
>Q6:DJM78(T6>&Z(1AH)'\$YVS#0#&]L!KM M_Y8X#11@?66P3H;JTR?2-
@JY9NFF4%9%CE]#S33A+QI84R#AP- G3#>'S#"
M0%4[QGM\$]2]"#'.4=-9&=>L4!=V)1%0.TI#IX:&I:BIGX^:\$,@B/V_G/-H& M]?-1!'Y'*;39*
(/>5%&E1M+E0R"9N5B+7,MD:BXV*J P'& L\$@HR\$01'N:IH M5'/-
>O%@|TFMMCT2#27%[:B>Y8+U]+N)&1VLZ^J;(J6HL? F3LGB"B2A'P+O
M1VX*6D/YQL*\$JEU1E74MTQU051=EXE*+C2!4G1Y51RF!VFBD>5U+L#D];+)P
MM: "IEHH@""02+DV <'FE)9DQ..QM8YI2N_6J!7/N*P^,8KOUJ 5W[M554:
<1,\$EB%PC"9:U4(%(\$ (4!,!QW#K5PM5= 0!-2TRNH1AW6V5EEL:WJZ
MWSNQ(#A&F'NU4,TF=1R#/WVISXP1L;@D/N|B|=_%I[PW8VE
M!G7<5AL>1_%X%PL@'A5*:R,\$A!!PC&CI:K\$8IQP1 !0 0.,8P=+5HH9W%@0! M-
2%P4H]J,3V/*L\$C\$W@BJ:3L(GKGC8G'W-|N>#.G&:0,# M',6?
7\$1_|L%A(>1&R@0!1_\$G%]&?K!UL*!\$\$,H',4K 5(LUO%)DE?
ZC]8JP4RL*CGRRD6"N*1+UJRBE5U"E5%4 2JZ;!JEKA M]-' _&E[,W-2IR3BQ*K'J)E;-
XHXLRTET.T/KRE%O\$B|>,F|F,6%9,)CLXS' M9J&:29(. HB2:E5P'Q8U-J?
&YL=@F:/T62E7<)&4ZE"78L5A|=1XJ@KV+4XM=MW@D"Z\$#AI"4EO3AJ@D<^IJKQP!'Z!
ZY\$Q4 0%'\2=7T)]<4L6-1!!8AL!)*|=4 MJ*>QXO XBJ.Y6L@UZP=;482 3!!PTGCD:GKQR
2/3.!Q%\$=L5I&L>M(+M&KJ%VC\$I|2G%\FG6=QD)CQ2JWBD:H64D^V(554!
M)+%J.N'[Y>-6[JIB8Y4*-40GAKP>ADS"CUE<@"<|.>NY9OFFGEJC&.4:HN.R M<-,-TQ/=
[[:V2)?K|=LXG+_VK9W5PU/-U# '&+UGASXQXIWAPNL&F _&H(1Z|
M0'&'N1;;ZO^V;#;PP>.P8'E'9A(QJ5O6&W.&[3EU|YV-J2%SWZS0W-RQ[C+^ M"S"%?
8J+A7]@2-4@U.&1F1S (Y8VVKF]<3DO7CLR;,>=O^R&O8V-P9@9#M/G
M'^+K@+QC,;#?'%<4\$E^TC66.WR;XANF# ; "S@KGHLJFMO4+^,WEDW>V5AP
M;_:'Y'3VAEV2"MBH20 Y@[TW9X_'9^==F7QZ]/SX^LW>D]/C|V>ZS5>6"]UO\;NLE;7L(6
M07U,L;Q1WCWJM@E =UB? [TY,[!]+D:*(MI=_1>|Z0-ZF[3"Y|. #_'6;SB<#4P')<1XS(?)

|VX"3K!C?@O'5XX@[=QP4'(M8JROPUA2RL+_>J [R"F9^@18"B')7_4)GI@@|X(9S+@ME
M@D#R[AS-8-TQF MN'P*[W\$|X"=82_>[ZGX0F*%N';YA?^-^Q'8PP@P/XMF]S_<];?
00#W.F3-_W=0:T_? [" M(>@OJE[-EV%9JS-:*_]'HY,-0FE8K?\$.U\J%?/#CL=/KL@_ ^&%%/<
< M4|M+NR+Z;_?Q&J](%%'#0PW^T>NVGSGH2G>;XDH96QP,STABL&'?%P)JS!G?=
MP9@/O0E_ &@7*]Q>A>[=]U;MEHK^,.T*0]6",+Q-K\."KH.Q.)A[,YR?[7'I MV
MK;/Z3Y4;MMK3VM#NMV2&|'=9D8KVA'N]KLMX4K\$48Q)*;LC\$^ !Z+,QB
M@NKJQ[MMQJ9PX977.;_ |EP4:@W#ZP;(G^LSA=|\$?GX>&,YOH[W>&*280?O1Y
MV9A%W63%X2=>*+]>G._Y@CSC_/("/CW?C+[N]49U#?8P*^Q%W-(ZWNLL'R(%(J
M0KL'JB9G/Z2[ZQ'=74+2H\N+E0HW:-FSW6]7>/7CJL],+H_W>!|XKZ-
W)*VLj;RP5ZX+0%N2VGEAA)N";?K<=M84Y)A+JR6<|UJY>#""X1;PNW>-M2?
Q[X;:2:U;*.34CI+*+VTF]""EFHL;=.\$T=0K,N:.R66H2NI+F(8Q)7%4B
MM(J\$U@HGEIUL!+*5"E324*O*URR%Z\$;0.CBN=4B]P2.M\$X)C?
[HOLD)W#;S3=%,|_J+L*,*=BKI^))WP\$X1L5,HI-6+/3OL7(/O"3NL-MVM[
]6Q;:A=%KZ|,"96HYN]Z4V9I(^JA'^.@K^6;:8%LNQ?P)0,U"Z*NZ9V[
M*U%+1%0%B;K>B[@34>,=Q\$34TQ)U38GG78E:06/X|\$0]4HS.U!@.)_Q\$9/TF
MRE&:HK(F%C;KZJ:KL_N);NLW[!XF"\$JC:>@,K[THE&M1/(I&Y M8F\7._M5'Q@3PWU/?:?
V0!2RW/8_ME+L_U2MS.*6O]_WT]_.V,|=Y7FM4\$A-GI.A>S);-W_RIQ?33>0_F6ZW/_DU
M(K_*Y]-FULE?Y3,V,5>\$0)?0UK:3]VV!@S+09N<7"TR>3*/%MI7*4%K:/:
MYBLW7J=,4A8O M800T18PIQN+K02YIL7A1.;?K;AE6H._/\$.VUIQK-
\$.!0T_\$QL7_,|_DJ^XD\$ MGU;98LQ|1QX@^/<6].^WZ WM.D!N^ VQS&%EFMJT4MFLO!.G
ZR)CM['YKO M+B"5*S]R^:A(* JV>&T/\$P7E
R/IB>B9B((MSMQL1(%R#MXCN8!.&K4=IRL9 M (87V7.(L.V,|L6W^AA
K(*NA)EI2@G(*NG\$)#I^<@)%=F(@C5U/-(1!742 M!2J*@C7E.;(5!
(WXK=C9H@FYS>L*)].VT+B-^*W"^2W M]+J\$UDKE7+.>6CM8XC?
BMP0DM_47\$*FVAZJ5*J(J5\$QL|SFRH["(XFNF/"_M0^.U*9:%6VN8GG#N-X.%=KPID"0_
T>"Y8UU>T7PPQF7UWFM][CFN,WGWP M-'KV_A&?W0\$N](="2ED5(>-0FE8K?
\$.U\J%@B7Z[V]+>QT]4]9\$ _CP8SF!B.9[->_#XEXDU^!.!V*KD-M%2 H'[9<_S,O/D4_KY;R
M]:(6^U4A7XS]?-U0Q6J^7"ZE-U1EXU!;_'^!,"V@*%T?A;_!GS?@>+HHY=|
M+|_DK%2X85I!*Z^]HSW7U3WP_9_VNLE3/O)IR:-;A=/SH'B/_0054Q@'8B5LWQ9K.)L5.)T
N_M^=]5OC_K;_M;G#KK^!;?@N%P#?6K3"^49!9Q/K<>&TVU4B):!=\$6].CTR| M
[7RBXK"V!1U:RS<"N>\$N1"A(&78Y|V?5LZ' WJ=>|C'FE-Y5:0E%S'%F0 MH<5-'\$@
NZSW!"OH=)^^ MMQJ:O<<'K7=:77NVZWOK-
N##WX|=GI=JF%^(_Q1^65)|\$S=&QIN9*Z;9KPL MQ(|JY7)*%_PA-
"K.\$K:IN/!"/@>+ #I_|F<'Z]M. \$?X7S@SN; @ PV6,U M *!OBGF_=JFJ_OUY_&Q
M15=OS\$'63N'-|QPL\$Z'Y6")?NN&Z5/+?/%38FW#^=.Y\$9?|CP|\$%?^@|%N
MOL!4#"Q-.YU:.)W-H.MX_H1B/!MA 1\$,,WF%H^3S#5%MX #V7AA^N)#_# M@?-
)JI^F)?KV8XX#/I^W;X|TU7E'6I?7;\$W!AL!!SE""8@?5BZU-(%8)8!)S.'50FT&N[
S'8;"Z(61;4WQ07B|OW|T;.G_L-QU"V
M; &28NCDPA#]CCF!|FS4:.=QE.IM9=E#+=+33BTDJ8Y^PRJF5.WG%HN0(!'9G)
M8:|=W1:~CX%K@#Q#^,(8&;#H8-O"BQA:|"K34@_BSG>8!QNRN @|? #
M5&+9S+,1\$S#E;=%-2H/[12;JPQ;.M|#F?WD&H\$!\$GKBB8@VL6P+>X0!03P5E!*
(%L!Q^Q15>;'_#_WQQX!GXWL#FPB<2L#W>.9@_B M V3/C-
O"|#\$'_#;:6V_PG2W9+E@;_*4!1*S-!*^43*:&UZ@#D@8&#,LP+,|M-
NN_^^^OTEY07"A?:3\$|LBA>[AZ(.N|D+\$P9G[2,=N.X5N?0(|-F|/XA(%) MQ5&8'A-
|V5TH|".D((7YH?|NK0G8QUFB)/"78!SPF&!X0%<
MX[F."Y|CE,7*0#.&OR<|O,3W/&N|LTBLYJ!;3=X#S&U9?K/F<+L\$W6ZO^@3
ML;|=,>>N'?DIX=PL&6-Q_4A7(3X/@T;.#18ST)UQ&))+0FG-C_DO@"M.M0XR"+W?
@H%U:(1,:::Q^JCO(^29W71Q6?|&YD)MYUG*0GAA2(P_S(*Y&;&L0 MB^)_Y0>D+&-
S"#8PXFZLOW*QEF +8,>&7-!DL4YXE>\$Z*T"[0>\$OQEG[R;1 M0U/**RRSDMIT"VV)?
<6*H/_ "BJ#. +OIM(I-?&>G]Y(6992G8T-1=#WGC11=G MU9MN#YGSIL^D[
U4C[G&\$3PR"&0@ZA!C&W+>T'HSL>-.<3?X/@%&:8-/S6-M717P:XQYDLE\$@^L(C/VEL)
[92"OCT)YVBW3?2>:F|A5"X&X|RD?@"G]T#R MRPZ';R0|6X"[2Q"D>5M"95RI=JR>*CCS
I M+5]K;)[4.402U7>ZOHF_';FR-<5&Q#?-&8EBHDLY(-*%OH(.U\$O(P0HR!X'I9HD!#OL
MUTE6N:-Q#18(:I?2=RST3C!%8A38NQU\$21HH2Q.,IWC5A;2C2:5IS>DG2(NE
MQ=)B;:%)X],5./CS+|_9_Q]X\$^55Z6|'>#;|F/;47DUOT^IL0.J%-M8S#
(SIW4RLIU0":U7:4)DHV2MAJR8NA|C\$LU>%K.R+.Q)4|>^(VE29(BZ7%
MTF)ILD5%^C?W;[>:&|?S9D3*1M*239MDOS M0<4M|8)|4 F.U2|;2O6U-
UK]5@.R"@AM30JU1# MU_3DRSB@IE)((:"&| #1BD.P91#L-@Q3581!2I*

[.:@E'D9#I0J:+4AQ'ILLE MFBYTUT3JV='MET/+D88)>Q1_MW*VK-PV3W3#*-
Z"@7A+42R+E7A)5ZB61J?0[5]9+8D]!-U[-]9V>-A\$RFW2
M/J6C;7T;"2VVC41)M38224^/I0*N\QJYHM+XHVZ;H 4ZS&_T\9Y=>=YOH-J^
MMYQU97H7E?&C!7HKY4T%>D]/D#WK]?IM/+ (-VSYW7-7Z;/.['\$UN5=0]8=
MZ_/NLH5G4:ZW4LK7M&0U=C=4QFU4ZJD,5UBTG_V Y\8.>P0]82BTI\$B1-MV4M9;]?
XM>-JM]V>951NF)@LM7+!YX'(!)6P+VC52\6AKV7%I:M;|;73^\$2' MR,K9?
(O/WQ7KP2"&B5T)[V[Q\$Y6#I7P[JSU)E)0RA>80[MOL S9^XR,#.J7V.=#^MHVS,RN>>-
/WC+N?:9023W5N.*[5S:R3_U]\$GT5-RBG*YW"B7TFJ4"YI&|-=. M#<0#7_JSB-F^J^U!@-
O*CHH#H'TVL!@;7-@3?ECT)SVIVS5W.%N7/A+)=1^\$S4-J4SI&WR%7=(RQQ*#GS|M-
9AX0^E+F?M,3.XX/>ZXL+=K_-":N!K6D:M<U2"N"/2^/,N<&39UH&O*,J#1!6NPA
MBUVNB;0^R7J-[WPH?H\$[O3X7/90].0Q7[-\5=5| YU3S=|.I,^B'MK.K/Y MF)L..O<7.?/?
&0,#/|.DK1)|2&??A YYE MSL=/Z"[CZ#"3I'(MK-*YY#4-
E3EPV!NW.7.|ON/JIFOHD\D[LT2!--9_1^<2 M#/2J3X+2':*"@JB(\$#.H:4T-
>:'3UR=868(Y8PXC|%)|SR_%L[MRPM|\$Q&,MW
MPGEM";>>/91.O:AC*|J^3KCN<'AL!%_!4K_.@P]J^?CB5'=-|A#&'2[5!A)7C
M/!EN%WZD3V"6KFY,|HRQ=255\$11)4:]6S)YE2=9P*:52UJ+4R!>WU+78=:AZOIQ2K8WT:
2%K|M+Q+6_SCD#JNHK6:W^6C+),=2@6)C*W=3>-
BRYZ5+J7@9\$',|=03R5%>I7DWMO!Q75UU@&NOAW-M*[YV&E^?
FV^/H*@SE/!KTL.7"R0H7GEP>[A3A\$?@W:5NOC,/0X=T(.NTCZ\$|T;8H-MH_D-
0RA3.XCK^64Q-SQO1=F4V?G>0_=F|83 &|<*= -E,F,/,+@B MB!C";_D\$9)V-
6708@PSY/B9P>?XAL1MV%:?O"/ M+B2I>!8^= _C26\$M.)!FBM/9,F\$[|KA<|)%2)EG-
8=!AW+G)|N+K|WO\$G)Z5| MCHFN/[_SAF_W#O3F]X.+0\$|'#1.OM=RS=H: ^>X'GK
?/[ZX'OM@V?Y?-"|/ MIC\$|PGUD?=V!|8:?'L|W|V)[^SW;FG% H6\$.Y>:&|3\$6930GB?
O;=C\$6"&^& M.Q9TF0"QY:< 1@+"^|,BXE^G/ S*'+9RZ?|N\$ _@9H5H+.(2//,4#:HR X%
M@OX|&UWY=W@7@!K>%)S:3V8HYBPQO>IQB4'+| I%[FU%*7QBF%(QP! \$4515
M7|L,&>U1=F69\$FYN8_OFPLY(664X(M1PX.JTGR|7JETN1HN0-600F-D[Q-PW
M/@%A.!7W|_F5\$ ^%NK"F=Y1H.QTEU&8UYB?49I7:K!XW>&UMF|4:M5G->OH=
M:K.ZBZ|3+W3^8BHR!D\$^-6+#|_D^HQ MGCZ&B|H_|@_846(QP\$)'Q79N:F%NS|"8B0|-
Q_%\$=@X,,>"VBY', M&SO/:K7: ^IWK<7OZ-+KW]?FEG0,@#.Z&GOUFV4.'FXOM*L)V%6|?
0;U>=06Q MD?+\$+IB@6 S|QP&@%ZWW5"EVR0 UG|YT-'!6@^1NV-'P?^\$!:F,6*,).T&S2@
M|)%6[54X 1|,V%HM)"E<"3&%!/++3)UJ(4L 3OV@+4=N?K^OW^BN|N^U1_ABG;
M|8CME(,=UG+-0K|1B.8;_R/VBMV:Z88:FE/IP).3:#:\$5<|B,4/. M!H\$,V'AO(H
"5CW00V|6W#D 57._)6^ M9RZ>=>>F>[*M]J\$<!*|S;B@!S4_Q?('?+"?CL428E)MZ&"FQ#
<10\$X'_1.: ' MK_7E#P#!,OT|F4MY/SMRL76|#CL EPN:8 M|)KP"H73LL]?
8*:_#HHD/_AA0IA\$(L)615G?70BQK_J [ZDK5'? A/4J/*# M|:
(!TSA;|3_2GZ|+*^MLKJT|Y;Y@L5QNN3(W>L\$6D.T)=Y>4.WWT/OP%&K|KM.VN>R53\$S3
M^BY|GL17FU|2|-6Z|!)3BV1?;Q,TON,,98VJHB=R\$1;HE?,<=_|+/_#C|J_X
M+T.H(HM|JW#R_?RG0DM^8R)SC>69\7/+Q%S^_OH0Y|500 MOQ:7-
|8N|"\$@C(2T)>14=4 *Z&X38D8"=%BWH9,@FVWE1M+(RQH:RSZNVG, M4|T=|H
YU|:X= 0\$ _Q6;FK8%UO_#Y!|Q|10?7(#&MY0_/(MF64-4CL\$&!|T#9*?
1GTA%W7DPG,%\$T+,' WQ!2V\$! MKZ)\$MO#&M5S_,QR> Q1GZ""T/3C&OCT|/?
S1_OY=N)B?>O|!&;M3J_5^=;^ M|OV1M;K=QUXW\$JFRB|=-OBQF"IJ?KBD)W|
\$>7|N=O/_ 4(3L4R M0B!(0,3?3H2I;+\$Q6@&\$+=?!-\$6? M%EBJ-@-3!!ZR^5|>_!!\$BS.VO
EH\$H8-BB;6VAG .GV-!|GK|*2"*BA(O3! M96_B>3',Q/B3PQ B(@(|)A|Z VD;W \$4V-
8GX=+?X3-A7\0)HFBWB^!@W|" M@6|;|_BY>#C/DE-//2|^/-4|EB VKO5-1*OPJ3
;8<,=W7Z?^VH,&^QIQ_CE MW^+C_@G->|,O-"*ENH,QD&/'GT8!|=|2()U&'FA1D82
E9APV#S3+6C71 M2.L_+|73J8'3R->KR4,*?D|U?
+5146Q.Q4*^HMRDZNB|/V*)G_-/(@G^V+#BO M7|+O^7\$>RV^;#GJH0\$!/?
ZPX|6)8=R>^^EL6C)HLQ9|&V|->R SW+U2>)2AME MT"[G--E)WVP;|JJ\$0*EL:
|U^D52V>"^,M0&"<-Z^4:Y8.ZV)?E,HQVU-
(A&4HL1"Q4)2%MN3|K+!00F|Y.=%WN=03C2ZELZP::%HP;AZ*)QU%B3*Y4<1|O5
MV@8FS=Z4"@>7IR,H*0FE+?E4*8DD> V)I O&46HHVD\$(@:6H))++B%'CJV!\$F
MI^# 'KZO),JX-HVT)-=LDFN):SI^':/IPH/FVID)>(*,|G;|W-|JWV->@*\$\$<
M7"J|7(K(I(|)W7X*>,X)!/MMMDS @^\$#)4+|I:\$G:JEE@IY*7\$|, L^Y@V?7
M|D>'@:=*Y|;E@>9X-U2 M.V-;H\$T#"|W\$5'7;ST&Q&QW.P =VQ8#:4K/CH,"31D.\$'A?6U6
AO%T?WT)E MBR3"6|T@;H2TQL%=^ AO%X.W9*D544@5,3*5#DP"E
34_GD\$.X@O#92SF^H9 MH,TW:X(9!+M9\$46CTK27#VE(?O#(-#.:V5XSNQJK/U3U-
%SF"EMJ86'=9-GE M%+20/*FZ+3:=#T.\$;,_I#U1+EN]4*)

(F',#5<(:PQV5X1U0%44/=C\01T-?
M=G>Y\$FB4E\$0!:KRI2J+TLFH)5\$J":L=TMU1!5250G1NH\$AUOZ6\$JBIV:(H<,-M11-
>531A*KE@UB""_5WNU'<7K.DEAU'\$AI+ VA9HN"? "HDAJK&]&3A@Z:PRM
M2PS+6C@5"R2<+AM8ZSLX90NL]/+&"%@*FM;F&):9UY14^?,HWN+X-Z"HA9/
M\$;68IKNGF/IM!@5OJ C\$A(D+.X8[[N,D*HH;D\$,2%@AH"@,MDS#'5"5>ZK-',5;3?
F#EP(F:68T,PJ8]/MNWXBV MC-8HY'RX2>)VV%&0^4T02[
f0\0#EHJf[37*70GO7D(Z^0:H?<9FFX>).T.S M2 S=8?M/I+,1 Q\$#>
>BF.@1JY9J5;)@8B!KIF!=01f)4V-T[+)[^7^4@5E MQ%^INO/B6"B+3&9B(%5@1
R4HA=:CU;)U%%[A+>ED^N#@/.'0LP M;=PIP_1\$P\$K<)_#@BO^R7
\$"B9[2\,"=S3'8Y95_JEO32^*\$?N4OI#XB=YW MK(GGKO)}:%&RG[2/L>9O?1M7LN0<"?
TfGKM:9_H+O^W;7/_S5A_!'?ZY\$U_M=W?0N^9&F8 JGHU7X9EKE8K17^(6D*L+-L08,
f0 JW\2F8 MDZ[,7-C81N[ZFU\$=-@JE8;7&:UPK%\KU?JG:UT?
UQD"OjVN5008_M5RSA[!# MUJ<J,J;I.K]TE<(N0/JCRAC-\$3+206V:U"TXPC4:
fY],=CfONGYX[[8Y?UGF %G>[3]_9#J_?XP+ZV.ZW.?:OU
MG75f,/&QTZORS[XLHD//RJ_K ^>J7M#PJUGKG&"[C>Z_B%5/),GF?1?f[] M/3W\T?
f^78#NJ??/QV?6fO1:G6_M+J]?6:O;?=Q"M&UR/7ZO_NTYKC%ZWf!9 M*!78O!--
+5:3RH&83\L-/BTM'T!3W7Z\L\\$_NAJP3?XG>*W16-8)ER=S;!'5 M&W.FF[#,23BDT>6.Zf
9MU&AP6A'D[GPX,CR;?',_O)T&f'"&XACK,L"W0]_8 M,"K2">NN>+O.?JQV\$"E3/;
<#AfU2>>D.'XP+TU%>FSV:Vj0LT*I=AWEGE'WD&2f_Y,QSX^0"4%]TPW7?F
M>+90D?"W^+ZI/K M.(9,:VH,V CT+,MVY'QQW0.+,;JACWG-B_-@041MM"XNABM^?
3_S*K2D)"\$D)" M@("V.W3S4545=ZS,I^,K44SIQ)83*0/!66-+7>3->S37X@L"G_298-'YS,
M-?.%^*=E6,:+>Q^4Jf)< O\$GAM;W!^!%G8PTP'7THW=%@LG'+BST\LS\## MGX C
KJ)%'ZK_) (8^!X\33U*39AZLAX1HUJA&61R*YV(*058VNR=#,=X1!0;X#W\$HM2>60R_-
M+'HD^NI(-'HDD@7>.GY0MR606"H44\ESR,PS@%-
>X2EOUVR*9MZ2\FU)!X'W7L+6/PDECF(!3M?=>!,|@T>/EV1B%+H!_W=;,J,1 (A
M.)7)HZEGOQ/-7H4^H#!7DWOYCP\D_(Q#)=H_\$_%H1U/WL^(P^T9RY-#.L-T?2
MX)^FY4JX:UO'G7%1AC, 18'JPQ. U_ T"@>42^=GV2*(9Jf+1::KH<*.P,^S/T1G',W-C
%1&WX E0KK,'#6 MX|=fJ1]S7Yf+N*+6G\$#/LVM*5#/OE_>S/8Jf%-
NGKZI<fJfXYf]fJP3'^0 MO;V*!!M-%@WR0@7^R_SM!KSU6_QUM=F0>YW\$M^="Q-?
3'M5OM+M*KB>EOJY6 MDW\CfYID&;:7fU'f7U2OH;3S'?G^Uf10*)4fIXH2Kf_-?
3+R,8J&-94MR._:Y
MA.0NB\".E.2,>5I4Z6!ED!0K"EK00CKW4_#AY*08DAR>Q"Z,\$;IEV+8(-\$^U
M6852\$BNX_BHG3N@JKWG,6/F%#NFX@XP6P3PL)G@TTJ1Y"@Q (XT(1HU@@S*.
MfHZXE2?_N2Jf??)A!=T+9A4QU100%/^Q=FA5\$^@*F18=?,3C*M'<8Y;Z;YM MV/%
L!'PGD>Jf;@SfV1&,VU7F V=(B;7;JY+R/1#!"4RD-
FL#58ZWJ6fYB>XYfR4T3UQfZHB5495U-Jf(5LP4P6926VF M3)/9WK+%.4:I#3H)>D?
P2S7Y)9?fVH5APf[%/-1TQ1FE M!3Z.&@ "X6-"?L^2W9/F:BUBW%MUP8MM2QPQ J@
M2YTYO^0TKL49)H=Qf8!Q54H>1?<XY,VV3;)M:"&.LE(42>?# fV30#f]3
MNT4D<8&X@?fSX/+6-N6C-<f[%\$F#UCNDP1NfJM#=#HfVU61'JNF72W.+SGL
M:@f4HDBM5fJW#L4Z*785YR_NG%(@2S%))9LD8VU3 +K6;M4&WK&%H@ETJ9fI>*
MfOV=JDMfQ;O"=XY,U63;)?: "BB;JCC 16_-LZC0^JE NXUfX.1'O&:T'(U M(VU\$1f
f80+PS.U,X@1(fZ'P44(fZ2710=L9*:JNU@5fIOMfKJ?BE57>Pf UK. M8O-A0C-(#1#;?
V(\$YM"Z)H-8Z9EOL:0Z@ H0*\$"CBN

ZN01M=@V9S MY_KHL],+Z2L5&D%HA -IA\$R0U;V\$"fJB*56_*94&KGHf).\$&fI]f(5*Q
H9>J&< M6*%;&f3Zf5(6\$2L(^1?R?TIN02F! f9fU-NEX:T?5RG0BY+?Z+#@8\$Q6=,+U
M*4QG1f;ADZ:f\$E]fH+Z2P:!'H'R56%K>T@:BVCF.W360#6_%9Z(Z#((L2/2FG M0?
KJDL@#G-fC4Z>f]_R'#:1W?)L MZ

^O>f(B7&LA5,,==M^E:^"1PSX:G_NG!)X#SX.F*4U\$: MTE":S.DL>_XY
GRRH+/<#Y,0(&X Mf 4X2OH ?TWPEC\$--DK?,O2?Q-#GH.CPfS5_-(UJZPTZ9XOf47 L_!W?
=VPF M/%D?;f]HQL?!=YKQ#@J1_QN6&/0%1-B&* L;.G%-%/@+917R.TE,AX6%|7#8
M#Q;=N4T(f4 <_9>T@)^8.Q*!<J:\$f]);Q!)_2473VfFRf""f7f0Y<^fB;@. M%O.E 1_
<1NX6MQJKBUDH/250_6L0DI#f_.;JfL0^RX)O/-*C/>&M&>Jf_fI MGM\$Y7/*18?
=Y60UF8:fIG-&F5O(5.;=!*JY3?G>JZ\$THfJN98T)OG.8H?RNf B M;fD:Gf KP72=_3#fJN-)
_f1f-P'U@63E"\$F;/;_B_RG%NKD9#F*47?)^6/ MQ&.V>@RW8RW,T-/H?VE>fDN2^=%6A
M92:1J#9X^./V?B1=/SS=WfW_+@W0;Z31CR^CNYNfX=/=f:CRRf]_>+X=2<V/
ML(f/T<.WNYOAf^V-J/7N?GA_?3?)HV>X87OM_?/(^E#f/f]9-T=_f|O/_fHLNW6VDX

M&MUF\$ "U+KR??"1[,D0M)Q'NT9U)!2[K\GEL5+|FW-[U\$F[O>LFW=ROW4|L? MK)CPT|
(,%@M_H" ^%Y;ZZUWO'2,% "Q-C>W\73F678+ _CB MK=0LR3T|_F-&*_D.TW.)>5
<.,9LIZPQC^)&;G"&ZV.*+ ^>ZT%P&)OM;\$J J=IOPWO MG^E=SNV_?MP|XIU;+> _0W&
(;0V^|[HZ&9|M"0V3B)!|JA<;?N,25<>QYJ5S MV&'H"IO5;(K|F_#Q? ,M)NYOQ/U-=OM\$?
|+G&K^TY#VNX@6I90U6FW?4#!"
M)H1,Q&1";I8M\$UV\M2P9*D7<6A9EAB^|!YDUL!L(%#&W\$#5BL;2M5|)@Y;0I
M#I,8FJ#*&=U!6?*"1K^VARY"&FCL/=|W#! |!#*JL')09L/ZCKNQ> 7+D"1NG
MI"Z_:Y,YO&B_1U,CA33DA8P1E3-:0,L5BEZS-NC4Y5Y5|LV"&+: ,D-\$96C(S
MR+5!N|YJ5F6X|24XE->6Z,BVQWA!-R5P(U|LX@@G@J.GJT*
M9(.@=I3:&3>O^:FM@LWKI'5#GXH;>#;YYHV7:'6\$<"RH#40)PYVV\ .PH.CG=
MAU9MT*NWU))G@^T?RULPT2X0T24S4;LVZ-9;?9'QK BGA%#^@0V6-E NWO1V
M_BY+F?/70D=Z\$SH^+M!|"@1.&:L50!RRU;'9S0U.W'%?119Q\$+ALE2L4=C MF"XR3*
<=A|\$,.,."*2&0?/89>2SX+B!UGO2QM:|IO,UP+B&&^U/E4F(FU6-HZ#AE9PH=^
M47PCXSU|OHY)A^1LM"Y*.*;.(U_4=|JFP#5^)#.6(&LOJUZ;*R5@UWZS-HAG
M&OY*|Y|S8=UR%X:MM'S|E?:3&#!@Z1%"K'29K?0C_FES_PM7O^|#I7ZF(N^M=
S/E&X+|:KHA)EW^B(V0(" <3*6I9|)-
_2_C| |=4(&8AN>LFH8|U8RH.&57P%B>12:H/XK>E?_=8/RW,= M%|X?
#R\$Z>Z<11U4|E'8Y|/<.K X|VW&NK<58-UFB=D.3;5^-PX+VU3@L MZ/#Z7S_N1G?/=|
GF|\$YBQKQ%!/MIB\$)2I;S;|AN)Z,*6O9&Q|&OC&/>;| MUJD;|A2!Y;Q+5##8T\$|L+/-
2>H^#U|LPO|V;-|22WRO|E%ZT|VY|)%US M+&S|E^|PB8S6X*I>6_.2FXRZI\$E?;' 7G#F|;
(!'JFMPEL|TH>:_Y#;Q|JT M|&S'P^0M+(Q|Q:%U:_C|="*!-
@%_ 'V=S&H;08^J.XZ' _#5Y^Q-VT%@N @D@6O.MA.G4.UC0P+J?|?>);GM4QXBDBG|J:"P
CJ2-M%+^52-8HEV"\RF(:.?%5;K1Q/*6|Pj.8|GE5X^##[MP6B|T)YC#@N^Q3P;V(@
MTL:X,2UP3&>3!|Y..%"S)! _LYMYH;,-+T!X.M&<>9T*)NP,A9L>%|V'QH/F
MG.P>9_/HQ*C>%KH?"SQU (- MZ7F-67\$8STW)V&5!.)DZY9_%(W_R5|M:.)&E|DZ;HQYF-
_"S MN??>@_BZD583,@X-K4\$FD.#O<_A'0WJD'5H2^ .K ** W40)P" +!')U9+U)^7
M:FJG=74#.N,:R**[TE=MHANZ^UY#IKJW0!1DV1,GTTVA|+?@A M/AN
3!B9?!K;&/FUY%I<=U&.@=?Q'|#N,:@;%/SPUH-G|4P<;/?\61/. \$^|X M-+2C>!J>X3)66MI
>O,T%=<,P|@6UDL|0?*"Y)5(8T);/Q4>#"E?T0L(#HH5 M# X\$ ^ ^#M(=0^Y0U@-C%U'X&?
W^"<8//;!7U(!W*T7XQ'|_8<;=&#**",R4A M9^&-C \$-8&&(-_E4Q|OG^2TJZ?
P:#.BV2;MXCW2(=SRWW^POUF.LX>SZ#>; M8#&S)GYQB^A|O+Y^6E+
(_CB;XN.A#YN1=)0.<((%W0|SX1&@!VK7EY!|8UV_*MP(VE3YI4E8QN\CUN2*D-
6FG3G1,G\$-.I4*#_SWG2_OH7_%FS|IKH)6ZXRB@&=SAEZI?1BT%>A:W'K)!Q-,G9B
MX22+T)YC@V#??)0|R3PY;J=1J=;SFP>16|(2BFS>NJ_2*8P\$Q-'M*4+<(O,X'| |=
<3K*I9_@K4'O_ \$T^I'>;=;O; M.9^Y3.:X |BEI DN=N|HW!&(<+WZ/Y*MA@7+F?.\$D?
B\$>SCZ/,^?A^'U-G!\$1K%/NE,R)7'ML+/L^.:49<7"M*
M|K|)+PML(KWA'ZD;9R4_ |9QZ%)137=_U-5T5W37=K?.P6GMN9=!'P.|&,R.1
MGGPD30C4*IZ4CCKZS,|_L'TW/YZR1ACIM8I+>"U>%%I944X6V6BT&HT^?=(B
M8|'"";|(@|L;T|!W%?W=&O0EQ6X,D^1\$N>^(5,/:_-+H>527)F?2Z1'Y-
M""IV6G|&BPF":C1M>;"=VMDEV1ZUP"EF-B,3O|4S M3B--/Z1L)Q+OP8'9V&:\$31# '55
MEI@-NP5|Z+|'G(Y5|PNNN_TUF6/U@T19 M0_HP3A?(B|E;R5PK?
T+ "L30IR@5"TEU)&5VJ#9Z'9:|4IU89@ ">D>|SZ@| MRULTL"XGV_D5)JMQ3;+;;C1/?;:-
>1CUKQO26|'BBMW,O* @3\$W5B M:7IF=:\$'BH8|+937|LR\$X "9EE9VKD
OEIV+YF3QA2-DS(X^'|WA|A)|79W|=M.OK;-8"QD)!U:H-V_-|P/%"83|
|Z;ZB1#ZR_ |N'^T5W+O4|32K9OIW+?4I M|VB|HJEV+_5)4U1^Ej.
(=Y"DGKH;BU)/H**G7#U51D5/Z+*8/_ T*Q?.3W(O* M++|^9B_I)K;Y?
|K"#QW|JO^#|C\$-1^MIA>N)U2O)5W*+_ ,WY4V|)7=E&;!J M9I',6\$-
<4VP|C5|&PAK"G<^A7OJU7"V'QHVF;AFNR*MF4Q157E1@XH4Q=OHSKXA\$239<:X%_O|
|HV7W\$%0!+, M;7/(Q*/^#L2|)#"L+G .*!\$%/X+86)N E9MJX".Q0DWV"OA), @K0 ;TZM^
M3XOLDU27^9F=Y_ .WD&MU|\$>GR4;G|>3!?'&)@HUOB>(7!?,(@'FOP'E:HL|&B
MH'7OT<@)?K2;T/3(D5\$WM\$4B4NKS7?'80RD%D7-LPJ!% V7"U(UN,@@QRT#4
MN%>=@B>&L,@B7+'A5||8UNDY1-\$YG*2V7!HZ G;L@KAS:THSA"!>GDGO-Q.\$
M;;AZ=X1!*0TOKZVI/M,G/G+P<'1=^R@|6TM| (O6:P(-^D<*97"<.H&MT.W2,X?
+Q(#K@Z|ME?..DC M#<8&UV9/V=W\$BV5-
WW3#8"";X1,U+5=Z)ZXT@XT9=" /4E,&RM\$BXO^WN4N:D M1'|8=WP/A%|B6I(UIB-
P0EAE^*J/%4P1& "-+|F?F^,N*KH;_.6H DU2CBA_ \$=P M-OA-'Y-2, ^"OR._1+T!:F%,(L?
HQL"\$=!/8Z\$7'4)"MI8ZRO"R-B<%P|PD M7\$7I)FP6A%O|A8<)UO|)%LAA|&X7C#(UZ61-
|X54N3!(.43#YN!R2\$U8)S(& M/%16?;I"CJW+C3(8&7!5!9L|7D*Y.>.(FG.O+B'J|Q|...A?

VVHNR0L=ES M2GJ/+Z& IW=" 3VL(X92FC6M> N\$%OX/<7C?
W8JKUPFYQI<(6{B3';:9J1 MECG&V2Q-GOU^P77?Y.P!L'K-1K>;W'N3NR>GVV@J?0&
E0J)8J85{!6M\$ 7 M!JU&RP%2S1*,HEI)5"L5O91,N(,6U 4L%O87V11/M*2V;2J26V(?
2D/5% M#=#,A&0DH38!40%TG<6;UF9[NF3 H.8!' -R8&B[IEPLZ4+3X^H1Z13#S.H41*
MDB(5I*B3-AU%V)TJV)U@Y!'"?DH+O75FS*|AP@SMT&11H@@%1/J&-'K"Q3[, M?
CCLJTEBA!#9[5-ON#PE,,I;OQ OQJ<2QF=%EJPX\PJ.*:VW111T0#:Z2;K!
M%?:G\$J+DT^99^|4^G20S. >W)>S.@=#,&
<-97):0.A/DI6V8H>>XMXKOWNG&!.Z%NT+Q" M)|QG\$A@MJV#%LJQW9#EA-
BLAUCSC'GZ#\$^J1T2E)J/O@>O;C(QM.RX:>DO!P
M*H6FEK,48JCR481NQT X=THSAPQC.AL&L,IHER(^*P[AW1G04H5O!&J]=A488 MH?
T;H;2[7U4&T]-+&Q B3,|>4,0L|^6*JFY-R5C4WU5#8%9YCM!|2*EG(%3*
MA#X5RR8Z.XN.,#O;CYL(Y0K+JMPNVPCM UW-
,25>2&*G@O)4V\$5E8("3=EQCXXZ[NLMB1Q<[7+)]
MD<4%5M5E#>OW|MU>J5AC4>|GF"UQ>W59QI2&5W:<-K
ZLDJ(GFBYX|TL/%+'G<(C4*"39"L"/@MYZKL\$ =HEA01T5WK1BWSO M|(&\$)4: Q<54
C&5X)!ZYDI2%#&58 _+OQ=3"2H&7%[YJ01Y,6!3)@ZHB1,' M6D='8DT^_U@"IK+^61CF.
4%FH^H9(#0CF>PF4_27W:(>WJ|H5OZ0432:M8&
M"+:/@H,+_V"P|#O"!\$@J:PNO!+5@CCKDJ+W8#(M' EA[-7R5U#HP(6[2%-5 9;K^MXE-
&)2TT^R=QP4JR*JY@X!&^%WRW+ADXNH)9X(6FT[E'L%@/;34;=D" *G_ (MQ'+XF
<-3#YP'QV9-B968G#P+#L%%G_#;|@,^ -8-7(+D+>%(##HAPG')XKUQBJ^(<@NWE-
F"&\$?SDCV7H&C:GG+6PIV.SH.&,' WQU35U;<;4X;%= M-OO# HWE4-
JG|EL,\$F\$;FCM',N8-J0_?*<&OS3S#.,J>\$[D1SA7P\$OV5/K3-MTVS@%WP^G0I2NHB?
5*"W @1|#! ZRYTU-X9\$449G:. :ETDY3'OB_5CL9 M_L-WFNBVU_2DY_@JC;
[+]:6VA!;/3)G,_:&'O|Q=|2HJRDQ M|>D0Z^&\$(-W65B!F6VD4/@DCK ;4SL9ABM5T(@(
MV\$4^Z,"2RZB,58156Q6-MS8J(I:Q."I@6R@!@H61C30\$@'\$XD(@>U03(: "W-D+);
(3SU3"3,?/MR)L.,D, MPH35?*WZ:EF.ZJHTEU&7IKI#PPLZ7;.^RL&@,|%TTV0./AQA[ATF;
[@;P9)6-M?BHEZ11PW"*AE(6MHPI*W#OR&YFQ3(MMO6N&^U[BEOTGLMU%-
INQH6V2IVQ| MU9G,4^IT&GU%S35/*?UUM5?.9*9^HRTGOW.|BGG\$KXL6)T1-
7#2:A"71+V?R&PW,9LK!""3-M9'>WX*C,BN@,5CO@N5:K/B!;_AKVTIA+JP=J
M/KAT;:HS4Q6H*2(^"QX|FGJV:@Y5EY;|[RVYGKAEW0E92RS=>!EJFH#18[5-MIT40?
\$OBV'*XM&I5M&(47;\$Z655IGP1>=@L|V.IR7|RHJP*/9/)W*2%I87L MZ=J.
<|O3'4_L|*QF3"KW:X|:S=J@7:(UVH;>HE-*5;I'4L4Q;=M&S#&!UW=(
MC8KY,4RX|JQ:.*%WV
?/>,RKH5P9^*C9A|=Z"F*H&TFF34_RCV|N9G6?;8'BXA7I@*N_JP!*=B9P4J4&
[2]#R@!TX+ M36^'C&J|Y
F\$%>OS3^U)WZGLJ)Q*6F_ "X.:5KD.+EA)JUQP+7=N_80T0^*@> MUJ\$YQ-
0MQ/YTR::JFA%8WW5*\$;KGB%VP4^NBI;@1?9\$W0QJ_YS;?'YI@9L@ M_1MX\$XZ5A70(!
(WB:1V^(6QJ>"/8^PE\$SK)|J5";P%O^)*J8*5"+J'9&VL1"R4\$"
M|=V.WV&7K\$ECJ=GN.V^VR;WOUJ'VW;|VDG\$V[30[JJ+J4E?+9LLL+I^=';O-M??
G'32H@I8HWTQ_U| &IU\$ M:J!"L\$:EV[ETZ*,UD*.3HMBC;:&SO "7F8:KNF9-R,
R@K#+V!&DWBC*V|0! MMD5_*_0#S_ "\$+X8U^1EX_9UF32(0#"Q14&V/'!U!:D-
^R4(0#9HD8LU9W@(|M>'@(|JT+U@*!!Q[I5FB%7-'NE.G_OZ\$IG+A78;;1)M?^?
@S;%7CJ20?8(0B-M)'J\$^>YM-K!+G#L2,3\$#X0<0COXK^L8_/9,P"52;==J03S|+?
U'KK"W.SW&% MLQQS;2I9\$SIOA6:Y_JD!U|O0DDP?H:9WX\$9XOXJ.
(^!)F/T*YN;='U9.&RW-M6|_;Z'1R-[NUU4:_U|J|TNX8/*7#<)\$Q*>._JEM6_ZO7):_YJ-
KM(YUJ/V-MO|J>HZJ|D2L6V3U);!^B1K
07BDJM^-1&0G9.M%OSF=KQ|QR0C|E^P#\$5)_0.DZU5YH|'5SB-
'\$;J|U.;VRR#HT9OOX0G'FAQ'.;4
M%E2NJBH5GJHG%>5%UTE>3B6DJFQ9M1[*+3I^RA<%. (BQ&6M(F=++(8RQ07QL>O*
[F/J#R\$NPCH)<2O3.LF'%S>U-FC7^SUA-MG82X5^:Q3Y_#BTJH-.G6YVZVN!RHU?
NX0;T/0ROB^C/X5*Y6|#QL?&X* M/VF+9Z36=XG102G,_FX-WS< M3@-_ /P(? "WTNY&
/46VF"3!'^ ^UJB,'@H_/EH|W"3T(%E@M;30
MER@&%&U0T'[5^0QD"BT3ZR78U\$<@/>,8GF!OV+|/NIKI\$[1\$X#^'|F2NNP2G-M/N)
<9O)"9|RQ^6@:&UB(|=T!.,/21EP/OK6)@7,C@R?9FOE"/N(:!#:%7Y|MPF
M8_G#S^@3AC;R_JZ(LY70QJ&N(0VNX--MM:0%0C72+7#T(41,1UNG-D<3U@AHSJ?
#>GWL'! E#%YT4TZ\$)03A4|YPS;A M\$;/Q:5:X9K@ ^_4N>,\$H4KXRM=.Z
MNM'>)38D5_JJ31!*Z5WZ0,%B9FPL*C&LMXJLM!X=EA0ZBRI:Z-MA)U9L|T|Y33;1*
(Z_!1[N%G)%FF*YIY-LX,1'@\$33<:M+W,, -XW\$H92.*")

MS\W^_F)LL<;F*]8@]D(R+!#MF;^%0\$L-7U*-PS_1JU 1L9O&8Y8++#_KGJ-?
51#2'4'6F#W0BFZ-;8FQ[D/5[SYLY1^Y MK,9@[A&!' /ZV'N'Q2V//7Z^A/ MX2AGT-
Y4"YLPKF4WC>Y\$MOZ^MX]#!WHEP7%Z=.*77"407 %%%IX*B9M"N)6A
MI*3S1^;NS46.&[O\,#.5TJQ*)35K,*F5N=G4]#+0.2?39F1Q'VUKIKLL0963
M6[\$\$*2WU%3!KU!B@T&W1DA[AZHVA^,^9]>5ZGESL;(WKFR!1&>HT%P>2H09
MQOOQ;S\$#OW6&+[9P9%\%9K;TM!?,AX457&|1,*F5K\$VZ"*80NU\$,XP<'NV.<-M
|BS4R*M\$U BJ15?A'+N*G?@:]QW&=.*708@UQ%//?E7'[N72G\$G=JA&#P*8
MM.E;191A6!+#+;B@*V0L*\$IG-:"Z-R1P.0M=|RB8NSV/&||8-J5R6R!A]ML-9
MJA.A<,MEB6TCP^+;Z\$%LF%HUOLX2^51S+"XIR!'%M' 54F8!\$%167FQJP>^9
MEALDG]%0::K3_0E36\$Z[R:Q7_!R!D@QU6\$Q_@MU'Q *+!F<+=[@F!/^09H+
M=K17*DHTSEMH|_SB9-4V&PKF^6!2UYX=I.9TN"K8Q*8U3S8LR>^XF/0)'(
MAJ+L050NP\$(/OY;+MM";#0?2__L+0@JVNY*|KEXJYF<^O,CO8.^ (2G+
M&IK3&|WQC8,#?|" MH|\$VZ;!Y&-((G!H-NC8@T*Y+U_ J|
(%,76,>IN6"6P2NTH20*4U:Y_268Q<)
M,2>9/ODK.#XW.F+XZSB/XV'F5_SE\$]"C+Z"H:76K0=+3+X4)Y2AFA\$"L|QS=M@?
FCEFO**)?G/Y1V2A>&-XJ)& MU,J?T@N61.4_0)1D.1S>[_! C+<>S,C1C8#/AK> M/X-
G)6VV1VF&L;UN6#@+G:K|A,K)H|_58GS,0J|P8?3,7SC-WZRDC6&%7,<M9(U5:R\$S|J)
5OBS9-1P:-T)7F|&]*8TO[A(@^;MA".R,<\$R|SA,Z^.;J#^M:TB/|J9Q,\$0G|]:453-
12&;/9LD/+! *7Y.;5?]U1BI?QI;GT@|ZA*:9B?%^M1:N^IA*X+G,^?
BK&R9TBG'Q8I&@(Y10-M9FZHZ&ZKH:HEP0?+#+;F7_%;A1REE
-P6F)=|G%:2.*=&J2OH%5A RN#KBX90 MW7U^;Q\$HQ J>YI: EV>TW3U#86:
<2>5Z^KX\$=|ACS M_DT0&;?B(-|QN%D8GO)86L7PJ:] ^@DB.1!
(->\$)RM(,0++HI*0|VZ*65-M551*\$DI'DV(RT^*X\$ P7V#A%6QQMC_B6:GNDY*O@-)5
FG+1K9-M1<()DL'_J1/GCK:/)4E*OS:0T|+!QX0[\$23/KITK10)^\$YL8*D+RHA'#:>H_
M/CH|G"HMI/,2#N\$;!2!#YXUIB4@B"0)AEP;|(QXLX\$_ MJZ\$*+X,3,E3AKIP00AV&3B_ (?
11UC=6U MZ.IROM#T13%->KJNQ(>|NX^/VCL|ZR1!4!-|B(-"8SPJF0NYC)O(C*C,QZ?R
MCFEE?ENHPB|/+0_O'GVRG4W>^=;
<{|YT+N&R<@|B'S.|QL2V\$30A;GCNBI'[L+:6M4QOT2YX!="1A2P\$FC)9\$;FR#*AW] M*>-
|?MO5&31=H6LHFJX.OY;+:+|JBZ:K?2__7C1='7)=DMPLJ:|B3BN|2%F
M%!C/H3E|8K750VSLUO'F9U->|;KRKN=^5Q4^WH^>G'?//YZ N>O2|T?
M/^Y&=|JW#_>4TT,|65=|M|HZUP_C)ZS*N++|=|B"T_8CE+1OJUP/3UV;|/6
M;6R@61&T'FE*2N|^#L%HAG!|&4SP=-7|XC!@G)0?HN|9%/&3_-+=*,%S|,D
M|_/PV%)8HAQGP:GN4PWYMH&2@JS(L^V&M5]*<<080XKSOU2Q-
4OX!H=6K=|I:V%OGI)D94Z=2MU M,ZQD_N9(-Y9E.SX&;GT-(-
#Z*3\$I=ACP*,4WH'CSDR@84X"A9)(W\$%PMJ+A: M\$E&A0Q:\$F<MS
'1B?:FT7;FW"C3|8R+KS*. U\$LLC :D++9|^&05S@"2]S;,"F\$.4|S,4Y!'BXTF+P!)BY"|"O|
&|F\$R7|XR0@|56EKR2;@ MSI1NP&U:C(F= \$T3U^13;T+B7!'*.82.P@=(1JA",^@<)
|_23!_8?(ZO|_D M|&?Z#WNS|)|@BQ.RRF)@E@1A+0T#_PMG3;0%;_O% @|FVGA?
(GC+9?H#|XI MD\$?(IH!L.238V>KW.8,(G| "X@HD+""(#L"9314|ZB*'&E^+!A<
45UI@^@L%6RR M19/1MY>2IT6+<;L=%_R|G-|ZJ%M8!V".G-N)09L>:CNMVD#-
V\$Z6<4M,9M:Y M|]%%\$+1^P%CS+|_ \$KZ|]\$KBR1-7BUOS/\$&IHL|-O<+
-)&|B^O^UTLCD|A27" M3E|XDMM9>!,E970*AC2=C"KB,AS?;6"]2PAI.AE)XC*VTJL-
LI+!>2*-,8N M\$,%T,E)S9>R^GU0Y0%,
DZCCST*L|P8)C|;E,AQOZ5&;-1>4/QOX4RJME4
M+^Z|JIX0&;"9@G,ZI@Q"3&:N*)WQQ<0=CWD&.9Q/>K*L&;X7Y)%"+@#"#_>9. M-
W/G.0|?FV5-I:7_X+JT(!0%,O@E.MP1SLU:| AF#7K@^&;BVJC+J6\$V;'W4 MQL9ZI9?
ACDSXD|"_G/\$_4)=HJ(*+8|1NB(GBVM@1N^T4_-^0=D=#)D_@L MTVF4F|D^<#\$;
(_DMA&P>:N18US-@##.WY+BBDR<#6^J9RN#\$E!YJ=O)D4\$O=MC@+;*
<8BJ>Y7UOQG-KP|].W(*&#X-AU)K+ODRN"(N_Y0Y_-P;HX3F@"
<#S5'KT36:7+|DP+.729_-F6-MUXM*>5\$I7W*E?
\$=4RHM*^7(KY0LJNDVUW=&!BZ%J|T-O6FXVI.!_A8O<4|E| M'!.87AZO));'JT51OW3-
^ANJ|^=" \$#|\$A|_8XBZ<)W1H MML.OAZ>N(^P*[1PFNY'8]20-M7B#(J9C3&7D8NZ=?
ORIG%29L/;,\$6WC,6>/.ZZZIB&=-:'15+/X95X,3543|A?G5=D^'PDJ BE;(O"=W/ \$.?;Q_-+?
W<|Q>^#Z;TE,MA_!QA%N/@>.>H|(4 !M/3?6FIMO2JV9X0#>|%J?=NE2=& 8KB'<N
MZX83S@915U9,\$8TN^4K5HF'&&2(\$N:@ 1A9GCN7KC4;-@(A!2K|_J87DSF^
M|J|6&%3| #
<9GA)N"%P,6!RR+9^/%'6A+VFJ:DXLBMZ_OV+5+Q^<4:TK>EDM.U::;N<5=H> M|C-
7<71ZK4J@=-/'M\$PJJ1%E/'X/'L3A6^%2%BK7K/>)E4? |]. WB|6H94H MW!(\$93-

A#QGjV^04@E_VCN(#P9G93:#P-[E-:AUOWC2A=KG;QD\0J-|@U/
M^L4)j%7:5F:2('8[%K9!>:B"6:|TJAS P'8BTVHM63#BQ/0)K:??TR;0I:;
M'93:K#_*;E|L'DQNR-35MTO3(5>_\$.O%UI9SA#H#EXZGZ% NN7C##XR)BT<"
M1_S*0U):E_9FMR\$5F0G-!O;B29SFN&=PN'IBWG/6\$?7+&_A<716_L8!!% 8<M^S)>%
8%" += 2)@X|4?3J='#JN(<&+R|YZT&D
M9YWZTVN(ANNP\$=.5KWOEWTSBP[&MDZ!!9L,F*Z^=)U>N+7N)O_+A%TNTXH_>
M&KK?>Q(^!3W/5U/GXZ3++@L&/O^_V&K"AY|ZKK4:[KY8RJEY1&|U>KY1' M|1O-
;J=B3^HUNCVEM">U-SXI8_Y)T4\$EQR@(H?%)%&R^U!7T"BR_6^CT>>T;
MHJAWMJ%#:#!8>W/T,41*30+':_I>!7_1,(JG->NHDK:WVFL5S%7)WV50Q_5?&
M;:SX(VL24<%Y0E5DC_Q*XQ=7=Q.U8O;L>73N,=
M1|F=_J2X84HE|39|4?;A')5ADH|(W@T>_1&L>XI\$N?W"7R@|ERS=Q4LT9S
M);48QV_I%#FI;G3|49L%1'&/T^V\$"%R6"!0 E\$H0_42|580,"!FHQL9SRD-!
MP.|\$&5"34..\$" @1. 41* 4GR "-+2SIJK@,Y(XCDT>A5YKK_28%OTFK4(B8
MO>|3BP*#;2OYMIHVHZDY>Y_L,0T@0>>PKW\$'BDYFLB&\$3Q_T3MP!X5@)Q.|5!-M?
+2'(.ZQB9L'"&=N-W:.(ZH)XA|;.+FZ1!/)VZO-N@=G|A%<_87YVME|SO9
MUUKHTZE!CK3S|Q06QF_>U*8+W=1H4PV6EO\$.V6(^6,)Q;"_L1SV3?;+>RS.F
M(5W8^[N9Z63FVU+8^6GGT.070|P"0Q?BQ%6;@KA5)&XI5T>J+
(A;1>*6+G:Z)M/)K|DLA?X&;C!SD-M|PGR5YK|_0*Y|1SD|POR5|NOZY>2_FX=,_U|645CX?
ZB|*0|D5.|F)Q:/@'? M<1+W9@7?
DDM3|")PWX^"+^66I*7L5C8OB+L7V2Z0+L|AVZJ0|8K+=BD)|5:K
M\$K)|"3FYX0JH*P#F"F/FBD3=927JP%Z|_6#M_ZN8C|HZ#M#-L M>43/
M*=REM!VT92'<513N @GU',*M5\$VX+R\$OAY-) \$10?G|N5,K2,CO*ZG/3<^JEL
MW+V(AEK-O5|'M,N|CA%|_E|(^7^V)@?Y6X+|U29_@>Q|O*W!?'FK3?Y8_CYE
M5/J6SC^" ^O3BUS25S.?Y,W5@H; &(X?0^531YR?'P^! A%8YY:GDxD@@Y-1TM
M|Z0>BXZ<^T'3H1^D%?;J=LJ*[GG)XQLPA*IN_)QE'DVUU7^ ^ ^[M2,C|=MVJ!?'
0BE,29JH5.!: (5)"I*F44L1J=Z.% ^)"I*K#/D*D=A2I4H|V@ADME,% MF9"IZO"/D*G=
O|8TF^GL+ ^#C70X1*R4JY|C"1B-H'^CHW6#Z8Z10="AV:@I MDWZW>' _7)%W2/;
(6RPT^QWO2'Z82PV.|9NNC74#0N(0M&9I|(#A^1^)^5_> M<8;DPPR9Z9G\$9F)WY-
@(I;P\$#81VW\$UUZ.#J?%?'CM= M8W6ZTLRV%GRF|0*V| \$Z3I-W/3C1)(. \$2;_/GDP5I-
?.TK_\$-D_|2Z>|NMA<--JU M,F;:D\$C(D) A*D-YN@0#&4J0%163B*(<@)D(A
"\$!\$#.TQ2W20!;27!T@O|% M_U><_ /BKTP.7>F>?0N! |L5L-MEE)|WNF#I L"5Y+
>VTL|E8\$3T20/VW8>"E805VYA*#P:(. _%N|4W)|'|7W
M!3\$+ ^KNGVX";KP,KR^'U#_&K947)R@)JE- M:AYY-ZP+)|W%XE;@L15)'&9^CPQ(RY(?
&1%G>79YB)QIW(D%EG=;(8)S|.: MDJ4-W* %2!
(6!96%X|B:8'6D|I+%\$7*^IX,|F>H#6Y/\$RY/0X=^\$SGYH3BF< M|HUE7L.YW^&Q)XI<2-
&OZ(T24I)?2O*:@:V^2 M\$NR-:I^"F @!\$ (0%H ||T\$+--CV2|O(*1#2,?!I&://|>>|TLM-
DKMDO|&3=G'BV3:9|PRM= M?'^N?;9NX&4Y4=V5V?M6"OV.DW\$1 MTBFD?BE+'!)[A
M.9C2R|^+0AAV>7>1V)0;V02NG#8.H7R;KN00D TD4YUV%N7<5"%@LKR;:B5V
MT|1V%>PD//9&(K^69.(ZDFM)2^U=LN S|'T3MB&Y;|0_8BY@5W.G\$97!|L=^A8W<|W5
M5|2Q8QF>F_Z5/-8C_?<|H^PU%|(U=@FVL|K;08/^*09;|J|@X8K|#L+W?35 M?
J_3:; &VUE>4:GUFLU*L3|XA8W_7*K,6:6ZC8OP003/M-|5HTNZ1&DU6|VQ
MVAEKLUY_HO7&W?98^=|N;?!,1V!:WKI&G4I|3+2M'_T-|5>2TI.N*K3, M)!+5!@|_W-
Z/I.N'I_N|^|^EX?V--/KQ971W_ ^O'W>CN^>[AGC+IS=V_X0-WV;MU= /M-TKUZX?
1)C+O9LK6?)K0D,0K MN9;V=K_?O6JEFJLG4S-1<|5\$3WJRA-WY19SX-=7J|QHR|:-
X1T5&G7 M^:0C#_!|\$>GH".D0TE&A7>>3CD+("3FDHRND0TA'A7:=3SI*0DSH|0P3<|_
ME=AU/O|?,V!"OR^L@Y". "NTZGW04 DR(20^|G622:Y6?H5A!AA=| @HQ0FZ
DF.#03Y)NBE!6(Y)AC*#=WG)\$D2+P? M\$F=\$ (GE(+ #0M;:Q7C&FJ?!JOR)@F66F+<:!"
|H3<[9_|+"9WG3,9 MCR;D3LC=<;*6Q>2N6V+7NI"
|2K"8D+N#)DN+R5U/R)V0.R%W.R1IB|E=OS80
MX9T0.R%V1;_A<1;:=8&G9;/|Q(F5L?'W&X|^+:4J=:G/F|5'X\$|DCT"E\$)\$
MBBFMAU_+94QH|8LIK?M>_OV%36G=7HL?>LFRW&"6_-|GWR-CW-
<0ZCR9Q;/8,|S/!\$|DQTER@_0-*1*\$D_JL2/Y,BL MDZPJ;XBKZ8:#*MZ=\$PG'WFGF.[W:
|WZ&ESW7<343O2S)L,R7*Y#+!?'B68|_|F^/K,,@SKS9\$^Z*8\$BS=P4MS'3_G8X+!C
M=, &%;#29&Y%GCFZ|VU#4<@;_|ALMI9SAL+U&JZGD>E+ZZSVEI#&ZS4:|WRYI M3#
P:=:3\$@H^?%8!:=;|_-J;&D;"=X@-R#Q1.)L|P#/=;M;:8W7B6A|^E#=#7
MI.#=QC=FS1S9D|4_6K/M=|0K_T;:L:'IJ4>\$HVJC27@|XOH%O_0RN-
88;C|1&MM!>R!>B88;V M*Y;BWB&C\$=|TMQ5'P=\$_JLX1*T-6@VE&6|F^JOD\$%.W\$
O+1>?<)"|Z^T"| M"9#"I6!9;JW4S G*PHS@9Z8>B?H&+ 0NT!-

_H<.9WMWD(%9&N;4Q)N!%K!A M A,*U/4J*B(E!+%QCJKA470'T!F-
+4!JVS0H|9>258^|=J@7XF!|>APE|+ M.0|K^PU|9\$+#GJ^&S8-,SM2PG=I
K8:P"0V,I&&506C8KM"P>XJ&=AS)<3K1 MB+KW:*0'2JJ1Y-CN\$(UTDJ.1K?
3/Z4)9YS,N&6#EF<:E7XIQ\$3CE!Y'F%M|+=GG0;K3+|7>|_B|9QA0)QJ7#
2!3.."Z>K=|8Q(IAQ\$ M00Z1|<,5"(1T1Y\$<\$MS.GH0T58BC7%*/LQ69CFU55W?O/@?
>\$#7Z|5(S'7V1Z|.G-D6.+=.X9&# '91H71/ZN M0K9%I-
@RY;8TT)*I#7J5R*M6U|2(%)M(L8D4VPZJJ|WJ76\$HD\QQ9.QXZ &QT9:XDJ459>:
MATDT+CLB5'0ZM4%W|TL>D60|B.269ERZHF-/9-E\$EDUDV?.JNUH|JSIZ8+UP
MPD297H? QE@UT.G\$J4E(J3-E-RR0(YN\$XQUG'=',*)L1772 MCM@E75GHI\$H0-
TTG|06|I*N@3A+(6"+/5@J|AVCHDOG4JBE>KPM@8R5;5UV
MQ*CHMFJ#MLBS'9^X6TEN:=-E71OT*C&|H|K&1?2+%E5).|:P=SM")56"N&DJ M:2|M|
TNJ*2=BPG.6R6)#. ^V+-K;N|_0W^WW,D'+8')EFU<=@0CZ-+)!Y7(
M|8EL2J;DEF5<>DTP+I4@>G6-BTCP%E5).|:P|V2ADBI!W#25M)W:8G6_M
MSSME(+*81772CMW@01YP9|L2C<&73=PTG;27;O!>7^BDRI>I'N-<'MPYL00Y M@&
<8U2?HVY2R31# '0 2'T _S"=|3/?98EIW9MD+S?W_: _HO|,, \$W)7_R&V ME:2-
^|T:R&!/D97/50C0170L"@H+BTI*.>%F44D0"1E,E1"&B@A#6>F3L65/ MB7WE6LM/2
C',02IY& _RE SFL^5JAF2 EWW@IL-+#|V=|FA;'TP9Z@Q<+NP0F&S-
^(XT@T:),_2Q//ML&=E9:6387* MFD4**\$1D7=3XC^@ITIS7-3OC1%W2J@V2BON/'RY<&
(&3LYFI39\$AZN9-9?;;
MM4& _\$EUGU+752!^O\$*|&AETW@9)V4VA6YBT|J"ITD"G'RNXXK1 M
AU:7&OAA8PHS"DK;|1)3^-|J++20^(B_%"NXR|7X'UQ#2Y*Y7W0N-
M7%8&/5UK _FC>,*6|@TQ4%94|Q;|<|8"J+;Y|Y%3PA+ M0079.WM)-Z? NY^N|\$-,2% 4=-
/3J)3XB105N9*9E,!,9#IT@Y>5PY^J@J<:MSMBNK?H8"XH>>:?
1E|/.\$P|N>4ZD:VL!BWT'A8,1 SQU*KESS84_B#2VK)_2
M*|:Q&# _@*|K8>B6TU&&Z5A,IZ:;CVA|6^CJ2MES:UB|0!/ D2S,(C|E3&O&C
MDJ(@\$B&6BG,,I_3@|V;,&330|P|-(7BZJ|T|_A'R Z>W!-W/A++G.JYF(O\$V
M'>D;L8E\$8#|XJ%|)<_#S('8_,;@;PQ)?453A*TMX7AW^.\$\$|^LP_/4JM)8@L
M+\$(W)53R0\$3V7?@H?PA((OT\$7DKH'!%\$LN" 'I 71,*=!U|&0_M#=.3P%MS+7
MB:W9D _D|O=L(MAKY0AT_Z0#GP/*_D5=B2\$KX5!IGP0#)=(FDZP#|:|F4U3^! M\$2(V?
JHV8%>/TGV9&A|'VLZM5)|6L-W7% '4M_R=72V,J80(%^S5W ^E^U
M"1DN\$(PFOX>#(JIB38X&H/?RT\$ V8W4<4EOP.4@"O!_H*F,-8& ;^1M\XON
M>0|8/TJ33M1,VNY?ZSD)E#4DLC P"=1#0?"L"J:W|\$FC0(T^59C=|Y"DJW7PT
MRH(6*H|&.#-M.QJU|TRCO0-E*6XU!/52EHWF<^K^Q"VTC:
|X72X">#XP<>7A+JQAGOE _!O;FA\$S!V|:M M!7>YN!"BX^@YZ-=;|4EL+
6KDE!1R|L@T+@:UMO|#= 'HAX+ _8#::5W=P#>O M89.Z*X\$ZT0W=?9<^: X TX3?./3|
!7KF!;E&ZP?-P!S8QJ|N,@'3T=?)K24P'_F3 MF%KA6@4]=^0^DS"VI"J41EZ3/SW=T?TC|
(^L#02%SR| R4 _@/#1V/\$OIR>(R:882?GABDY-;.\$>EO
M|4%KR|AATDA4VF%/VQ_8V8R<2,|)!TJ,|&QS%"Q YES;|FU|RVW9B%
M#^N9H\$8BT^0CH87BC79<_?
|U2<|ET)T'V5Q\$IE0B0+P*!3F=C)NOTOPS&WFQR0OZ74M@LHF^!|,HS|8YXS5@8!VF>N
M!'5MT'S|.%!80@F.AN0S,7I.^ 8|8|U!#4Z3%0Y9Z,PW--YI9@)LJ&8|^/FO
M9&R#^@>|V*9D&'HOH*7Q7T2#!;W#Y^I@<4"CTR7#-X)/^.[95|LPJ"C-L5U
M#9J2|)DAJ@KKX:05+"+YI!/=K1G!!WW?#&00K_.;?)RQ!!UV-@2U_7FDS>,
GS7C3WAW,D(=| "W L^*9ZG48+MK6^ MHE3?8C8|2@;J|UIEUB+;92B_|
(|TWY3G7:ZI\$N45K/5&ZN=L3;K|2=;;|QM MCY7_!3EXIHH#N/T:|1"BJ|_IFV5"HS0_|
^WI4\$TGA5H64FD0A M2%_O|H?WUW?#;|+H&5|X?GO_/
(^!%=)'RN_K0^>J7D0=26M=6-"_#C+E>4&
M,TWQ/V|NOSRG'WWAB"UI^ZD77S*ZC/&+1/E*K9U*N#@.\$%|X(')U=(T;)I4XU
MCQO#40'SMM6L(|T0# MQB#C&;C;P?5I3H=\$O|L3E%
MQ@2C)| _V'F8%8HL%+DV:*4.G W2C?0RV<+%+X_Q|G+\$%7U906?YNISA)46J# MC-
0I;B"XABB0!T|9#7#Q(Z/\$P^P1XBK=6SR8N^U%34=%|_>R9+|J\$@S/*JJDQ
M;UBE|QCQ|A\$R1E%:\$/&F|=>FA|R!'\$=#7E^0RXYX8PF.I*7D37=\$LAVK9,>&
M.HFJ>BH|UPET#W7%J;1K W7+.^AF|,+/U_@L+|K<+>GU3|DG -NR(2@'0WS
MP%K":_41_|>W00C"3-T+,8FM&7#F|M*B%|+@UBTM9V-)SOFR6@;R?WFLU@&+
MFY"V3RI)Z<=8S=<+E-OD_J%3K*%OY&6YX.XQ)UTRT,|W|X"Z0 |Y#9HL1 _+
MLW'+RMI|VX7HIN1*=Y|1|CFGG&!O|J0VHELZ")EOU54|A,.OY^,3R5%)+O5
MBTGV/S632I9")4ON|6A(^-/6B&'_M,SZ-_3Y)J_| _REC(-_B/6J|+H*%0U M@+=-
>4F04=WRR%?S%19SQRMI"HJ""E%B)|/6TQI MBQ/C.-UUG;%GO|R#|:L%C?)QC|F>

(M(7!99X3>#=>QN^S,BS+BE3* UEE.U MXM90BAE"N;^S9>^5L%X,^UN; >5,8;O_-W)+N91""K!D5"DHG3270\$< %LW-D MCQS54D'-4\$1">QD!^E8W-34>C/J0W"YVUCMK? 1 M?I M+>,50Y=- UT/@/Y\ S?%FV?2^.*(M=9PG8>*/UK=2,\$.JLE8\QN(TO0)#OLK9 M1;#;@\$M%S0Q00Q=LJT)#OUH;CA;7!=HE(\$@PY"&46PD:[B6(IYZ)]\$N0C&7 MF, AH09C<3LA31A6S&O>"B:N%>A,UB03W-\$M*DDO-[MKJ0VFFI.3E:@")L1V M; {,(QUT\$A!L#9=@.Z 4Z35BM+\$T/2%LZ7\$;R/P)|>WUY9A^,TH]7 %|^-< M-5N!S>- UCGCJSK7T2S->29Q0S5JG+58V[!=!2FF.%"K.")=O-'A9!J5ZI*X# MG^&38\$5=.:PRGJ05>8F@GE&ZV90X,W+T]'31]XB=D&'VRQ=\$O-5L'5@5EL>=U M;5P%KWHQ#(G\ L&@=1'(YYX+Q^JSP.J8\$?)A# H;:S[6SID)]'_HOG!<]!_LC M|=F(,I \$7OM*! TE];+ V=/MO_-8>\$%J2E^ KI2N7\F^Q3';>34[2T!LL& M6R>'4"? 16B)*A405(I@0!=8]L!L%EI>ZB-Q8;2#,YFP,YD%SFQ8+@F M\$%P]&T&M6>7AJZ8;U*K'F DUH^)/3K,Q;=*C#>3<4S2?W=MM3WS9_="R,>_92'#? QJ\$>6-HCB,4Q ME&AP*I@\$><>7&90A%70C;#S38R &- P*L/K.BET'X.P9Q@36I.F+LUI"^)#69 M(E_)T4BR2X6PZ\$<1_2@7W(BBWX4T8\B^E\$JT(^B)O>CM\$ZC'R7=)UAH[Q#E M;%- QR!JMHPF3Y%-0055LXH>#S,_@'L3",UQ]:?CA8M"[O+2M5WU*Z!)>(; "B MQ=' \$7B0@G3DAV#3\ M1^8?)A*(Y>^!|XLQ)/XN;HT@[@1]X+WZ0{#LUD:'C9) M.TLPSE,,3^\$'WS1|>F58UD_1]E'QYJSJC >|, #XX978)AZL|#5HK\8.%NE# MT(X#WQ|]'T*_.(3YX'DEIZ:C33!T4A@OC<02KK%IQ,\$!>'X? TX\$OJ1V,6 MP7I#'\$, (PVUPJR3J]'=17|(<^|V6%ZI2UM'BB@|=6VHM-: !% ^N2&J]\$BG"+%< MF)]:7S^3'R|EUJK.CQ/0>|HZ)H_4]/GS+_G<5%-#1(32)4C5GR.IE;W/F> MKPQJY4E5.W0(3000HEF VA;'5?L834+,*5!\$^(N/?J'1T!>#0*\$]/0Y7*02: M%H,O3RAH%C<9&E\BB13>40Q+O"Q:2'S.,)4S#& M1<\$=\$?M51_T:) (BC05TCB*9!9WS[=DT_'GTSO#?X1)W=/FB8*1 EE =1':. M=3B45^R5E&"_ ;+5^)'C:;%|H-&-UZ.&BS?;I29Z\$A,[M!(1GK^>B@E(:N@+ MO5CZI7 G8D(V!2&G\$_K-I.*)E(RBJ)(*)UNM;7I\$XFD59S(G4|| \$@4)%KRN MQ\$!%Q3M XW8#0 T_ \$0*\$C(L5@|]EQ%SY/MQ4&;3%R>%X311DCF*RHGOB.T(1 M4-[F8@Z\$9_! *H*? 8FH)USG,H8O|!'ST"ZM+W>0N^=@W68H 2|VQ(\$@9\Z9G9!U'YY"0 MT<) <&ZT<6;J45N|7"=C!QGZV-O=5MI:.H<6?V@55>4%1Z7GRIT=A1 ME06FC/SH.F&6(N;3EI2 T\$<_):.56QM]AGO?15& 8#R**?K>,AOYNHCS#^W M^\$^@0K'>)5^Q<#V!F^)|@3|B_ \$MY59:MP^?M=T"@*YX('+/0'O!-(2_@ (Q-M;'!3RXW^+"V4" YR|=H<>1C_0V_ |M=D,E .U#?&/I3%E:N[F])0#{Q1M)_ET M.IA.G9: ^, :;O_8GHQ8ZW\$&#ETN.?[N4WQ%J8V]VVM"0H#QHZ^:8,,9P5#" _=@E M|9"";!7>81D5\$*M,W*J=+TC&T2Q"%BYF3BF1R[S4WT:*PC?^702\$38M/QSZ4 M"].U -!0%LOP],M\$GMA]EI9T^U|]#">I3_UJ<'013|#HIL MYO*8-TA4Z\$|(&F(-_1C!682SCP!KV- J:V_K"+8I'+X"L#TY7K_CB+N,S?/ M:\$>EHJ!#T5JF57+W4KEKU4FY=3*F'? VQ(JP^Y)-:IH!*70>A1_QN\&&6\$!KJ MQ'F&[WXQK,G/D.^7, 857L1G\$_ 4ER@BMD>..?)R!4')&00FUILCP1\1E]'C MAXC!.DN'TJLLQX)HAJ6'5[F:#Q"H.NW^..L=^)8L) [|5;"2_G08HN==06ZWR'M7.>M2V8XCY>21V&DF M>_"Q3NQC"?.:F14YTL#FF%*B|/<;F36700[Y&,@|D]R3|/,S;-OZ[@ M>6|=")8^'? M\$;>#\$VA'TR(60UA#WWC'6<<5VI\$>N!;X! ?PNO, M(!_!ZJ[6S[2T@VE*IW|?JG? _L/[IE4%E=IXOJ1A!GS#7OLU7R[351A590QZ6JDNA-^(K'DJK+9SB4 MZ.H_Q+82E4JK- J#E>Y36-7&@%R\$!|&#)F2'ZV_BM"|E[Z\$+CS<@IY+,SORU18W]3RV;-I_+9I(J'H6!3 M"C7K%E'!BYYT!*^..SDE-%4@R7S/PY>U29/W:H-]/*TX]'@WWFV864BBD M<- ^)ZCQ2V&DFC[TY42G=N0M6ACSS\K(0%X I9>5* M]ISIM |)!#!^!OBOJ'5LMEGZJ/- *9F6/L_.RYFD=\$1Q=LY? :.TE0A&@! MADD BV+-8I,CX\$KM|.!'!>.7@H9!H8N)G\$@- N!&FH-2:0H\$@%/9R)!J*E51 MRO_@ZQRR9? JM.@B9\$E#S2@F14ZT-.@TU1M" _TL)N<[N'M?9J@W:C3CC_ ;4\$ M9HLK0RDWB\$#EFV'P\$7B8V?T9#9)Z"GIM!-Z2CKM>\$_) (XC1W<.:]/AM"/*\$W_]|>YY%&_2"-,JK5>#_7#2>I13[RGBI)(> M#7C\R0\$2A,'DG"7VA=OAP7>4T:0EW^(2MQC&-*0OU(/W^><9LEV APR;(HNE M8;T3\$F-9OK,Q8#/)H;"=B*0YK5,|EV @#WB9+Y:M,S<_>\$=F|\$-."^**@T+ MAY^F)&F\$&M/#*&H,5,8AT4W0%4X)1@%LIQAHT""&2T+5B 2^*X5QA.|O"+; MVQ+YA> (\$DX*0[R_&8/"G/Q/%X+R9MC_*1 M'!E.D6M;&G5S&0@H:|6G0|GH\$A!)J (7B\$-*Q&Y;C<.C 5;^_JM/GV|]00L]QM*Y^W+;#5;01ZR6_E|>7K-KIJ1SSIL\$J];:+=FV1 M7L*. MU=(9)N_M|@&@(I(O,J.VKM05] HL@?V!5IS3X_QT!O>I1GY]'9|SV.R|KU ML^5JQF5M^?*(+%C|>;;S|'9S4]KO.A+80I O/?J!K9|1Q'B_+\$8IBNHAGK'%

M,RZAZVW\$|V&3!*,(?!&0655V)M4;>\$ M|H7R&KH\$ZYXOZV;*,O+NF5TW@C6%:R;S;J9
^SRLB["J006%:R{?};-F#F4 MP;K;-
_JWFQ5L_A>,?:Z,W6YF@K_DU,E=6;@3@G4/PKIRV:R|H4'DT*Q|["7@; MP326I.R+
%S8)5WA^VTJJZL"7:JQ,X=X&<2NR6(755BYPZ),XG=K@W2!HP) M8I|8\$)E)
!(X@=C6)72"PRB2V0,2J++%SAR*9Q,:L_,ZYS9*H?0DWP;=^UX--M7,^F8,FT-8)-
C+|P'-0/>PY/_^HF?|8.)K0WK0B;+0KPWB,\$L?CY!-\$F3? M*5#)1_9>,|G>";(?F^RY0Y:<9,
<\$F>.WK)27=%T+V"="|0R.2D M.TX:\$62O'-ESAS0YR=X"<.+ W3-BFW7P040XU"7:-
+H^_0'\$D%?B4.)(*#)PZJ8S.?1J*WN%F@%Q"-T%9IU-MQV;7 HBM
M/10@6A|A(X2'F>C6)#;6Y,Z7EZ<-JC5D2LC>NGHM0/A#\$|TG|E M3/E8S0P0LS|K
|QZT/,^J@: Q\$.%"MGQY1!:L+69|B%D?Y_-;2T!X
M\$,,^MM_B.->4)E9)A8OMBUEH=@W<.PKEHVZY;1-2585|!N=J5"NVS6|2?!A-C6
M%:Q;NM9MEDXUT0>|<0/I/8K=J@*XA=06(7""HSB=V&T"&.?2VH M?
7QJ%X@3,ZG=\$=2N++7+E^VN&-Y256*7/7!-;6+FO2K36R|AME?;|R@*9U\$@
M0,D%-PV^XFS;03DH^IGCM6R4=WN9D4N0BR'QN|)K=GDY/L"%P33T|(NA|;
MW/'+SGICO-I8J!|>B^;WE7A9JO(MGW.Z5-E5L@|A6@NT".%,|Q\$"/G<*|MO>
RJW);H/97E05BD=^>6*,7 7! H>YN|H3"W1+*,L0+""8"ZT|L4!/L\$!5 M6>!06J O?
(&JLD!Q,.M<+*DCG>NY(78|2.XRL6,QU^@.)(*?\$H4?UIDV")1R--7V9W8M9RA_.H>J'&
Z1X4!6H7(G;G(|;F0)(>@*26\$#4+: MJL-
90MH.WG600|K4|IKHA+15@+.\$M!V\ZV/G\$1RJABSNT_*U
MA9|H\$U(VRX%A#FDK7/ZTA:9ML'QO=F&|KT%'",D,F& S|3 =?2CDO-_GN/J ML_-?
#LX1"D6|G1\$)D5|U|EP@M '4DUZ*|8.MCSR727_)Q3>X!G7|9Z5?|J6QR
MNU@:UCNQK_T"P"|ZUYYM\$|/|JB,G_0_1|*@W97J+JZE%<60Q=Q,9KIM8G,XX
M#H|5P(WHC31G#GN7X=CF+*E2F.VUB"!C7UE|*YG_=(.%>@ (0VQ^M!8G1HN
M&A_CPNFRCR^T=VDRU|P7(FF.I\$DV<3S#I96+TJMFZ|1|QW_,8&&6|=1A+1/#
M0_|DWW)P=8;V!H^=:ZZD |4FKC0#<<#V.1/3|?) M%Y&U*8I@MM2MBNHHN#
MW|I%V-S3=R(\$_/+NTS4_Y394C_B\$RT,P)(FC_Y(6%AVS08(Q&^R1:K/:1J% MJ^4*,=
JY7-T,V/H(8))0!RB*294PE?LHG+F4;BA'.D!S@?&WG,|%&='>D# M!B-*|_/#X^T7^E?Y|
<*GTZVHEMHNNEBN8(T)YKASB>:3>BI&/j,@* YGJV9 M\$|)B),I P+C2!*P!?
%%B1S>5V*D26"9^!|6?MP2E071*D0_R1|:@#GYZBM=JB)NNH68 M69Y88*?
@Y069HK\$RWB633(CC:#93ZZ9#0*EH,Q<>Y7ACE|H12^E4:TOA=M^DZ_"ZN?
5KT1Y>V|:H#%|'='|6^SWXO(-'YPB-HKGA4QX>?=G|@|)7 M2P-=25N
W6:XX7R!_J+@(/7%V+=,RH8-JJ7+^7-M/ @H.=2ZNNE1\$8|(%6?F
M%H|C6EJ.3F7<)|@9|I7P*5SQC6Y/
M9,6A/^>V_X0E<.75V";:SRO*,Y|TXTU|='|I"BL*T!)|4|U.HP7;6E|1JJ*8
MS8ZB10^N568MTMQ&N-Q?>F?;ZK33I=TB=)JMGICM3/69KW^1.N-N^VQ|K_@
M^#S347 @?&B34=K_ILV2%7@AY^%E:RPKR2U)5U5;)E))*H-'OZXO1|)UP|/M|W?
WOTO#^QM|)/+Z.|F;OAT=SNJ_/+O'YYO1|]+S^S@?O3P|>YF^'Q|(WV| MNQ_>7|
OTFC9WCA^W|TCZP'43F.9;_ZILZX-G:N^NTEK35=GH8WPZ/* M|QJ?VBW?
D|&I8?|TA:|<:6NRDFHF'X\$5|Q|NI<=O0^!)Y,6'YW_G+|?
WMU|L,BF8I_0(N7|+#UDQ>@/_<:5|I0<*!"|J2Q6+.W'H.; M)G/P2PSR,+LG;B@'X5-5^S?
_6)8DY^AZ*)?DP@\$'4OD7=LCM9/Q96>685AO-M-**AZIW|:@|U+>162UFI
PKZOC|+B|\$F|:"4!|7Q_V\$7%X:P|)OH^.*WAOZ M?Q_A^7AE_/QTT|1P&\$GE8)
|T6@R%R/J-*VTI#E<@9GRLU&JJ6OX*.Z+:6| M1|7*& V:-
|LQ@U&%/5Z|VMGFP.NXC@N|'9)9# JM22QX:CGLM_U;,#INQ4S
M/2LG9&2H12%50_MJSG|M+R45VN M!-6+YI1=50CJ%=)Z6=.X:O>W#1+:\$B11"*(1P
M^V!Z'T*8.*+PQ(1P.QRRRC4W01^MBMHGTICF2:5'JZC/8(3'F_J5>9^RYC)P
M*=HZ|I%|H4.&?5M|S8 E=E*Q2-RH.NX".0F|Q0&2(-14RQ'6MY.C#7X7E
M37:3*EFC^R69GZMT;"?CV<3::SES^6N+DEH6YU"D#B|V?#|]"Z";-Y&41(F2
M2*FW=G(2B6IVHP\$T@_8>7-/^-/S-CK#'[1K/'NFF|5A("2JO#;2_BEH'C?8@O MB-*C-
<|@=P@@,RWN|O=|_NGD!J0B@SWP=/3|>/0R5F?FS @5L#Q8BI)JV@ MD7K\$A^|)4
B?%-&"#GX8NHO;(+(@(&:KJVHK-G52?@/8L|NV!RF-8;HKR,M&4->MA5NAR
C*D\$Z(X5^(FCP9;9|%= '_57!WR!6GZ)KZDC3->>MHC#C1;-;M
Y|7|0J!|@7KEW!";;KC..9PB_!#G/>:;!8<\$G.EA<"GY8!9X#.P@'084
M")\$ _@NEY0)%1.%*^%\$O'O|UH|)7#U2"FH\$NUIK8|GBFA4115-V&%KYHS\$P09
M@P%N,|VJ?|/+ 08GG)KX3RV\$%QRC|3U17F<,>;L1QM7->)V(R*IXOM|RB@S
ML\$8)R1#L3-2=Y3B,|&-|D_,9XD2C/P.S%;<1|'C;-&#L-Y=!WP74&K1B1+0 MY
3YSYL3:B9D:%B:9O!X'K+WB*&="S|X434=9UM5;G^&?@',\$,;#&1X%&@R
M8KKYJ|QX>W!-QCNF0^"HB/ZG@,RF,"?\$6?5_A.6LQ&S%|DW-BNP4|B M-)S;?

C?,5T,9ZZHV#T/BXMP\1HR E@)7@&! ? UH0")*Z("KXQ,#XB M2);XA,? %8';Z> K&24{"61?
P=045NU^!B[4#!44+CQ ()D"C?>?,XUX#?GE M=R#QS#0GR(;@T)@.JJ-WF\$LF? 6/N2*
<#/N8O J0!GW" 3C58'X'"=CD3,NA MAFEK4)R)-4#2"11X"B0CFNO:'ZXV05{6#-J
9Y!LQ#E=X!4U(H620U9-5>91 MI*I0R*4?*U#+G"B@N\JGIOYK'0Z2WD=|LFQP4 M!
L>N3,,P5Z"G(HJ\$77"-H C6P"4<4!A5-? E>@2>XF\$NB|. <&&S5+C4<|Y'
M/%WD04_F0X"S"&^_P_E*76@D_FXK02>3+CU='K@)P5S#&0+4_);B-P+9\$;
MBTJB[K+=D0WRKUJ@HW^HP!+*5\MT%\K#OWWX9_HXT(JO,PU4=V@L4/:\$0D{
MUJC5>Q74FMI48Q-^FBS0G@ %!(6AHQ6H@C5=>9F18_,&D? \,3
MX)!GRM"!@PR(OS8X8K/.F3LP=@Q&UA4I,@8'I@?=(4I*K8Z1<3U,&XZ*,XQ
MF@N\$ _4P"%0=TQEJ2;(HT9U70!V0+CCB8 ' 6/CRQ8 /A!R >|?ERP:)CR_H=
M09(UVX9S\$>T38'V\$9H:-LEU|P?'(X3SPP=/Y5ZK.@9|Y"-QQPZ?8(XT%O_XA
MO@U,,#YCST@6"/_\ A6BANDPRI1BL*| :|_1GAI@X.'AS:;"/3^IT/(@1LR M!MX'NT4@1L-
B+ET;_P405,%DL!W/ \$ <:+YC'L8@)T55"3\$P;!7|(LJ_K0C_ M(J4|.N%B1\$3//_
^8"UDC\$%6QFUE)U7TS=E5S\$/|/.=H0R 7W7Q6D{\$8).6 M|B1U.)LC_B|P@;2C",H|!
{7D8OB3K ,P3,/V<.I**J!R'3)2D:VC/!15PO@, M-
YC(A@WLT9#5BH1GHON",J7V"U11)PB&8LL-G1AGH6F!VPUN)@6SZ>'?5)TD M9S@#<:-
% VWBR/K\$&3=LS.8CV(1FG3YM\MDGS9(L=FW.!6VDVO E"@6L?;|@ MO0R69AL,PA?
W6)KJBH#M'KA=:B/0+^A!6D@G;T!L6T#=7" \$?&8 MH,%(04V_(:T{6&)K/0C6/>X2*)
&!!XN39BZK3. =L:|D|F).@BBP[>0'T)8(XR)VH"2X<# +T&6:/4)"&TM"+;##?"X/R-,
MEJS;R MS(R4IE"J*>&2)4E=|FB\$!8-|-\$!-"W"<|ZF5GLF>:Z+YO!TU>&,ET
@/:C|Z09X;B^ND |"M;-Z5OFZ#"" MG,*I"!Q'?9%";BT?PO"TL"&B?<%LX>7D\$^!;9| B#-
@8\$|6:B"XOIK4PR38& MR47Q|S0V-VK#.PDGZ20^J8MJLJ#BU:EX>(!QJU8^%LX|
=>UG^\$K!D8'</>#|:\$WNE)"X08M.B_-U&9('I&ZF_@ESPL&|DP2T M
_R('C@4L"4.&X<#3J%UA6-M; XJP^MGI6I6!=Y,K5|]\$%ZEG,\$V,&;R+*<|J M=9E!'3M3K6?
N9|SB#"KA.&/!&ZR-0>M_0%P5!"67{&)PA:Z M&SXH=1",NNWY"&;XS2
K/DJQP&N.N@24_MF6JZSJ7\$#BAF,"#IW1VAC9TXO-|M^"FPQDQTMZUDUP"
<&'@H&K"0PXP@3 M/^",MM'XS= A)W=+I^S)
(3+-0Z9YY)SFT9%I'C+-0W;DV3B'8^.DB=2MW+|# MGS';HJAI%0^OX\$^0K4,
<@^CUU_" M/IZMG\$QH.8|/L2A+\$I'D1?41R(0J,1 M\$RYL06*,"
WX\$8]*DP\$9:=DJ@.@8B9!'\$L|NFCU|<|F6J3-W'@|> MPR,FC^.
AGM,\$@R%>'(&R1X*|0LOS+7303WG WHJ'+LP56VKBQ"O'7-2(C=5Y M-
-5'W!9IU/XSVA4X?.,B+&. +^|&&(4QE|H.J*UA^^<8M2G1F4H+0T6C8JQJ2 M\$NY6P|)=(
{G6EINOC?)?S|2.JPN_NOWC9:>;X4R3RX>7"O-UQT7Y.?BV4CX:= MFN.8%H)*KZ:E3|
J96%QRS33=KV1WUQ[%U?|^%0#GB,Y|E@-,Y<<|,<*&_4" M0Z\$SR+<>GLJXAF9^: ^CC
19?1)JJ\$M|R06FPY3PH+Q,KPM86H|N%%VWBDN2&
M7=1H'DUZ;DGI8|B/X<C.'B>T1TGJ|@I#&NY4! U>E3%|B1L4P-'G9>FB'+
M,1Z\DA1(\$V |Z-2TB@*ZT<-%A:|'.M,-=Q%^%V4F@4: @,AEU.-IV#066F\ M8+R6IY-
4%#BN'ZRE^E@7F,%T&T=-U7U|C)B%6 MX3!K'E'E(B+S\$;1FZ&SU+J%XD%YTU;-)-
Z<:!!LLY:L%H%!UA49M\$#6(F%DF+ MR 5C.\$Q6WYP|H1S>2_
%7R#+H;'Z74'>^R4ZR/'",@3'2I^=T"=_=)X MR_GEU?
@AQ@JEHOJ7@)B'!SQR"4SB1TOY>9>-M9P;
(WO,;L*/ZNZ"7S4+7D1AM')/*K"A1TR|AVL#V|X?.OGX+DM!7F=UR7KDT+G));INTA|#G@-
ZH>)%*2|9!/BXG)@54 M<.2D\$KUV(M817Z|H/QDZCK|JEA|5;D.2YC(OPKS?
^CN!++4)4U5=2X5=M^>_:C2|GU7?F9G0EZ |QQI|U6I^AFW1E<%|A-
D8+\$C4>WSX7>^MX%XZNC@WHQKU.QP&8W
5P6^"5SQ6O|]_KZO_J((6#Z4&>J>1HUF|%SY"_@=.*Y/O/M1D80#^H=*-3SC"TA5\$0E:9'*0.
M=X5'4.+WKD&.H+B0#%U41H4:G>KP/F_ *|2|(L%#@O&CZ,0U|)V"V8-|E0
MR210;99;HL+?VF0HZ:TW9\$FOO.O9UUU/5|UR+N>?.|Z2G2IH|1;57F!N6W
M#U.TG,#R(H7RR(JG|A>&;J5BE 3|0Z4R3CNA5+?=3"AT;3?CI;K#IX?K_P6>
M^OX#I&/P=/PO[XH-_M=\$'|STH0:AT'>3-ZX&RH(7\$1JZ735.\$FOHMY '1B4 M*5165?
@XP\$PS4Y|0=08:PB|B-SGJ#. (RA ?)KI%2DR6OELN!A*U(7|B:--2 M1?M8>JJB+D1,B?
+3W|_&PD4E@)O@*JG4SX\$H31L9
+2|E:H4"L91&N|T,#GP0|DY7|\$|U6TE(O>0U)F,&5VU_X
M=Y9;3L1VA_Y;Z;/3Q")"&@OG_9%8W3:&+XE/,EU'-X2QK MOCH!YQ0+
(DE|W|@!P_P5H!.-GP^4AD3U,.@1KY521ALC#O@+9:I4ZW|!PQ3
MN>+7&W7&!MR|>+ZNPE=_B7->|E3|K>2O:M5ZXN=I0_6KK48GTTCI MGS=
|K5SFU*OV>|W"S:G3;Q=N3MW::BY8@^0?:UT??JP?>RP!G)/|H\$<"H8R=
M%S5>LF(QIGR'YV:V?5J)(M MRP#EH"CZ"!MPDZ170*^FI)?DKX/QU|;M^K8B2.%@JKG?

9*|QTK/V%Mj,-J<&MY)UM|<4&ZM=7+5W[KDM14V*MVJF(6GMOHH9MD;N%%
[43:7Q-^*"RP6^E""Q0J)21Q>;OGC|*&N(8RJO&GPZ=:DFD3F.3EC'-
\$(U>HGLW5ABM@,]\$F'/.!3;M)(#QH5(3722?TWTFXOF,_2))<7'0^,G6M/Z@JGQL/AM
30YNJ>#M)J+NDG!L MJ=Z(ER_A4%1JYT-R>|DWB)GVMD!% RN*
[##LV/A2^W4YTR839GQ"#=FI75PY M>!<+?K;?V|=5()-?\$/O@B>(E^/))+@?#]-7.L5-*
C\$"O=^H7 M5U/\$>J+"K669YX5XE3/!Y/3P\$BJ.1&B()^5M8C M*&(FO'W%RYS*G;1"
(W[2L-)NO(%N_(!5?1KB M8A/1%=J \$P;J?"EWDZJ5P3^1I,)56%(9_LD"@>M-
0.O&JBPA6=\$@1KS M'PRRJ0BO(V-.7,,>:0-:#!7|-28P%V#" (U\$>AWDHVD3-%SX!
[JM3ACBPGA"! M|@&U8]J1)=;F.!?T'RYQ5XM7 #%ER!-XZCSH2)XA-
+^*J5NW%B_899Q|B M!J+/4FV@0K.JA@@@3>BK C@L3&U6?2U7>6\$K\$GZ.ZVM1|RTCV9,
(Q_B/A',=-M]R=%-.+\$5!&(CR,PXD8!A]25A|FAC5P;'O-VG">GBN'J8>+)J1P\$DA+J9@SQ
M==J"G(%%:>*GWCG*4^|\$/7A=,Y957WKG1@H18*1H\$AXW%>*(^4\$%=CA%V4&>
M|4K>B1/A"7|D|2KKT%9+9'8^Y2I< H/5Y1DBGD@#(^\ MC<-
[&>J,M)71UHW|9S81"H.G!@\$R%#Q-31W@,[WB4-!J-MSI6)^H:EWSB/[ZH%RM:S
^B9"-!D-\$7+)1K_E.UY 6;TBZK6IM%74K*(<57[A?Z_';9"#%<#QBNUJTFB/-[XB2\$
M5J;^;X((GI,)+/B%C2P/?;Y1 8IL0Y+Z.HDZ/\$D0HZH6KQI92X^!^PP"0-2@
MXQX(L@U%&H6C2+<&%\$F 29LL!F7B9C CF\$3@&\$LM7.6%7 M*.HLK0W3K#Z?H0
QG"/H_7=& BOYH9.@F.2+;3T\$D^,C|&!!D@78K5|<J=KQ M<|NS->
((("\$4P1",3BXK]J&"MEAVXN(:%U?-%80#K0J!|!'(6? 2/ZI+/:S" MS9(C H7|!/:5%D80=
[2"ZCX/3&B=V9(G_PP;>Q_MG0-HF=@%QTFBT;:
<@-5^::NE2PU7(.S#/YCUP@;C,=.D)JGDA@7UH: D?*1X
M#VM6[=D=@K5E=H:ZX!@VUH"J\$!^HP22428#7(Y!ZPLB:2K065#30'!TT1^^&JA9)%P|J
J]Z?R; M.8_ ^6K/O"+BGC\$A&;RJ&;'+(8EW&1+(L,V7%,)WBQ)R]?U&HW7P^PV|
MQ0C1HQ-"^_+N-#R(NA|ZHFG!8A\$!#K@ (J,^4+BFO>BV 95K3)HI.N:EK4?^*M4+?
AJJ)|X=S+3SL100IBJEYH-E2@.C-YI(S#@R9%746_,<_X|%L@)M5(AXW|
M:%PP5,::8R5VPO!;,%5XOB5MQ"Z^[70P&K1,W0;N53OXF8\$NR?X;\$5)*82@F8
M2CV)J;3OZ=^?&;2"?3/2\$=:2D R6K5IZ_1Z4=IH\$ \$92(G12|R(CT,10I+\$(
M4V&T;&L\$V6-DZH SM?0)99,--SW&RG6!-2);J|4J!;4]2&@!+_+;N&GISK%Y
M)|")'H9%@F|+@_T_"T=#F*3I+I2H\$-TFM4>|LAR0!BH@XW3:N8WU&H\$A;TD
MRVX(@9 UW?P82:3\$M\$,YUQGT-MB D+UK@=3*\$<-|W08V^H)@-61#F6Y|V.
M7HKK43K/;!BK4#1VOJ7392N@|HK=J TZ|EWUN%0;G7OAR*K40:<&C=DH7G_WG
M|OH1WGMQY;E)."F4%=%&JE*HJ|N=#KQ/;2<"VUR*FN38GCF8K@JBSXJBP?;
MHOJN2I|ROJA)YY&44NF;MW*M@^,^XZU;*H7GI9U'%X;%MW
MKTR:>V#;+G;.^1!D9R17S'S<2KDG4*3LXI=5N9OC/8I=-+^2IU\$|6%YVY?;Z
MOGEQU>KU*MUN7F|.H?3|"3+<%OJ^ #RWW1'02BT|. |G8/Q_@|RQ;|. =O|0
M(N.=;| #VRKQ|<=5NURN=9ASR+'J2|N|2'K|T+RUG=+&,CRZRY1V^|&X|(MI
M39FVK=XNKY54)KWM|J'VJKN+
<9=*OQN'|=I</#%=3\$KR..84K)|CI3A9#|C|*^9JEX+Y\$ZBD*B_M M|KY3VLO|'EW>-
SNU2K>UE2TG/(#^B4,C^@CS@!=>PJ=A)R MG@WXM:A(J\$)\$
<4(EH|6R@PPL<6>1JW|["\$FPIO|KU;-2@YI(,76D0|T8)A,N
M|J;7"S21Q14^JFHY|,R6YI*-G8H'X.*)E.PQ#YUMUY4J5Q1DKV2D-)A\$A(-M"|E%<1*(6-
^V*""F!@0/!+B36!\$K/X?B|D5*^K<339H'1|!#1AO|C%ZGV\$
M4ZC6.FGUZEB(P^4P%2!7U!H+D,D0U(*M_5+F)C4CY%|A<4U)|\$A0NMEU97V-
MA!|JPDR|'#J|LS)M^~*JLXYIMY#:_FE0!\$4UL! 4O|XE%#MA>EOZ5A(43/B
M*#;#JAKN'R'D52)|"CY|;?"5J+|1W|F;5+.+-AF%G\$4E\$6JD5-C?B4;AK/
MEXC)%T)'77|HB26(^!_K(.)Q@@@\$*I(=?H3L>VL@\$_.UAK(|>'OD 0^A"/|Y7 M?CXC
!X(Y)SQYM<:A|#5%='@6L|PS!F6:X+-\$<&80+PA|27 O(^1!7^^(G# M"FYX3D2|H3T>
G|BED9LU)A+).8\$|TK.54SHI+?>22Z3N+'4E-BK>[15JV=
MRS\$J|_J|PXL*YI9K^|SF"2WR4|"6 8T=A1!\$ D#R%!O&4.%/7R_A7Y7=(FX
M1+,N9NMQ:S6F"DDCA=4?J=\$7!!TD19@5?K&9"D@9.OK("H=%@P|_KAG.W)TG
MXB;V>Q=723B20?N+O4WK\$;?IN_HK?6|8M2@-Y9)S'&XD&LL,MI^.*01H4|>?0*XE-^
ML,WAY DA,\$3:9Q.XP,"XCS2)"3E\$XO#V 8U|9(%QXJP|733 M'!/:S CX.5 A-"1;_
BF"Q;:&&9(X(>H)G9+K!#:#J&Z42F! OVILE^C1D# M?JHD-O|
^ZO^PB:XBV)A"XN|D,ZS76NAN_;&H|#O@!/Y7# @B,|#Z;U?Q-'>
MN(H)W&DTX"Q\$"+0)U4QL!GK./LA8B,H"=|DQ@-*[SF!1Y>IWE|UO.T|_+MO 3O0/4;W
C|-=?1="*_+8<(Y<\$"+6|0.W(^AW0UO,@S|59#B8AH&LXNW. M0M4FBI"\$XD
M.!9LU:5A7%85R"QO'NLD1HH|A-
KU!MD9H+=T6|5FLY^OXI9JID0=)829E02M"F32H+3K.D')|3 M7FXS"S><1,+NU|0;

1f)>TZNH-ZZ&,U/;C86N@H3AV_0(E_L/[\$@M7=LYL2"
M5JV37V)!QFFM2RQHUI;L)1;P7DUB;Q+V+<1B?NBT;P5,H)?2/&#-4%<\$YI-MU>
(F,70'Y%(?8I5"Z,;-JJ6;B@UKU/F10)?=KHT9Q"+U)K@[MZM*VL%X;G_F
M=AYOW9\$BIGN)=;VD7^6KK.#S4N]RUO#XKT2||0T_*&K4O]6B/9[F6ZX>SW
MJ|UV;#+S:|HC|#.L2ZAYR&*2]52GTQ>&MEXGZ-M8J(W@LF36W%O)J)TQ553>
<&CTOS=2)?P_-HP^|>%(="V|E_-^!OW"+YFLM?<MO|AJ-
L\$[7KNX:K6JG7@]_2;:74)]7\$)TWD?_EV96DSD-M F/SQ&3N|:D%
(NT:ZVM=ZV\$RK"\$QF3.10B;@007C@ZQ'A-MPS/V).AFS80MF+&U,ONY5?
3LYWK|XJK>;U?|<0-,|K#DX9C74\$@>INX9_6HS-MWO*H/,=FZ<%),7W!J_O,AYI(-|A?
K3V:9(\$ON-OZ.B&/PZ="!IVSER6*J-M#1:1,GQZO/LQC.?V"!C/(3|0NZW3!NMKD71B>
X|Y7H4(J7UQ_"G,N3Y+D5<-MS8%|>IME@99MU7O@O:S#ELR*T/M#
(/O>!"UV3LN0&JKCAC|U7XC#2_UY_RZ-MC&L*)9+2=X08R0\$X!|;\$=W9-
"@M':J1VQR2I\$"I>#S#@:Q\$|.4466I HS% M3|.70I_C#*|>00,03+Z)|HF"OEF
MN0"2G&*GJ1LV9L0GS3K9@NFI6AMTA=NMW4R)@A(I_9.:;+V3VHUZMAYH5?I
M)#0CS!EL(\$%:#HKJL1\$S%DYF|P/VB*V_I\$*X,C+8+V-KHU:C@5T;:J5V*83P
MB"439W.==W:MVS.?N;VCG;G1^X'L1V|SXJK?K01WA_>1W=OW>I;TCG26Y'#_
MU&C!@=*I5^MI?6-D|_|N8P"67K|L(J|FA;INR*NPV*NU+KQ.|T9=OV,U?9
M4<|.3F5W>.:?V>EX^P+\$ZMY=)97|QK2G3SL_:+I/6|O=H>|7=18"Q2JT=KW_;M7-
+8_LD-;?@+A>8?CNUW4.UW:RF=F@LBZ6=:S?L0BO|T#6(A|F@K*S:W_P*M)
(^_|R67|K0#I%O>.Q*LGF|5*^UVW/+?3Q|L|S!YW@:=^RY\$&@DLKYRM.|M6|IKF&8-L|:
|U4:|J",YHM|=78|(>YYX%7RZE^FJ\$!2@|L.UQC/L-M2O<#;
(S2)0ICDN'#*PBDWZCZ=OCCA|^H&CL_*H|ZZ_(/%Y8T-MU;#1-3Y,-%&C.2)BU.KT?
32WOW^O(-LA1DN)C-.1&|PGLG-9<,:=CVOIB(-ML7\$VI"8L-?43H|V1|;8TTEJIA>C-
^L55+Z\$;W2.:;K|R-M3_"0RP%QOJ=.4\$%H*4_"VZK6-S/C=%_V^OIF'\$@"?
I6|-2/.A4/K8YG0)#-MP;|YSG)%>9UIXQG?ZM7)RZUZ"/-U^|(<|7|N_XMD8=MCQLEF=00-
QL65K?VZ-MI#|;*6C'2@_9^UU|]\$|GR=0*M0#=?*&/*2Z\$G7%CL5XM9T%7EP5
&P*"Z4N^0-M-U&K);DAK!G@7@+!/\$G'%X;"Z.^),<:2%3&HX2<#-M"DY07U1-IQ1@1.A\$
&1RA0(!ED=O:7+38H|WXIT5;E;+F'>9N^YT>[M^<;M/_CM=*AG+@AH-
B^N6M4T;|VK". "KK"KH1.9"=0|H\$2:-!"A(MZC-9*=/F*
MQ>:J9BPQC:=VEQ/_5S9ZV>3\$6X&4WSK2@7AGC'5W(AK:|J#?_@D)_ "THJ6<&@LH-
X!^6^6RI|UO^QNP2T+ZX6L?_J(4R+J-JZ&5T-M0)#7+
(.PN|WFS7|Y3I)B)L,A5+4#)P@56LRP%\$S66#R)%X/A0Z/BP%>9C?BXK-M!A-K:_9?36|EET
MTRN;|JHV7;JKQ6KRQ5>4T;J-V7W:QU>9X'\$+2|CIU)N9XB_8T.D37H|87O
M@89#X;:M;|M5QVI+V3GM|;YB|YIK9KLG+;OZ=^??.>T.!C!!AW#CM04K9W: M%"U;F?
6M2@\$ \$VP08)Y1-8|QKN1D9?(AC12NC;P?\$VD/EQ^VC,OS;X/%6244&-M6]4-30R>|;
|&&H2T%67DRRL%|T8;#XS)C89'XR2M+P56V99PK7+->\$4DT-|
MR1AKNL8I#JH^ACX@/'QTZ,\$Z&U,K(AADA/0BJWS"*:8P05&;D/%?=\$=ZBL-+L
M"C@D8|9P0E_S-E?VQS*U>-FV4!TLE58^A>K=:JV73YUZ?B-UJOW6ZH+W+ ".M
MH.L0(S?MDSA00-M34%*@)2!-E(20K87*.*F+0N)4!*0)\$6GD4"ZKM*0.OBJMU+N|F7\$B
EH.@2-MD))1M;D\$M"^NNHUXT6L!)2""?L0)Y14GY6?YR)?>%4XLN==T'=M1>0:SBPF*
M>+O#;W3"MSA|^ ^DW:P)7&Q0H;|X|HUG8N":K=ZD.*9JK^Q#L%|U3)LIPY^*J-MUTW-
5|Y:79Q)7O9=W|NO-/-^|T+Z|ZM>K.3H#DG>+Q3GW?O-,CO;-SQ;/D-MG>+Q3GO?O-
,GO=,O!>_DA\$Q|^V2?5AHQ^O>-"YY?C?FK#N61DU+> "\$@|Q>(-MR3_A)CX|J8>^S-
LNWQ-P3NLS;J+-47,14S4)JV+JUZO6BL(7J+D@%RBDIDX (&TZ|G%EB0'%"*VF(D#
M.J0#X@DD@,*P0';10@S<4"7=\$!1>J#DD.9|ZO?/MV%|R@,0XP5_JY)^ (UAC-M
OGJT^8%\$|L1OH9D3|?)Y>BY^2\$D<XBL0D3@LT2%42#/(JI>F|=X3@_X|

;7|I)+#.1&SN|)6(58@W=W1))"K&&WFZI\$(580__B-MRC!C>FV+#Q0C*
9Z'/ZTL?'7#_RO,U,=9:9B,RKX?T>|J|:H@"YD8P?|8|73-M*Y<;I5
83T8R@T;4U|OI4YZH|\$;K_QFJM8\$TU!O-L6;(:|=F*6_GJ0|6-M"
|6GHS8CHI<6|85|N&"R,RN,S,MZF/AF.'?NHN5O>K26DKUDP\$B;,OY1"W"
M'OTWB|XH2|VB_-D|F;^QX.%)4L).%YMCQI,VEUM&B8YQRRU/PFF|D>9S_-!I
MT4#S#M*3A@|BT(T2/DEG,\$8XGTWWFNV,NF"";YE6P
MP^"+ZC#|J#7;XV70T| "M20:DP|2Q2'-M8C;-;YG.!?V"?
P5C6|1=-5<%RAOCYB'E=^I8).J'LL<5P-#ZC-MH&-0,(-L?-6NK4|_6N*M">|QQ)OS#
<60"0Q\$%4CQ.YP\$#L(RQ-B78%YWMEXX-M2VN(@:>(#FK8_-SU8":AGZAB4N9|
-MP""T4Q+?:!|&G83LQ&/OJ+!|VB@RU(-M.5/J+V97PCVG-
NHT%73M2Y.)!O8M5/20O>C;9IX;;)EA|JP8EU/HIR|V!WC-M&%O58Z'!^P3DHA?

6]7C<3B^T+JX:U5HVN[&%UC+F<1P^KNNQAM>_IWy)\#ZL2M;#JY-3"BB,=/JF_-L#A
MT4W;3>QBU>TD=)3J=N)=K.[NKQ^WRI/@W!JZSN7[62O&F&%[US^RY6%&6!MH]-
?-?-(?XQT=4IK9=7MKFIE51B3-EW%<97M(GPX/G2T03R6]Z&^TY)).>8 M>82BY^!(X0X
-3(GLJ,&VVH"UA1(37H]JO+VGVKGU^NI5^T7;J1^M500Y352
M(-D7LOJ4YAG(-E,-):>4L^DJE;Q2V7>J<,)UJAUZSKTGT3FL^SWN%!JHXZA
M8N/V_Y:HQI*ME9M4Q8TSC*]Z=O.4O]Q@PVU9S\$T'WOXJJ><.%=P.8)4A:D
M+&1O(95%%OH@"XV=:JBD+\$A9*&8SJ0RRT,,J'XIFNI(69"RD+VM5!99J&-Z
M0RG.A1T;3&V:~%JHZ;B-W99L!>B_!67*CI+'\$SPSU@-G7N)=JM"(S#@O\$<MB"
KZK(1DBUJ89MO"XWJE*|<9Z_>2J|=A7?7E.CNR+M-X-UX1I-D7?#N
MF@K:'7D7TU%S;IDF>5?R[F8%KCOR;EOJW1*80H5?O6S.JPJ4P;;K>HP8]5Q'=-
Z"YXSI^FU-OF9-MQM\MH'SA4JHZ,TG\G-R-W>_/_NZ'L_*8P7)J\K2-9LK-2;JQ;LCS)Q"=.8
M2(2DX53337@[YNTOW5%5]\%6P(08GG+<5CJ;JE2B9*,6>5Q*%8%-
MCG)\$3&#F_WBZJ+%%05DRJI#CJPN2<=2+_3
T61TEM8[+EL(-JG974OG:Q\$BI5]A63.D&HJY\$]4M-MI??
14DJOT;!&JJHVC.A@MCFH9CQD03EKU'\$-2.)@C>IX#!8U*>97#4[NP?!.MZ;9J"M?
)F=L77T% X""9D!6TX_%C7UN#DZ>]9L?=O"56'+JV2E'U7Z-9NR
MTD]6^NVKTJA*_WV/?U[6>E7G\$J;DZ5?GB\6FP&-HA05-V;3E*I6[^64.W7-MK\6K_-[-
KC-"IQR=Z\KJ]-?O_YC1CEX>EOMX_-J]/-[^#03A[A^WRLWM-ME[OKNZ<=:P*W*?
H;C;?NW"6'[@%-JP0Z?#-M.ZWNKQJ;=6IQ(I&H[S#'A=!Z1Z#/->NA7?*NDZU)S1&5DY*
MRW7/R\$4PYV.URV7@@@5(?
YY&JX^5%UJS^,R@B*5&=R(=L8)FQEER=*T]W#LC3;>#I7ASKXQ@|00^G8T7S-M8-
J[PGH?L&E**(MJQB;/3%&I98ZMC'75MK6IQB;PC&J@X?KNXIB,)XPI?[-MI5#EE
I1\$J6KN[H(G"3I::8:3VR^,"W5>KN;+U3-PFU-.6+VG;M]@_3PC?>
M&:OD[S>&^80@@@'<=(H_-\$%3\.(ZEC5RZ\7PR[TT#IVJ9.JSP^0XC3O":M?V1
MPL+U'>ZYTNIW4E[Q6;JU):9IT"[_4D[Q6:]SIK6E*5-MF??Z1>:JK2WY[G\5F\LV+[/?
U^0!W^47G&#G>A"KFQ=ZOK-M!+>Z6-FZFT;)BG?
N9@PEQ9S=E%#2JK/T"Z>^=Z7^%/0""1B3T/WZ(-/B\$F->M^ ^=?MV,O8(Q1/#*@X)JL\G-
A&D,X21^L;]H?KC:AQU>\$J=JUVL55IU&L*-5I-ME?^_FR!N:J>V-
AW.PP_R5HYJZZ8OUI2U84-#R3]B&A2NN#3F8N+J;.*ZP)G-V#CXDGU\$2S>E8+7VM\$4
MW8*K]QU_-/#66.9@1NY)1VGE8EY);BJ9@|K!+5_-)9U>#4?),L33,+J;F2DHI
MYF\$#`H;H]OGH:!!>&M;=B@VD.TL3J.=1;;#J|/K[K*W5,%VK0?;)@&7+7,@
M0W9^D-)R!%%I%!4^A=7S68.U0]25*2HG/:I4J_)4T6*2H\$67MQ3I5XOR:F2
M@ZMW*C@\$W"#9KL-1'Y9J! "&P6
B&8&J96U]TJD(2@P,+I_1B(1H>O\#?,O5(HH=!W=/4I&5
MMOFFFNRO5+87QMFXXDK9=EP@"15=/>:2^'4H]]<JENJI8.JINT,FW+'5TVD6-M^N=>-
%P(VW00-%GG4AB5AQ&ZL2@&4LPA.]*E?*6Z;]22U/WQJZ%.DY\RF@T[MV*0'YZ/Z;EZ-
9*&JJ*1-L*N.PD&;VP^-1F[V@V2RO>BI78S3@^LIO,@JEIZ2
M(#URL86;H%RL7*QW>RN5J8F-
&/EIM_QGP2BRTE3>OM'.Y99>|4@!>V3=P2*,C]ZHTZR4Y58X1[R]NR#\92N1O;/*,[EXV
MQ)"=R+(-PD,.7B!4DN/%(20DR4F5!6<[SF*()/F?8@A\$J]O/UK2I.3F,G%S-M1NOL@&
DS>9N]S62H|^3H[,Q=R))|^QGR&A7?2&X^76Z.89#LR,V;UV\T
MVT6NWy!)@7*QF_JXY6L'O-ODS.C<(&>R*=18LF/AD!R:G:14E>.7W\$ON:7>+
MAC:3P#W=/(Q3R3Y[89]=RGH/Q3Z])OX2?;)E7UZ10.326"?_L55(W[_=GSV
M*0Y>S/&M2@D6D[-J:(Y7BM|-3.T%!.^%V?^?"VM&X@]LO.%D*^6I54LJASB^M^WV:G)
Q=+ZN%F9?/%&_N,HAQ4&RPT%LNUR88/.H74NBKA1<;<2MN-I#;Q]MZQ5+;|C
IEQLX28H%RL7*Q*(%(>@V]A""GD%^[X>)/29?*\$KQSSR-O]2ZN&GGE-MD>]5KTC9D+
(1EHU827?^LM'/XL^-6%^\$],=Z%:<%_)JK+U5_A#^]L8=+%*M/K794UK#V4IN^M\8]T8|
(Y],E/B08ZNJO(PO?(BV0;5I4A8_-PY1Z-MXMJ%)PUOA3>IAF|^@?
^53T1CA@5B":+:1#.N#*!^PRJU%Y5F'O8_-JCU3-MIKKYJLRHXL;WQ28%KZ_RBMH4>
(G^A'P@+V3Z7\635"5N(\$@9>U.(O5J;F:7(XNIOU^J4WCM)U5_5=JL
M)E"LYMKAL?]/33XEE>1*H+3Z7X"MRB"1+()D7BK\$JP_C,+GX(YJ869BS*S
MT(+ZK_4;U(4C!9(GH'OP2@-M=P]W7Y7&E5^QQ/_|O@?
O#U]OOM_1.5Q78_#Y6;N^US^P|N%>&=S?PA&MW_X]O!LJ#U^4+W?W@_OKN|\$WY?
KA_N;NR7OF\7;X\|L3/?+PX_9Q@%,DV0|MF7I1S;4""M&(GS2P3K3Q!OO^-(SYKMJ@
I!@T50QE9N-'OLVKYQ,X-3XLV&M1S|<[SFY7!TPM0+1IB/;)HJ/1X-43;;T!7SP-M
B:+=D*Z5?;(=OY%>P74)AD_E04T\4481F;!K>&|"/P06TTJD>N#2^SP5XR-M7C3+-
)!QJXJW#_C6A66^:/A6%7ZMV.YBH7-[W#\$K-)P],UU]HHS08E/)N@(#
MYS^NP9WH5\V9\5F-#B>'\$EUAY8MFJ,98-UMI"(X-#@GAU:6.D8/037>T)!"

M"O&C|\$5,,D+!Z/1R7(L%N8%LSYIZ'C.KA_0:XZ?/6""JX#&'CX|U<-S3K|
M'G3NW%:.\$!\$3I)7;?^*.SV/YXU?F?8!3%A_&KU/HW.#_TS!G8'91|H%+5-8
MMNV.;&VBJ9;&[1G9\$-S!C\$*XNIRKEK/8*R@1|J?9?<=^GSY>GL/"O|;ZB%Y
M_'DG"V)T!S44B6?=' \$? Y|I:)@C3^/. @N#14|L/G(UG;P(D*6)B|Z)#I+|"MR^3FFN-PD?:?
0BFSDD#.S3/=YIH!7 3,G\,P7|B+H8#KK0A6 M568@IU.4-|Y|. *#-GDG /@\$%S"FIA30#QJ
4_+JBW)BH0G#..::Z,"",9_ MH4-N/5+"1DO,4QA5|/2)V E@U/^3T;>G0J_ ML7X"TN0
D1FCB/!W#R<_4_IN7|'OQ#ASV;.|I'NTSR
M_G'|^(^|VW^63E3N0V"JBNHXEC9R*.X7UX2OH-R5=XU>6X%YZ'ALB\$B1#2X\$ M<-;?
KFH!VR-S-&J-5H4B2,!%)#?OFJWX|J0Y4^#4T|R)^%\$S*B7/S, S\$49X MU^|UPC|7"<,-
00#G/F+@S3,Z?BE\$0,>4^@LH|4&H_H'WF|O?|H|\$(?"1@@(- M+Z+=;&VT" PZX)?!*
|UI_L.G>1>>YA--\$|ZB/E0J8D;1-OBQ?|H|C%*>N1>&VM4-
"=,>S:DV"/D%B:141RL,021)-6KA04!|)!0G?1WH3E^S5E#|+|@8PR#Z M&
|>+P/WUQF|TEL<+-*TW1BH|<)&T4?@|@|WJ;V @D6\$S\$:I;C*"|@NH':> N
MFG@A*%RPP/RW6@MTR<\$.XB%6G.>MKLWAK.'VH="TL(2O)"\$ZD%+|)A*-07+
M>\$LS[X0&T7&\7K1'(V% M;/MW|7K7GP3, %<7G29_%'_KMFL+3^;I+++@HWRFSMV.
M|@I,NEYK9)GTZ7+P@Z%|5|^4>CN!Y(%B477=.RQ,UR'/DBS)F6IQ_ "I:IL&
MZ"|^WG#U =K"TS!(9D|+>XJZFAK4(UE|. *PGB<,KT^950E;DO00M!&%HHH M-
C|/3%*.="YH)O|.J,O_?&-6?R;8K_!X34'_8P*|)%VSVN, _*4XQ.YF|!H
M'I@F%3IUB3T7E@:OAPT@'Q:F.)0"L;36Q^X'4:79:ES= SVN@FN8H7U0\ M#ITWY0,,
&%3/ZAC/%!4/"N79,E|AY@LXK;!D| T2SZM5|'|>(:/#.|\$%U_!B|Q8/8I\$ MX)J08V/
|USNWG/:+P1|H#=#K3L'9I2L34|:8L7&L,/@|{#_8&3'AC5Y."|0+X7!K1F1NS",5@5/S|!G8!-
HMDS M_PCESA(9*MYI2EL<%957?I3R(==,\$,X)E43R"&)=(!<(-E|O0NV;|'CFL^7F;
MYSU|&SW)/50&DU50-X7FBDT7GT<5JWC:-5VI%=6%(T%VZW4DY05!<|N%V5
MHCJ*;L(LP=AE/\$:%|CS^QD-6H=X!O9I@2XZW4UR.E=K49G|@&|1RBM%OCU=
M1J<;4EU,SR3M;,AWUO<;^,F>5P;DN;H:D:F!>)*UN*RCN!'V!.N;_CPY1\$\$
MVJ58W((;N)J,F6B566-SW)I|F;#WT6!@/ 4@#:N1=I_<+Y2|8 TC+NWHG
MRH@PRI1S/\$QKRF" 7V<:|!*90\$!86/F?-/!-OE8U\$T0H%:\$X3VGIJK
M*P&Q;&_BX/8PL/M&.EGO0#-0E'^J3K(Z_XWL8_P E11W%#O@L"A0Q?1=,|;"D
M@6E'3)E8ZBN<4>44VS?.,|EVA@;|#+^I2C|!JOQUE,PIJKR/XU#|PA<^AIX=
M1|)=%EZ;/55A3J*9"TPS,5^-N 2GRM?0'=G@/"0.'>OEQ>?)G""8Y%I+;I MDT*PV08K|
<*8%.%122R\$K\$..V4AT|"B2/%7*/I.=)\$,-E>U<)>O6+--%=5MO M1_0.YY@VT9-|
MGD#R@>15|4F'U.(L9)2F;|LY7'<3+2D MT0"B*%"M%K/TX.ENO"(21A3:.H9+%U""QJ,@(?
RB785QWE>4=[W\$X9JMK,,! MJ|WG@=ENXHCMS"/VV|7WY&G;+/I3O)H2,)43S1YS>
M8*GU>C2""(33HJ%A|M|'P@@P#3%U/&@|8P3-@|>X)1(.R(2,T|!<2K-^G9GJ
M1*R=S7V5U1'0WQ!)- M\$+_W8(\$15_-LB8G+4/|JD5?Y6TO?
\$/M%KJ|0\$UHU%LPC>HL7'CSZ3?P-525, MW\$;#HVZ_7VW7WR=Q>L)TN;1X=.1V-
)#;TV;.;C.F+%;:' M)F756^F+I.=",V\$>XGQ)?\$9137!?!K8V;W6&*5(3|@A?^%/7R\$^*3
M_.O?A+\$^G#FE%,6!|E^K)7N9LX*I1190FA##/P\$_-B*H:HXCSEF""*2_Q,5
MQG:UV6TG2E"CER:-|S\$U4&OWSS&?>%U5W23_#D5U?NN^+;.*VF+UBM;J.|3K"|M-
W,&A)=H\$^!>3B,VX?/)2&9J|_SG!6*>L !P*4B/(>.<()1_*)BT>I%CW-Q
MOTR@T;BX;DQL(I?|Y:BIPL0\$LV=|V+SGF|W(:W.2ZU_75BZQ,L*K8>Q0XF
MM:=P*_6%C2P7(_S|Q)LIPP MC4*+GV+IG2UBXA9|T3|HYZ!Y|ZR-02+%C=0+
ML^DDPVL)<="TC"4E|!-*=AB+@*,7.OKZZ(M#E;-K?^OCZ&AN?F7&EWP8#85B*BE,1Y7
MX2N;;B-F!7E75)>"/QF+^WT-=20:90:SGM|0WJ:6RF?J6@S_/7'QEDW5@?P6 M;"A=B_
|6|=6*DB|J'B*(S:VS/_|?>"P'EJO-I?NX?|XT'9/#+I,1EL M(1)7T2XV>.*
<@;=)EIA5D)&"AJPC;IFPL ?(M8"C#0|5OCPC(6_2_C 7FQ+ M1%P-4P\$JNA8)' +%\$X:C_-I!
|7HD6BF)/-004 M5^@RW,|2@S%OUNZF"?OP|.Q*=Y(>:8XK1-6#R'Z)7H@S>3;
3^S%CC|API. ME_+5,MV%|O!O7^;IX^!FFHMCXI4XI0;4>QBP=WA1&AD:R-
%@F."I?.O"7YF* M H_!SSD&K|Q5<@ \$K::ZSLRT>/(" <18ZA=@Y-)!6>
.J*ORU@1Z7GV;DY4\$B M8>#K-SIDYG D*&-F8:8H,(02WOVD6;1+_W&I2#'
MG#XOI@ZV<'#M;/,%@ |F#&I^O?PG.E4'%L|SA2 .KR!;IX:Z|X/D>_OV|YR6+ MZKNI>
(\$;M@N>J2QX-<_Q+>!!|%G|\$5|;(72PX4F#5F""7/UA0#"|&_#Z9_,% MS@FR!L*;0UZ\$?:?
W.A| -070@!B+O)8S"4XT!;|S L4;7\$R(DG(A7.NYSE MISA0
+%LP##/4>CAA2R(0*49I@%K|5+S>3W A=(.XHG|YRI-B8KOY(6UQRAF'A6?
NI**G!X.&00(5M' M>2B>V^S?|8.<85K0G#2AKJDC'N1 RF/(84Q!)"X|G: UZ;XBREEXB.-
VK|/M0@E;-K4Z,<4-V,"CUX18&LF7-N52^4.*&^4#&7-|8X8SP3F7)/ 9&@N3(%X
MYHX,|>FU%WQ60(->D,")Q_5PTR'M=SM2@1)HU^-*|^)Q, *NJ974LP*2@4 M3
S++9&"P(%Z*!?)?+;4N;!0XT8\$%HKP(^9/[3K_1;L\$3Q(PNX|

MO+L>Y%&27>)B9TA5QXC&_@#QQS_OG2*^J|;B'D0WP>'Z1-IQ.2GX,CCU{KA
M)447(>;H!\$4CZ-,8OF6PH/::/0;{!GL)^2Y2F_HAZQGV\N<|Y,%S:'RS5-MYV
(WCGA9CBOT2?O&5/\$GKVD061:7H!OAS*6,,702Q"DGX,|""M_F,"HLQ|^M8KG
9J)-2*1#J|>/@UTBDR&\\$Y,UUFLK%+M/VX-5U_.J:GV967C@_1GV107J
M285\$IA5ANPU>>3B'XHQP!Q!-5^8/R/R!/?>0/M&7^0/GR!XY#Z0W_%U*OA8Y2
M%+E*T411.?X!:TKYL6C{6RIRO+T#@O#.8/ZZNK#9)^|OGSU4,LV@6="/
M/@L:B%,%CZ+E)DPX0?YUH)JK-:Z>!:>:X>+/XN@I?_27^>;M={33:B5_5J07\$
MSJ.&ZE?;W4;A1NIU6KF-U%TYTAJ|JV\VO|@MLDHA5'4_5QGT-MB_D*5+;=Q
M{6Q"8'X*%00{JP\$IGSG@?E;#!V0XO;B/:EM:\NZWJ'V:\5KNN;L(_N!U+(
M5@K9|M0O(\$>B1YLJ9J>ZXN;9K?C<JSCWAJ%;Z-GCJ0Q%:!*R>?6/6AY^:<&
MQIUY_<7&VFY4NKU^S@VD\$B3@H.W5)N6C-7;G:9DP0+LQ-FR8+M2DUJP\$#MQ
MMBS8JO3ZK0*RX+9M&DMC-G^U,"F#AY2SJO\$X9?E*6F*Q1:C7Z684H&1>W4=W
M(DH15I;M|V0G"(Y98.UU2OMEM0JDEUOUN3VG_'V-|+;JJ>[_2G;LZF6N&1@72"-K@8?
W(B%:9/8I&M*^MI+GW/,^64FHQ22\$[9Z**I24LG%*O9C1K.5.]45]ZCR6L:E/45Q#
M^JMH?H{Q0RIPUARVBP-U:IHK:8G%UEQ4D}CX?1?>+.D'C-MU&684W+*9F'.
(^4"GWQ<{79M_W@992NS;|J}Z07+#EE\$T{I'2,O27)*^3BE
MEJELDYQRGBIQ2KJ0:1^*5DX^O)78+ER&V,GLYG:S%Y=
(=/{D}&:63%8I&,U8GPRJGR>U3DT8MR%:P86UMZ5OF%%HJA%DD)QX2IS8W#9*
(3E1DZ\$">2J?T7,BL36B2&QLFG)^X|Z={@S<^PR7%"(T7L-MA.S:-
K87'C'=?,5VUR_:A&&K=-N=S{%)NCE53!<;#/.?4*XEC.=8S)C8HN4Z
M@@;A0R/7AI?;=H4>LV>FJT|\$8W)LRHZ=F_C&M0-.FB"/L=7>!7/K"]+<*<
M=O!>J!;OUDZS4.=,6!?(^,^?3>3%U%S=2'1-,/74)-|VIANW5
M|PQX\$^|+C|O\$MNC87IOY\$[*!+J+:9'|#:.IBXHX=V(5?|/,@,JA=?PX#HH-Y@-MS6-70_9M?
S0-O'U|6\$X5+X/'K_>MW9_N*C.)_7.HCT)\$O.OM-
,EOU'REL!>AQQ^G"7V:G*|4BQ21P'JRH062NU-U-M|+@6/C8V;8=F&_Y=
(*KI/'")@1'.]4%JPR-56<^>BHD2H+)HU(@U-1H/V8P2]57
MDF""M0*.\$IZ=:3R;^+EF3+G4HA6_-!+8+OP!CX.'J0RFN4._*UGU=#^I?3MC>JB,M?
7P=V|G!|C(VO!_>|=V6;A%"0J::93O^3@)!(|JRS*5JQIO|(@!M\$-Z3303?:24N;
M8;B,B#KN=U.|LGL_!E:7YY/*J]-I+KP-.MZ|D,O,KU|@2XP"+|JLDU)LS"IV!..F'FHLPL-
OU_%^E=2;]6G/2Z;(N:[1J-MK=ZHV1FITUY_K/9&W?:H|7_=BZLGLME!LU|{#"|\$9_NM?
U(V41F3W#ZTS+I56-M1|G;/,T4E7CP_MU<[SW=?E<:51XPBO_Y?7
<^K|?;^29RL0^7F;GC|J|KLZ"WL*K*KK8QQ|TS|H#O|Y;\$%Y45**3-M)107U|!>#X+4/Q@?
5!>P&/P09F"8!AA>&./4T';RG1&PIF>X0'\$E@M%'SWP7
M6C!L|L.#GD8Y\$+\$WX=X=2\$U?IE(|7H(-U@MYO!A1LQ@4|VQPT1|4757A'_Q
M|A7UL_"3S/'OER,ZA?"H@?>+,!)I&_SCB<()&+-0/7I/&\$R'#B5XG6K#).@
M80NZ3<97C&<.:>%T8-53&S'(PY(#AK|D|5W0&4H%C3%W'M6C"9#A|NOV|:H!;
M0X&TL6M9G%%&3(0T<:AO55ZN_8?U|+LB48'GUT|
M+|W=%)J|;\$5VWC7:J.V4=C.#TH|&VOXG75UWWA=(,3?WI)CI=S#,>M5<&,6Y
M5U+PF)>O*|4)RAN_%,_-'CN&"|PJG/((AK/EBMO'BC)8BI/=P+;"JE-57SZ*
MX^(-0V2EL|&?0C'VF4H139?.*M* <>"EZAC)_#"//,Z28N9T/'9LC.X;+M)*
79DBAY|,=FA;0MS&?L%QY5_Z+KM#>\$H_ZR9X3/0,/VJX/^3=_N)*N>7\$
M|J!>T/O2,+9/,4D^KV?+?(7Q1-B36YV@O_F+58M?"%@HR3&00E"4Z|UQ6A;+00|{-
CC((V1#EV2-H-M|E/7W7RFD%TH1|J)%L.+&#T&|I?+H_"%.L@/%ZM-M|1"YJ-X2;Q9?
5^&K0|0_]|6J=?\$D|Z";Q(_3QNJWJ_V:IU:DG<9XZ*S
MR3|PNXF=APNZUJ'8+:O7^FZ6E>NLU")MIR?_)|)(QC'*0=-OXKA-
99:37#6&QLYNQ2:8;!E>HH22F.V>%H|B8#J=61Y EY_<4NHOS0SMS_*XL(|-/0
M1K+>B;|>HREY3_+>D1H?-B3O2=X|{#N|UZ|7BO0,U##@)-V#|T@MHZ7_-?I-XN-ME1R-
;1(U#X%E,(-0I@?-+@DJB2J).IY\$O5-2.E')>N0P6PP%W&7&%NY#M?U-MW,XW\$J5-
T7H+*\$JMJ|;LH114B:E:{TBJ|H%7>Y*J>XCD98|B2Z=U|Z/%R|L|
M'X|UIT.UO/8I57DUEA,_I?F?E|J2I|*FRYR/LA@^ER&)?U^W'2MC){*@|M|)4PEPP?{"D-
Q0E1GL|'A5^FRLK5GZ8)OYWNEAZ2)*|D|F3M|{KEZMI59F.MY%=K|+
%ZX,E9|_>7G^'QI|Z9L6Y(20Y-TXKBX#*B?&M.?@#B>=O3\$4AO/Q-M@^55=D-
>91=%C4GR2J8|5Z:5C.4|R4_AJ)Y,AU57X8&6VXB\$+|@W5#V2=?J0^&CL%B'8E=Q@J
MXQ!;>VKU37F2IMB'ZH=^|C!|GLI@K_V\$)3.?&3-O\$?.2S%R-C9/,G%@0G?W: M07)S
79.3 &;Z-X:X_|J=UR<*8S=V.J@=-C=P=I^NWO"5@@J-R/L>-YJ16"
(<-R*E):U7MJB<|L#T8^MB;7
M%A>^ED%M;\$179;|!KFDI+ZJEF:ZM+%P+#D2\$VM<,7#".#3,Q+8?_C4|>)A.|
MT&L1J)NI6A|ZD:SV-C!#LW125>3U3|S=;H"_@|=1{C7&|>|!^;+W3SC;%(

M=QQO+ZA{NC/#7LQAJD?;U7 P]5"S".]%.NR:&MW5A66^:+BK*A)IZNH1LG-L M=MPJ? {78#BB8>\$5TIQ;T]H:V88+ZA'9QA.LP;'B'17L VV&*%L-=>K?;KLC MBGDZO/O+/7- "#9P3BJ@|K4 1;"1@\$_Ej>!3B^P#<9KYN"K5?7FS]=J?:|=R@8S05}O=1N%&:016P]AG M&6GUG"0@_C\$ |C9HJ^FKS0/QO@S!KL1V..>"[WN6.;GL.)S MW^,BX-4?+Q=D Y3*W AQ:K<;IX82F^5V62(42)Z30"=Y[Q1XKU,P=&S)>V?\$_M>P7KAG(BV>+GL8R30"/(!2! (5N/*8F=)7DG>,R)O=H@<6::?Z5"RPZ>2EVJR ML- B8LC/FS%"U[5J8R!)560\$LR2O)>V+D;12R|?E#MVP? 9UZDHND>2=P_M4B11R|"S)^^G[0:K?9H6FH26+HX< M2_)*.ES9=ISN+/:#5KZ- "T>B51;,%&6Y)5,>ZY,>Z[!PK+Y<(JL;#X;FH9RJ MQY_@?F]2<|7>[Q?9NN# ^VJ >8001UN6_TB]X(M&IP*AO/HLAYTZSJT0KZ_?5)N|X_W=_=?A|K@Z>GQ[K>?3X/? OMTJ3P_*PS]O M[X?*]0-JG:PS?-T_X%CMG M6J:N||YIO/7CN=66UF6F[+XNLF6B]&DERIX^>3|E7|3KL3/?E\$;I (MB)*RK;JW&OWC_72_WVZ_/#S>*D^#?JUN%TO-2I;2,&VSGS5@M 5_-|L./[5- M:77DIA1N4[J]K-.IW)2];TJ_FS7>HA-R0G.MQ0.+4_N|=S9"@9=SPS\$-I.R MEIBHFUK434G9_5"VMZ6K(BF[UG;;;G5?ION| MNZ>E%)BLL2QYV;;I:7M=2=H]':=>?> [K^!VI9;YSN'(UY3E<JR^,=O^)"*2 M?*Q7CK:DCLR7G>XE2|AS6^&62F-X+5FW- "45%W/K%L@.4JRK_K_IWC)9|A7 M=,E0ADBKT[C#&]S|_>? PZ?;&|RVC//F0*-3JQC.GT#%N]V;TL_ UPCI9 M7HK _D;J+|4'CPN]3ECIHS? %%NL8FX:MV0[5S6\$=G:WJ|#+XGZUXS9NI83.! MOXCD# _X/S586%K,1/G.BF(-B*B,5AE*K@EZXM&C);AJKK;|K4M!2&[2I5-M"D1Z\$U@P" [Z!=8U95;D&?E,U@T*:BO/S&"6JL-,K 7N"0MF H-J MO- @"YS06OS>=&;|AT+/B'%5"T<8ZRX"&%,L%!'CO;GZL^3--Q,G.AC#7%" M]+ <*_M@68]/0AND|:8Z&_>/>UQR@'M=ONA9| VL0J/)|:.\$Y/_ "5,DT]*@-A? M>PNN* ^T)'SP5M?FFD'SLY4Q?/EL6C"+UYD&U(KLRM34=?5X/)AL(EFCUW; M%LM*F4J5;Z/3^S.J+4)A1=4K:1TQX!WF RQ5L*Z(1M/&&SU6#10(!::PW9J-M? _(/B#42Z/V&9G09D#_J'_^&)9]X!65;)Z^#@8_E#E3;1=>0_(5@O\$000= MM5>_L*IXNI&_4D'P,LY6|^!GEPEJ/#-&^H->%-8Q%*W2]"HA?T4%B;OBON) M=)7VPH(V"N^C:+7BG*P%/U%'<"2Z3OI/8B#!*PZQ)|SRQMAH3ZSRY"%U+O MU2D,|S657]4W&P_0,A|!|XE%]= "06YY/*O=-IT_-^M>7#V1H@,VNX87HJH]ZU_4 MC6R1R.X?6@M<*JV>9N>/US.+Q[N*=|&7C@V|^'=T/EX8ORY>Y^<|J]_BF7#_<|| MW@Y_?GNB1QY^W#X.|(NA|@\$AZC3#99./*<182;G,7Q;I=*\$1/VD.O&Z|P2X] MFN84SIOLUGGQK/KTMD/AMD +RWS1)FC.@J4YAXUZBUC!%3K(UAVSGI%)EAD- M^/!8PV-.\$-0_;S=L0[0]QY2E*U&CUL^I;4^ODT]_HSQ'RK,I4?,838F.\$?\$(M:_Z3:X]S[|NV TE={C)9 A6704VU;>^Q|5IQG,,J]6.J=7JEOAD)B M+/[J]V6]_9L!|N? VGM/U2^,|Y]_MR]W<,'98F.IBI-A M<4E.*16G-+?T/B6GG!FG=- I930#)*>?)>U65B"K(T,SG\$+0BO+[5#')K%W72,I5M M|067MAWA/]>L?K^ <)+ORLMW];Q|.1Z5|Z=]4K&?9W>EEE6!4"E Q8<@9L M=XO(@#06Z@J,E W4W!+O#*\$S M7H);K(3PS-6VC# '&:P%?|_ @Q3#_A:6-^0#OVFU_.IB6,%5?3(N0'V'@ MB3MVX-M?U71DZ]|+O|!=1/PWNX>4\$<=JQOY8V-F'K\$4?=V]6%|N.5I5OF^QE M&_:2P2[&MG+TMF(W>]T-=K/XF[(%OQUZBI\$ZM).3BC1]1XGD=A- >.P.2,E0'Q>M0(2%+T+A5-MY80_U@G3-;!!",_W7: 7E4[460U8^\$Z]&+XZU07 MM)R9,IC#C,>P8@-6\$AX:6VXX%G |U|R[MD(\$,-3GD\$R/U07Z=SP9=Z*!P(LV M1^~F]3L])QZ_048,Y@>,|0(:AB;;J2DHDFFYA;0K5OX;Y3!['T;V@/&TL.P! MU"SFK%YH|LB6;; ES MQDCT_6UKIF4K!,F N3"@[\$A4B'TX6P:L5WJ]-+>\$) M*%LR+!;-6H,IV,+(=MS"Z@4ALM3/>_)(3MD,/%- RBN24C>"R6EL&*R2GG!NGU(4/>B<(U>R)TR:XR*:@ISS]F?N MN"ZW_Z2V7_:R/>OMESUASB9L)70"G+QGT.MU.M#52W?!@?|7 MME4R81%))B32,&R*[SC@8TM"^#MM""D'K54P""%5VS8QD0NH:HY,X6]J+K+ MQXBV#J&,%V8|^%N;\$X?W>]2OR=\$/-:.%1RHAUF_,9= MR'=KNLPD*.LP/V? J4+0E/P=ZMA*1(/@N@;UY@PVOXXO-&5Q/9.3D7F)'%-9 MP2,TQ7Y4G@XM"5_6'CVIO7;\$5,7OD*P3|J5P@---E/EKW1/OGN,CJ)NNHYOF M[X1R'A)CKPE-6/BR-+Y9]JQ#_ ^0]=T23G0K&IU]!D/&_H!=@V#\$.PT5S H2Q-MXJ- Z#7K\$6?K3T% (A@|(-HC-M6JH\$Q54DVN!5%64@:VIES_4L3;5QC3N-Q02 M;P55Y<;KM+/B_5I \$]Y^QD:BS+%USE@W;;0)QZ;E]=|M1;Z;4A>P!E_!>)>1 MYQ[00& ^*F@'F'.+6Q4F?&B*JZ?VLSJL*C,3 M- OV2D(J9Y^PM7G#=#6"ZS<7;1*FX'<J;& <)>Q8QIDUP\F.'@V<P7"#P(YYZ-M'Q#OI%|/!P,'NFO|<|? <:0\$HM*AM>3359NM7J#_47UR-"D5987>XDTD[|@J6 M6ZV@Y:1XQ2IKLKD'K2Q;J7A,*UOUG\$6KGG9-MNHI;ZN>PIQ"3PF="%%Q;J-V

M\$'5|Q..*F\$R|@|J&9I.P)"KA0H84\$J|J?P, _!LZ=BM?=4|66@K^3\$S.VS\$O?
M1A%FHN_C:,CTV)_/XJ87&3;&L|F|CG@KS4K8LLDV;04<1D\$Z;L;XK1FGCN*P
M^0(4%,,PHBT)/0:T\1?P#Q13G.M.30F)_Z|!4,M<)|T!O@I>5/J LQ-YXW|
M,N\$";&SB2KI!O3M.S4B1?U.N;0G:: (2BE-IG8B7CFZ M4;6KG48|HWY-
O4Y>?:WR&RG;/E2KZ;2G;E0'L&A6=>#Q1"#7&?2VF("P/=);-M096K\|KNK._*M=YB=
|B20K92R\$ZU(|&Y|V ZAQ6?^Q|+|ENRS|89M_AHUK<\$
M+)\$J9B0#YF/A;8/<+YE0,J'4@I(|3X4|BZL%|T0LKO>; MG+=_(VFLK.UV.
MSI8927+_EQC2C5R|7/T9KO|DT4IEDYVR \)E|JB2R(CR2@|F9^26|Z,6Z1:-MD8Q2?
+5RSHZK;+63!H\$KNT1+|TTROV3^LV;^DP|=R\$8K)V|;9D8!E4|(>3**
MC&U(|I%J13+**;D5V7!%-ES9Q^*++7*+=+?W7O?:JR\$7|"N=@9HVEY*9XSDW^
MSET\$BR2%I1?|\$@S6A*.-|B&Q"D9UNF3M-G2FR|Q|EK6R\$V?:B1-3|J%>%-C0|P-0Y2
MB+_XCFB0FL,J@'XE:.4+G2&*%3PS'?U3:FW*S3T"A"GHM)W)19|42<=,(7^
MQC<,L:27^&,%V'J,-<)|T9)LL1|SN*CS7H8RCL-H1:","4*%#|}#W4,TDX!<'<
M#WC@Q5%88Q|1>FHCX-Z\$0IQ%)4NC 8_<7*V0@|P&7XO@J'_YYH|MAB^"-B MD:V?
=1AO.#J)*+A>5;G9"!0PC&8>Q07\$-WA@S\$XR&6SF4S%X^WBFZCHSGMDD-M2KY7\$-
"|P/S2D8|WY?\$U,'P|}#G.(=|AA#C;Q\$ _VS@&)GWP>^,EUB9|<7OSD
M(|IYJ8YZ|BZA;8#*D4E'U M2JW3ERQ8@)TX8Q9LU-
H%9,%S!N3)C"1|+I@DE_6&!'4YZ_W/"B8G|_ ^T|E^" M\$IWW_F>-&)SN_I|+)-
\$E"X|ZD7F^E|)CW*>C-*3.#J243:*5M0DITA.V8A3 MFEM>+LG U6|("1))6H+I2K|JU:?
MEV.JLMS_K-;/<-I/:JG|SR9H);'\$3|ZS M:&UY72Y=T'-
CE*9D%,DHFX0_M|P|DXQR;HQRI.BG1!"7".+|6'RQI:U>VS+;
M8*|0XI+O3|OFE0&BXK)=^?;>F7COG|>6D|RH&3 +\$V5&EG|YD,PH\$3+EVCY M^=X^
|%;X=9;(WT)Q4#|NF54I&>?;&?:>DXPC&4<>5?N|W8YU6M@(9+0X8)&UM,M=E\$>=?
UT?<)>3E|}%7'^!P&^K*MK3-47 MTR)PS#%LD3E'Y'3ME^@88\$ZG-M G>
8F,W'"#CY2H:F|:_NT@ F\$A|. ,O D M?.I8L'4('@WSX N<, 1E-
U3L0P|DFIH6|!90T|4L9HPUV@R@Z\$_L7C!1A@|A
MLT|0I=.RT|'0R|RF|0:PZ1=1|1UI^;#\$HLE|'&;/>K-35/YL|?+ESSDP#JQ+ M-
22G'E:AKNS(40K5K3@N5C1L23@I&ADE|=MZQ1YN8"%X'#^=F*^& S2@I^L!
M|AZ;2#-C=Q_4/O3E,05>5+DBJ@>0A*B-8J|!}\$ \$ MZ1F%340T
RV/S(Z|}%DV9,P.|WL!&69HQU%X,%X1918 F;QF6X9U2L#594 M\$\$.23V-C6P)X|2NH#?
SO,Y_NJT9"!X*OZY2T;4<;:GPKK&V("|U6UT(2 Q M|JQ?
@@FA:#L@|JU>E*L,W0|40Q)N8|.)9IL\$MB=!\$4.4Q1|N.J3+^ -R9;;06 M4D\NK@ILD"F0;-
|\$;>N>4FF|00;|Y^'X_|Q_)|LX>5I/MG\$ZCS9.#=G&J;QM MG
K=M|E:H\$RQBO+@S\$1SUEM=(RL7+8;3M>DVZ_O\$80"*)OU>PJ:/*VA*Q@K
M#GLVX24;-G_-|U667I!U5K)7V7MEE2O55NM?M&&ZE<;O7S6AR.M|BLENT')
M;E"R&U0YNT\$=3|Z24R|R7'4VZ#F+%9_|'I|'+Z9D|?;(>-0T=%TA.S+M M:_U'3W!;N?
/K>|'O:U=-B*10"=Y3_)>\$7F04Y>|)WGO2+S7+A;OK;&&O4BH
M81I,L&HAG|H)AW>=T,RUR41G1^*=KRKF4QF4:8.!|Z%J.*IRK:N66E&N88)3
MTS(T5<%,J|.#85P3M.DUZH V4J\$U&'MA&?4OR2O)*|A:40/7,B&LYD?:\$|\$_3
M3R0|?"2)'#B%+H)-UU;FS%'UG; !2LAPV|ES?C!_DKR2O)*|!25OUIZFAP%U
M/+X'5R@_ |WA'ZM#!G*AG::Q8|\$5CKY>4M,LFV"38>C|'%YBJKXR7U#/\$2:1%+MAZ;
(Y/U0SW"Y(:E:|J8|>5?NAVJ98ZS4@F_@Z(\$IZ6?FM7WH9(|,2VM7.A/'
MY=GLM^B2J(7FV9-W<;C/UR-5Q?ZO@W5D:N|6CW\$39L/C;XT& LBQY*| M^TCADE0M
|. >1Y#P^!|/<4ZRS;#YGBBF@&0Y|YB7L.Y@"Y34^/S2R)R=*D|{0
M)OWIDUOH4;0MN45Z>003&T6B2&(- AP<.O;7;V96
M%0X2O"12!"G,AVD+!%"%K+RK|LD0,0/\$| "RU,G?@N,J.-C;!"(!.
MO2JG2=4B|!"I"K|<2>OTF')@'&H4G@B?|V%X7-3D>6N!5|-6^+"|HVJC7E!U
M#_?;!=DW0-9*Z^_GUITV|Y?Z|L3JX7=^OOS+FZ=+4SN;|B^Z#M;,-|*7;|}%
MSK)|OH+Y=IHO;Q>;KV""^0|5|?R,-MW%>B4G7X\$?3#1'_-|)=N)OGL7KM8+% "Q8_-19O5
H6+UC|MM%G|*!V551WB=T;|M4T;JLN:-N2QYO@NNN=X?@(*G46|\$GD.|)=>.TJC/0!#
MPD2FR)E+>=5'|AL(W0?>X|X8D>^R^C\$MS:2^UI>Q7ZJ-AN3/N5;447/U#,UF MF?
_|;GVK2*/1>I=+?9C=Q>_K|1|_KB^N^W^!E>A^O^YWOV(KQ-L?=>^>7/6J, M>-
O_Y^4=7/O:|5|>L&_=?O_RKI=CM;|M|J*0%A@^TPJ>MRKG2YA!RPI.+5*2:D'?
&5/..".L#MQ|J|KWV\$#E' R2%; K/K1L'/L|F<7 M(_@(4S9_-#"|NL.S=V(H8-
@!MDGOB6'H65%O1/WX-\$4W\$&\$QP'> 5=5OQ&,P3?N#2?2<8*W6@|, MGX-G@|. &((-
S'_"-Z P'7&0T->PA# ,O0IL\$ _(-,EH MDN"):-A.F=VXRHGR8;FM\$82D3L#
HYOZJF.YG((6\$W*UU!<3=W(M6UI(E0'ZXG|X#/X|/5+6QK", !#|+|)"^ILK?>2W MUE*
|'4|9V.VEM^Z#W2|7ZO7=O:JQ|E4OKU=;62*[4>OB=;VP#Z>+L^L*OJC8

M#SR|Q5@NHW?U+KH;9U+W)'NJK@N5WE:'V0U"@PT(LJL2U)-IQ!V%5?@0 W;:
M"Y.*MK7|^OY|GP4P2I7*RTZ|%%T<-"Q9|T8?7|LJ ^|KSP/V.>CZG&/4\$<@-
M/#X#.P)6A&R&M,J8-KOGELT'TL:LXJX|@RSYX|N;C|T-4|V.L')|[\$^B6G(K7
M|Y|!##DKMVS#P ^|@?&.G|*T!-1:0@00U\O3)A4.2|FU;T:28VR(>TI)1+DS
M^|9P|.H%BOB>Y/SPA-U;#D;EM3-.EH,DJ;.:|*|KQXM27B|'L5..W3>!8'R-MK1
ZG>8N:CU>*3|+V/SM|KA1W|:R N;VHT%ZJ>3N\$@8|0;O|EA,#R8 MM?9((1W7HL/DJ7-
:J'|M*_\$/./Q|"/3=E|ACP:'WM"3.D(Z|B%%7/P|6|H MK1|3W|W)!^!Q#*RTN><>M7(?PC
-QP'IX-R#P.NEK@7=. V|\$-NRR.VL#PN-MGCR@B?HB|. #E#.W0A ?
@PQ^M:3AE'(|U"!/B"-@&/L8#|3"+,OM3R+-GEJS| ML"W:S7VP@@D>>\$B|=-
F)W3+;GIF.A0F|2T|I!ZESD2;|I5%NIH^4PH.!&|B MF6(02&92#_P=%CGT/&J-D-
X\$7FS|3KC,SPB2_H-?39+_-7\$>4NXKUZN@G+3-M)WD=-X|S#"'JE!@!<|+JS549E5D7=!
(.!9SP-#|J&,1H-)*#^!.8&(MG(T|3
MXK\$8613D9J:F=+78BXY@Y_5XT+6SHHHK35%)\$8\$E(.5V=/8Z|)%?:1H|_J
MCLWL\$, _3^C-/ ,ITM6:|,|+_K2@38#NHQ !:9(L0X5|(-@O/.\$*?W_-CONM8-M@8#5QC>#-
@OM0-|8+5-ZKL!GR(OPYMG,, M!-#U86*!XE1'5PDF1Q:-7>/) >\$'NI2GQ!P1Z.|
|=QTREE3TUPO@/U-='W#) M2;OZ978!'(|O.6N9)TI,TX/C10)9(XFN6#)E5E"PYP
M2%*>2L_CZ;CR-2Y.X(|R^P(K(|>6SOZJH8B,"I &U|63=9Q3|\$2-%\$/|@|8%@
MHLWCZ6B/W8Y&|_9A'C(T<05I-M)U|!6C:H|KE6JOQ-VVV;R*U";-KIZH> M|/R%^*J-
!!LI(#"P@K,:CW|)I!5:W-"I&2F+*|!9/HS|I0M0T(3J@P&\$B
MBA624P868H7#&*9P.P!D4"8)3F1VP<0+ZP')J=DRG_B?|CDP!E_0@9#UHO6
MT)1SH#X<:6FOSQV"+TG|XX,G1!_76E &EI9R*G5+?SJ6\$\$_M<#N(|7'.6*<:
MG:PD+1H\$MI S""TL;VE^>AI *3\$^/I-%,.4T
=7@|XABH">F5,X#A>6I3F)FJ2A|TZTV\$P&KM2,FIF|.F8OFX#/+8)M"#.TZ(UA=%@8/*Y1|
ME|@C-8B4W7,|@M_- "Z3P|K>4W:P4B*R,U5Q^0B: 0M&I;)8HB"B*K>D#-; *
MC4JFEJA5J) ;3<6J>^#|*%;:X%J-="(G7+*6*<%X'T)+2#45|E*>OAH-&'H M9-
1:M:30%BLGT,-@KV<8;)!M69A=8HQ%EGX>\$S=27-R(V1B,J@"+)0,H)|Y#
M1Q'K%\$1Z41=5!%NN'"(ZH5#3-=:X>C,JK)*B_-58UTV &+U\$H"9\$Q)):(
M#0*5<<,3#1"3RM|]*5(*7?E.MONV;6ACRD*5IS;^LL?7+.BB^2<-8,S03RD@Z
M|3Z,NLF!'3'3|H?21Z-B4^U!\$G8%F'@IA^JHN-MCJ:1D/W0E|XUNKM/BT'
DG",RH)6AQ4D\$, #C>H#-.@PP=<"Z|M-MBO|K&6D-HUK-0#8PC'HV,TOCO?3;|4?
A4;H+)H=IM"PJI)(E3)Z9:/Y,*LHDJKU7CG^W M=QXY^JUZA0VBV-UF8_,'G0(3#A|&2%9
M+RH|C|H"4^F?7'FZE!C5=G0H30Q%D!-^CQX72-NH9V-M*)"^H;G>-
FT/#3;Y|TZZH^T9;NP|BU3.*:?.-2N1H?BV_ Q01S/@CE#,@9
MQ!>GG(0'L+SH)6B?;2K0/<7A,54/A+FWADFP+W< A%??I-PRL&&H&\$)?^VAF M-
"X0",&|O-G\$DIX,.WO-J\$H@.:1R3?*B%K^3_0D-Q=B0'2-;=>7&-S7@9@R
MHZOMXSRJ3%=ZYG<"O4R*ET/|J^<_1YAI1\$0G<1TR'954BD|NA")#)+B^#)3
M@+=A1UG|NZVJM51;P&Q|TMV#9R+|.J0Z_.D|G|HXMV;U&_04-B:@3CDM"79=OD
MKNJ|TR&?6;A|1|\$*Q\$RAA_L"#ZY'65;|JX,Q6XGY\$|0\$X(NK.-DNH5#25HG<M-(%
|S)V)82LC|B|)3,5OQ,)BX'FVF**WRQ06G%6^|((T"-_M*)L-
|N,'V2TDJ1HBDD92,XQY1HA1_7NM% M6I,^RTLPI H'/J|L/:^?20.W2A"L.^"/XU=%VO<"-
^7H^SJ6ZSKHWA*JN S:.\$+P,S&VJS*&+:%?I26B+4)K/OJ3<2OHBBJ=(I*6_0_9D+)SA
M4_(HE-J3L3SS#_9'-6U"1&|1NJ_K^3J/"DH]= ("1T\$B/Z%TPN-CQ64SQ648 ML-
AVG\$)*>':.\$2.73@&&PKO&N#>)HTL|CA/52^G+;_:+8#ET0N3UER?7L"=,\$)Z'DZ
C>V\$9.16"9)\$|Y('3IY:2F MJ1UOT%66K|?=>7U/*+ZVY1:I=-NW?R-M
R\$JOFY7G*\$);&@ MPI^,=(MH|;0FQ;ZP%MB1K@E&DU(#:Y|8>5|WR|?-
WWFB8*I*|3CIVMJ<4&!?!% MHY.%&Z@|&6MKGHYVFB*1D(|@.POEU8CJ4Y("6"
(->'7N0J92\$FFZFA&D6W% MAP-6D-!&FZEWO!-
W_R3|S+U;&M@YI:8&+*\$L2M97;&.Z#PY|G4D0+. Q(^"Z M-S|Z;!G(|52?
6TN;)7B*T,CF#&)|LWV/M&3G)D2W&=T-H|U.0Z7AR5=!%/K)K M1|RY6^ZI;@:NO9_!-
8235>=%5#1,MH3S)_2GK.7,RJ(-GBX|MCSWU-ITYR M@&:.\$L6<*DQ!R-+1"%|("'
<9|H_!\$\$\$YNT^)|HHI0_#Z0RP M0E&?E^%@8^!|9R!>;NKVZ6M0I-36Z: U5+KX_8IE4/.
<6+Y(G5#L6FR.%YOC;VMSO%%LCA_OYO@1Y(CJ'1W">#|
M0#JKT)U*K|+I5.4FHHT@U@#6WO>N\$ M(+E3*.JO-H0+"_Z^5C(-JO_-&KX"<'TM
M88U*|=7)^H9=AO=:0WQ(X)?E2\$4C-M'FS0C_|@&N)X;=VS,<8+-
V(=:5N'(NW)NQ)9.F(-K4<+1^*Y.V%&|I"KW5-MR64:8I?|J?N|Z_A|JK<|S'R|(L-ZB!-
N#5L;+RE/-VK=PZ'.FN7&N-M;PDR+<+E+@#;:M1!8:|J-DLL5\$DDUFK|2CP"G&6(!,
(6I;\$85IGV:+*I;F! MES8;B&:4Q @^B?*|;8L\$+N"%|JU1C=<(P,?/5AU1*5|^XE.Y-
_L85MSSV+^J+ M|8WDDFCQG'J:/*RVS^HE1-(R#%D&8E1?

L/JKEJ@R_O=^L(U4.70\LL8[W\M M=:\N^W^=N,O:UDAHHH[BN# GA!:-VI"Q
:1)G4D%'H=FJJ\$@:"Z6?F8F,YL M|TF@=?I383SA_38A^|'A4Y4_|)|&;,'64ISQZP@E^B
4C3R8-T2X=2U)'_2S#=#A!5O M(|Z.C.X(=T%A=P*=:R;1=A |H*'W;|)##;*,L41JY*E42-
\$ZW5%7!PJ6(6:E M.; [A!S1H.!WUW<1]A0Z00@[J.\$_!\$!70&&Z^P+O)F'.A)7/@#?"|;P*I#
M'[M;2\LF'A"K//02A+R\H.6U0DH(8DZ\$","GOA(I:I+|.\$7<07>WYE^T_H
MS57*]68IY0E6RHT.OL,C6%:)ZC?O'7(O)S,K';OQ%&WBWY^^^F?
WWS&_M^=WL#_SZGTMO>L5KL+:.RD>. M++-!W8B#BSP"
H|@IWB\$30+/()7QB/(@WN<3V/H>'Q<^F|'GW!WYG M|^XOUNMW^T1\$I,OYY=T-
!CQ7MW=_N|NSK|>WOZ.?TBOK-4-<5 MRF@01HT&|Z=@U|+1;Q*R>*|=
9";-.;]1ZX9Y[9KBO36S&XG-JR1^,X%=Q1
M.;&>1*M375);4>L8O4|D\$/:7T@!&IU:C*.0?,2XS'HE:AL;/UE.-8Y(WZ#0/
M93:6S5Z!!Z50'&+%W9#[ZF #;C5/*1V\$=-EXPQQ'R%/8W?)^4*&A(|QU""
M3NY"H1|!BQ>X'AZM0IA1/92GR"XK|JE-N,J;63(I)>!BWLP/AQ/,?:BOC'N=ME-
1'1K_,9MB9=?Z|X?3A7M5-G'^LO|>A>N4HYR_JFDU?QV|=#KF_%6)A#E_M=S%>&
R|C.A+<=^3J,&|;X&P MM7R+QBUDF.M)22G:0T0"^1Q@S54K1 [Q11,=)15Z M;,>@H,'
2E?A#=(LDTB>R/X9FNRGU/Z(JT00T::+O@+Y1T3Z1=4LXO/TDANZZ M6:BC/K+CN1LB
NK4DJGO3SN/*M2AQS,|D/RIULRT9/(2-J|T@D|G1GL/>3MC MG?XW&H1@_RS8W
^&SGH3!%/XG""742|;#22K")DD ;I#:236OH";=GN9D M(&&(BD_""7PRU197"9:)5-
,"7|=50IMD[@FT-|O MB+Y/HBN6E_N"V-S(G5K#9+>9R\$TKL0'H.O0-2-
_1ED8IW44%S(87SJ(&8+@Y MAQN&WE/BA>CXC6176OP!O1=?-
C)+M|5.0_%K)/A|Q^U(R|K5.3W5@+A?L"=MGRFEG0F37_#4/GDJ!4LIM:QL4XF-
Q4OM<*0M|_9\$Z^9IN*FI.=&X^B+)+M_W;!:V"8RZ!++K57Y++-
W7Q7K.0Y=E"&^N!&L:)[57PVI6)4?Q_L:<)EOY_8 MPZ36;
'VZ#RA."O'2V*+L>7;/\$J<:FGSQ#BT=9]Q3[KCX)X'<6_5C-F* '&V
M+QZP_ ^GAENU/>#D.X#|[-Y_7!:-#6"88)CRTI|JXP|HX,H"RXY"-O H7R|>& MR6Y-V-
<9K@XMN58R*|IC>R<';^HB'W@!3>X5D M|E59QIV"
PYO'958H/NOR9(Q.H687%";/QO^R5X7)70L!S,46/CF^V+.K<4
M,V6;02)#CY.P<#^@3J1#'_L_/7'4@,DBI|J(T"7#V?#]R CPNQVNL*M"N?
>|ERE|THZYCW3=B|2BV-855I8F4(L)4Y4!9=T!1E:&GQ,JT.)Z6UB+L.=R8V9|.2Y_D
4"8[7BMRP;|"\$K+*F;YNV MUV)',UX+C+|LA_8+Z4^X'/%@|N,GYC^!|HP6,K77U<(J;R
7UC|(PP9Z+|RE M1HZ8G0*S9H1UO(SG+|RL#?PBUW'(
M98RZH>KMJ:6|(;);U|9+TA&1H" N&4:>*. 'S.2H:=J1|2BD..+2P
JH.CTO=&B1!Z%OH;8MEN25MB==U|23;,%\$ MAE0;62@B9U@.3\$X^^"L6@4X1U\$RQ-
OM<&^D(QH&)\$|^OIXADX1 MEW0E8F'V*C2N3R*#^YA1Y;Q\$9Z(Z;P0-
#%5^WI^X'B:9"EG9N_>7<O|<(CG MGT8AGD?%W,28CC459C|':Y-TV5:X9|\$WYXE|'V:G
!S&-M@>N\$89C*\$ZT1PY M"RB%Q6+N<3\$CP L)'<+PI#T;A8YTS@= 2IFS.
FDH^R5Z8*3M.)T?;K4ALE: M JS,P%/-EBF|^!0|EL?
5^E*%0EGLGCFW13^T+,&|!QN|%.I.2:54 @?YL/B3. M"i%PMH5?j%'-@5PSW-HJX&
|LHXB92%\$7<11%WJHB|/5_\$G8>:|-K2FNP_?G1O
M^M?|;O_Z7Y=47@T7ONJ_L3K|ZVWOQ|UECW6_W/[HLV_=N]|O^^SNNO?[TL4X M?
UU|N+TT0DA^SX0PD%3JU6U.F=(&-|A'0:57D/@JAR%= T2^.;8(65V3RD MABJ|_-
\$8Q#PZ%@W7+#UWQ?)0N@!U@E^DS- 1TD7:ZKJ9&D_I,=T79).E:PX
M7O2=j\$""SY5HKOC8##B/'|:9Z-%RVIOOXVF;|_+AP36ETK@^>U_-^[V:X^D M|_O=[?
GE!0K<,8I7!FSB>_Y!F; "&4?V|5S;U|O|0V\$2O|_GJN*;0)BM&*00
MN/PN1+1EH;|C,9|4\$BF#9,|1<9&1+,9""|!QE00!^H*:@SD+;>,,#C8E:
M+^E.H8AO/-1:B:CI3-9|E<=P7)&^ K3""*A%&|:S|BG7%NE58*),||GEA@!
M22!T(#5W.OI90R%=?E;#-"@?BN1JA;WW |EL7YXK:|X. &{A>|O&VL#3HN#
M,X"!QRC1|P&>N1>>1L;G.PR^|(5P"PXUG_\$9@M|I&\$;\$5\$=M^(K;.THCM<)/-
MJB2_=^_ZX.H_VQMNWUW/B#1M+O>&OE|JUOTHW^/+B^N:W3?W@ |/'=>(X:C)7
M2IZ#A0\$985B!;,U00.2/#!*S,<|V>Q1/(%FA_SR%|3S:20Q-|2&O4;#|'"4 M8!EJ_W%%
<.U67GBVNY1I,1W"KKKG_=L5"*\$Y=*9H5T@|4_=B65|\$UUN;B>V3 MR,T4J0V=)2|YW#
|.-;?*UO*LVL-|<|V*CGAV>58C#|N|BY_N^|U+^|N+UBO M^_62!4O_AQW?
^+|2|/?|Q=|Z|O95+B1^|2?U1*.3<:..?N|L3D3;,8>MR5R
MW0_'P|K5@&*Z&%+O,^XEXN_?4^V=[K+NW31 .I-NG&=C6.X RW*-=9Y>.R|
M|F:%A+|\$:QD|.Sj=>C17EOTD1& G,Hj=V\$R?"SDRN&)
M:_F=W|EETC4P"XS6FOZ"Y28,C@|G1X<7@C^_&CT63DV
MZ#4"P1EE59@FW9;J"UZR)EF|M|(U\$O699|G,--;#W/IRGFNJ^Z0.!6602(/
MYW8@ALVF4*V=K>5WR21\$B%OGUS/B&:_S+WA9WXT4]

MS(<S3KXY3EG|#>H="B&KWXN%B9O"]N55K-4J?>R.'2;.W.C.A_1^:QH-'
M_HKQ8G|EX^N/A D[M9+1V)8#LQ=[Y|'W'!)Y^+ \$5|=H&>7VMD[C'E;G-*G|
M/,M8D'?)JFU'!YN1'Y<)<@Q/_TTYCY"1C.JH7:S|SPOZI6CYV?;L"->G5:U MW*D??
G5.D|HOBNX*|NXY1CM4&*9B0[4!7H.133? \$[71-L=VGG0^Q.K2ILG1; M8P.O:G=T.A)^-
BK-4J59?9Y'ME.NVG>T^*HB<-U_<>A5_/4\$O.|)U#.E0)X
M:~7CT%ST"D'TFU/W+|IP%\$N;YZ5]87;EL(M+?NU'.JR9U|*/|(F8+4#-|*8# M'?6-CJ1D#*
[6_3"#[_W+EQ40),O|L=T3E03UY'8UN&5\$X-W?!6:LY,7><1JAF'82\$>/F)C
MCSNJ&QS!7&BXR^4GY8^+ (?^Q;&%N'78AAH+.;,G|MRJ1|(O+/2H@O| |H3JC
MSPBK&M:-|,\$D^3RACZ3C878|D:5_#1XFUG"2+._!VC8>!A/70W TPD".GPUG MA)FXP!
,B&'C6BJ>6%(QY(8!HG(1/Z1.Q+_'NQ62RET\7%?-@|A&X:1|H!;M M;-E=3&!Q-
E8W)3XI-1%JCL\$%\$/U8?KL|\$XX"2L'+M8|?)G|!|0;NX'%=?FW MQ#;,+@
=|U>Y%SD7!ACGR2!U6||L1XC%-1F#&HA1O;_#
FMJ81|E!|VBF09F.2FI6>UG)2>+8>,5|9@ MQIX2=D>G4V!WO/Y8+1NJ;|@R<|DV':FTS
MU/_J(W|18/&F2&K7_[K8VK,7]?_G2>NR1;.E61LM%.\$_!9X=E|X4_|VU/=,MI";
<^L6&|")!L|X|)OPAGZ\$"|D+@/|@ATUPQ23PXBWTS|&Q|:%;_/)F19_W
MJ>G3/FF*EYXQU+5CWL"EQ"@&'HSUAI;+>A"I>=;B*(F(|>_ ^|;L6X&=' +3Z M|M?
O\$/\$0">)7H|. @5A@NNT^<0L9H|6*YU/#UJH\$|L3_ T0|HJ_)H)H M'7,G ^D28;Y1
)Q,C6'.8#2R"\$D @FE3C(3CBV06 -Z'B|&D0GD_7(9!B>&^MY4NBPG_|X428|P-
AS"7EH,Y&L=EV-|6'^?/D:_+QYDE#<68(=|6%X_H|GZ(U7C?
TAZ>G|P&0,S^!+D|/_>\$4PK(5\$|T'=|53TQ6/ M\$VM@!9|/L&WX;|;:
|'WMF.F_3OWS:7._>7_//ZRW5_,3UQP.P08Y\$>/0;4 M%Z:KE9K.|\$R:3?
*C=9J6)3G8YFL|()SB\$"-="/EU%V'#QLKJU60!!18'@HPSS+8_?^8|
<;3K!+WD=ACKGWT>0!_VC4 M6I5.O?D1)|QI5(Q*#?
R:BM%I53^:LVJEV6AV_K|XK%0K1GD2P)) 5(\$Q##7. MZHX|H0#H)42JA\$>_ \$@,O!,> M?
66'X? :IR&7"O%+12O);PV?@>W|?>9^BK: M0?W6AW@|H|H1^|K(?
7|_9^Y4PKDKW,F|.BD_1_WK;RY:B?4&/7S&?4U#AG(X
M!;BKCJW+0+P(%K9|)GM!G%_9^X((OUY9\$*,TQFMT!-IEQ,13JH5|6Z"8*+G.!#! M
V*HIX64>OZX4VRM|LDSEGT0|.J#5!B-^5NF3K|T'4A-O0UZ|+73 T&7D:&
MB45H:S"Q|/V">N"LV2#|TB@X_&?/"A8H|J: 08HQ#X MO-ILQ#X-ROP-
;U1,CHV3V++6*14.);7URRM0K.|>ZW=:1L?S5;'J+;J(^=CDI#;G#&'@3/8+=3QQJ\$
M/MR&-8A8VXQ0"!NJ@TXG>U,BM4O;"^=5#6@|4+OK)W0"[5:|:S:ZM0K|91J
M;|J%:MAU=TZC4 U'I1KCY(0&%EC=0A#S*HA|*6(M!;/&5 M!;'Z\$HMHM-
F/Q*|P@*>@."|Q (6@G>0 M|)%#>#-Y>/Q>AU4>N;;L/N LR14@U8\$>?C; 4"Z'9_@BY!Q?
MI_GDI5\$Y^X-0 M|(|(*1H';P8O5O;|F-!^P1P&|TD(EBQ2('S^/SC\$|!\$^9|C"DS!)>P015|34
MEI1?A(9/:HQEC*)QEQP75-|2|3!_5_2XJ7%2XN7|O:E" ^VC| -UI'#AL;)%
MW,_N<|&FJT6.S#:AYLT=7L_" +|(*RC54|H+ (MTPKW#@*|DI|K _JL|'B O5NQX"QTZ#X_,
<^X6X|\$B15|. &\$PV5" 38;;P PR M|3@4<(-1^9MNSJ/>Z/M"3FOQB >VA?'#@6^9%O?
H&QW&\$2|V-L0#|ELKNB^= M%,9JO>AX|IS>1N(J=6UB*FO/|ELN-3>|6|WW?
X6#5N6FX_7IO/W1+: -#)H M<,N+PPB|EE#_J90Z=CGKU" 02VO)"4<0 CWACS\$'EL!@G%
|,O2#40;8"&N, M/?1 X XZ#\$9>K&| #CEP@1*IW>%^OTY%I 4E M6JY(1;H-
)FV|W*QD0|N@Z1=?KV|(W#;6K5<.:|&M|T8?3J|@M,H;- %8=WPS'6,#5U
MK|'"7B"|E^W+U=5^>MEG8\$|:R#/_;*K<.:5>X'_V/K.^:)ONSS*Y|29Z:VRP M|
|A;A:>B>,SH(4|_<|1?|MEKR7FO M;?CL>3NE>;VK\$*I<"M5|
%"\$04485(1!11B49YUUA&'0-^Y9|/?#T J'|L&;!2<9"OT+ A_VW1.^9:JCZ06+%2RVVV@;
|O!<.U-|+3TU MO,V!RV,Z\$/IQX)I|)|),+5_3|02P,\$% @ O# &6|.YTSZ3T\$ M2)JS";!
NN<^|5%L =HV%BO;^=B_ I9D&PRR+22E4E
M^8^_OLO=ZPDSGU#OZN#XT|&!A3V;.L2;7AT|C&|. %P=_?;;W_ |5Z/QY_7P
MSFI3.YQC+|!;#*, .|8S"696,,/63|I^D2=D#5P43"B;-QK?!%F++EX9F?SXX>+XY.&J?
G^+AQ9I_CQE?GZ*+QV3DY/4_X8|ZQ|H/ M+|<^7DPNSK|8C5.\$H-B7DR|=(-(\$O&B='1V?
VA?,5V>>?!=,7_J*W9WB.+&B: MYU^ ^ ^ %<'LR!87!X>/C|_?WH^_439|!#(C@_O+|B:
(^<5F7>+ _62K|,CL" ^|?91/#^D+ _G@HX:1|>-DV.)5\$UYTC@Z;9P>IROH|\$NR= W/#Z.7
M!Q8* D8>PP#?-)M/\$&A"R2A|Z|0N61"L -JY&*N*&L%4J|#Q*8XZ*\$Y|A?(
MQIH=^>TWR^((D_F"LL#R)/()|A|%=7T6"+(#*)J&.VJC0"@Y+ ^DG+9/*'V(W
M|FO!O_UZ<5W#@|UI89^8XK0PDARFB:2'C|QJ4%*M8^_?OUZ^,)U;L&F:HG MRO!/=-
HXAj%X;" V3X?U9<.O1D*WC3JLQJE9'1*Z-|8AQ59PQFD20_3\$;?.K.O
M,5A#S2J0IEG^*ET%!Q,3Z4EQ_D=IF=AV3&0FQ?D?I67ZP8*9"%V6%W|EB\$6>
M1P!|@3^>)GRT6Q)O0Z \$|XK/\$93)5#/\$D63_#\$"Z.JBZK7?PQ+3U0\$(|A_0=A<|FK8=2+#
|_([S9-G)-FPTD=NB6 MT7=.;H;W%G&N#MK|UL-|IS=N|MKP;W?

+0JW>37JXWQQW^[T#BQ=]&'+[5E1MG4(^B?RD!BMU_78D_CNV&JO-&/P9,[
FQ6QLU+|_CC^B;|W M)X:8."Y20+C1P=ITZV,QDRQ^F!1
\$^KWQOU|[KMYKC3'HWA7JXMH_Y-ISGL M=7NW(Q.(E+P*8/KZ]?SD^)S#-
(*NQ#%.:8[6BJ750[\$2IA]8W;3Z]X-AYWNG M-^K^Z&P3N&S&2A1/I%%FZ%|W[YJ]5F?
TO=,9EQZ]ZTR4V)T581?SLB)F'ZB,UT>&OQ6,-E@J\$307 M1VQC7/EU'5CI'6|T|K?
^J KU_U^X,1YV_/X#==MXUI-(.K\$LC/^M-FFOU_6Y& M#RPS>GWKZZ-*A!+E+V|J#^6-
IE\$V6YNC[S5W_YW8,W"4S)9(7!F8.<+4\$VQKA M==OI=8;-Q-
4\$A)EWW_E6W;BVR[U0X;A1TQ9H^X==6ZY?I5TGF10JSK|J|F MI|=,:NHHZ?
9^0./[PV|:.9)DRF|_BSRU/4->IJ6-&|/T"-?G1NNCTP:+O-MNVYO-
!X*EYU1[RLX*0\$YV01DQ=!:;N*T)^3TJ
M/8F5(26H\$4NRA*:@:H=SN7!NMUJ*|\$_@EL;|W):M2K-QZ-ZO>X\$3)*S,|!:-P
M,^X.A4_GNM.#
[8/9F# '@JD+HB[01CYD+PVF4LF_7!5B)A!J!V>IS)|*,0C)F72/DA/>;QX=|M|W=-M6Q*Q\$A-
I9R|X6&DF->KJ9>@?E.Y|<|@QZ7R)5MGWTEY|F0D-/ "S!I\$9|W^V! MTG7&S3]-
'8LK,F6/2[OOB-H2Y#7JZ];W)DR|HVZOV6HJW#|(U+,N&N9*6U8 M-EM=
(UO+C+\$2+VF|'O,'W*R4A'BU6\$^KB874"-4X&C2@+K\$)-LK+V"0M1N;L M3%
|+8P|67Q(>=0K2RG&E,7ITS2#(Y:'\$0E|Y0B5]9>(6YU0246-S.&0B94X
M2.MYBD<=^|XZF0.B18_)4J2#:"*9=41.E4@RAP|38Y*^"230"?54<(H 87IYCW3K0.?
Q56'_-M|0HL8YDI0[E?L"]4<+^,;;ESYO'>=-QDJ)9^&!L!#PEE+G
ME;CND+KNA+)GQ)PRUF9Y*4K,);^(5L@2BL4RK930#Q7(*>'&.(J/N\$="Q
M5L)=Z@@F%%M*^L X X2&X?33U8R;8BX1_C M7X76?\$(P|XF:KM0#
(4HI5:4RU!K8@%9ZC'ATK(.#7GE 7DWZ*6G9<%0+V+ MQ:%
BE(19'^5GB*D95JQT%JJ0&Y64@F@E;R4<\$H>+T6*4PT!2R<8O<5D*^2C
M!\$KRAZWE/=7=#\$MWQ@TL.#^0&V(Z&=,N8.OV3/DXQ;U?.)@)JHZ9LCS)YC!
MT01&*,N*4R(N.=V\$.>" +2'9HA-+R+82X=::="LE00;J,6#8)7/B(?;+0,R
MYQ|V6F+8G|3H?\$Z]44#M7V|4#-'!I4X/Y+|;LJD1)I+66F%:4_L2*YEA#|
MH0RK#FO:_PJ)+X2TH=M2P|J'@TV|612&T020^I,[@AZ)2_A=_O_VG+|Y2MEQ
MK91J)GG["M0L54&+UW!C6H*J9)C^245_%^|!*5.5M>+:?N@FH_Q[8N@&.MJS M"7*
|'O_4G*CAFQ5,S5J)9)_4-(2:@DIUE*,E9)32WS3-PF5|>IGD"MQDAQ| M:2ZU1&&5LUX"
YE8B8#D4DLGS=>P_|TSVDO@5%Z(\$D_)&58^;|Z&Z;L|E(1
MS6M=M|YD7R%FTB=KVEOM|#4(L\$-LKF)|J5JR[|.9*)&0\$P"B885L;,2?K7\$ M1O_L01G?
H#%S)9:2#|KX9\$, -0=:YA*H\$O"9LEFO'=N&?*"-3=9?)|QQ
M70/,A'>)|IRHG@Z],H498R70DO|E\$^B4C-2XKF>6Q.;!P1(8YK%0HB7Y:K(.
M'J80D]0!PE(G0"1J)1*2EV7|_&\$,-3 Z(5AF3U&&OQ)'R1=3Y@CB?S;.:?QR^
M^)=HL2#>A/(GT6_/HU'=Q2-X@MWHI 37!6K_XSKTB8=|OT7GC|03)8?8IE-/
M_!L|70=*D@E!4G2PZ3ER;+ 5,OZENCAM%-N8/(E#G|>,^J!#Z!&,3F0'5P<3
MY/(OE7MHCJ|.WK\$&'G%=_OOJ(&A_U3Z(W)Y0(S0AW>D5<'Q/,#L(:25X_1 M6:*K
P<_\$GCJA|&\$H2|DL S7%P=1 5)@.<'5B!X1\$ _FU -U8Z|=,>-Y1U|(-MST"@^T)7K00
)Y:F=\$; ^H'(OD"^@Y^PAN>^)9.O,OMVZWPKF2O-6T;GC D MK&48HS81E;
|T?,TOT1U3GJ#@61NJ%.&"7#:+,)"5B#_ ^4?7SITCHBG;%8< MY?2F+0 &S,/'(!?;K*
(F+7@_K#+VL_YP)!ZZ#UA!H_OD4_A(8|4M^+(-Y/6#*\$8@LM=H++&91D
M=OB(NY(N<#2J;+=FYN@ 7JE87/Z|T|G.=JNH)JZW#&#,#04#:H%W*5XAC\$
MRS:^(T)RBGPS&|+_ %Q03F>R<06YCW|#18*(VZ?B!7B*F7H=FR|<^HKQ",,(
MY%C%BW'Q0%9156!.SE@V|_(RX_46>@RLQL"/%EZIP5/@?O!4=,&:"U|\$P>OE
M5&5B&6U9|(Z&CB_DF&M,CWIV*:61"2N@-|M:BCDK3JH=P'*KV;@|L@HT|=E
M8#BTL.O"#H?=-|H6FZ_GQ;@?4TL%SQ'X5M|,1P4:S8UCZ@,/A6TBEZM Y:4A M Y-
#/YAAUGDA@; @#8=<+OW^K:M;*-3W1H@;1P-NY=,0:A<@-W|36D3R|J|:
M%@D*N|&J1|@CE/4HZ%D|Q"='QU^+\$Q/BE;(!?>O<)M= M>WJ4;#_XW^*Y&38%#/,?
6C'L^23| R#.?*\$HVLX|J@/VU!&GD2\$V/|B%PR M(6"&^_^Q,|6^R"@?HY?<0?
AVQI4>JAZ'T>'PGGS648>L|A48JFWR!|.HYP D M-BSM "[2'')F..><56>*\$0?11GC*GRGP
MR"Q: 3AVM'GKAP'?PCO\$F_8GL2||W_|OI78|VY2Y>M>)ENL DDWE*7:DO85
MEG>I&XHI|UW?Y8HUQO;,HRZ=OBI&GU2N D,O=9QLB%WN[1?NXM .0NZE5,4(
MM(CW/T?%*17;, #Z"ITPK&*)+O _V+L=4T_EGZ ?U9@61T?R*:HYXE8&KG#P
M|HO/H@ F=AX6U!OA((@(:.=PG1;Z\$0NQZR:'1--K7P8+A)G&*. @H7.U&T9!
M5X&I*KGG++GB!E8*3*9>Y 2W7|7Z"G\$N(?BKBB.7H951?=>+>=&|/L|X:449 M)Y%
|%"I3,E)8S&O_4QXH:X|M/H0'R/Z%IMQP>"\$*Q|B"/^M2FTZCIO|Z:?S MHZ/\$X:&
|6U@18|DNO/^QTD%BXO6O|026J637 M"0B-
T40!8%&1570|BW9|8P:Z%K)7L=K(5DGSA?BYT1=J!MM)|7#(G'M@J5Z%F"Z;

5T++W&M@6)SFJP!K 9/#DZ5JB?%FD%FIB5IU\$J5[H\$H_WK M\LKOU?6XTY:_>_#8?
QQP(BMCK;.+IVN09J+/(4@=0UH%1)*'@\$082/A!G.O7V_VB MV,*5X;3_V2"UH/V
#8R(9^L?0M&EWG\|W,|3@QS!4JE2LH)P?PO6L5#"_7,P%@%UJ\^_IT_S)28-
R9U/1,6?"Q6QS*E(8)64X[1]?J!MW M\^\$VCO{?}81/HK\0J3K>M(46!/#+15F;OJ(&:2=D=
(&1=QT2EV?)<*>17=GUG)"[6K&03HI6\$.U?N4U.&KSWJ8)]
M9/2MYM\(^)\$JIBR_A>8],O@+A.J04W76@_ ^QAA\(^' @EP7\40C:Q<%54%U\$>R
M.+22P+/*5Z_QJTFTN!%RN0I4?F4@#/&.U_1MYF#^UI8XA@^I#O>_N3!S\B?
9\$A(50K+B73)J\!3R3Z;2-4SI?LPM00^ALG\$L9,"_I@K3>/1557Z>_E%*
MU;URYHPJZG5<90\#*G^JL!"RBE;_J\$GK6U\$.J5RN*JFBJ3A: ^@N_VL&W+*+J M#;,\$!
[W1=OLWC,Z3,^ACRA=^ZA*ZV;A'7];E%"5*_Y^(\1UL8^M\$4=MN<@K07_T-X_3I?
*Z5G?N#:GKWE#&=SJYTZXQGUW9=IJ3\2IZBEYX#>W YWXZXG-
JM\$F\Q\&_.LW)1*P1!0>C\ (BK M:H0+(V"(GZC\Q#,5UAPKUSH&A(JV
HH;77&UZ\=%ZABY=, M-N;)KF90L>,J\$48]_@BYRUPG\0_L#Z"B3D#YJ
[I4/6C,IYK=\$5\%O+PWU^"Z M)BW2<^KI0-H2; @.7CDB_2X\8S[A(1MOAY-B.(%?
9;\$\$KI>%G;.(T@?X\N M^Z&_JZOY;K/6)\$Y2W!#F!WJGW3.+
[E]%DUN!DO/J>L%0%54%EGN]:V5S;Y5-M@AL!6#&/82-6<3I
A?/R+D56=!,7#WUQ??.\$T_JX;=5 MX<7#0KW1,.)1347,,X8+[X?*)JCH\#%@U,,8\$5&&-
O\8 Q?H.8)>CWNP^'7 MX_/*M\!8E1>D@97B5DWPTXV)T(PLN3\3B-
_H\$5>SX6L);_4(#MN57C_4UAR MWTT'-N53#^T6N2?BZSV4^UK5HZXF@+ #0\$^%M1:
[RDK?-@A6P^=;&3E8X\$!;-MU)TD(VR#19/DB\4S+M\$=FV_A7TWTURY6TT\72I>M@
XHKL8LWLUH\$E>@F5"Y MR%_BJR>[4/6M;.^H^9(*O9Z4O^XZAV_"UBJCAF?(!D@E9]?
DWRGMQ;IY>-K M7JJJ=ER;<*G Z"_R\$1:EJZGJH*EG&/5OJV@K1K>(SY76;-
R88|=J_=HL1 M.\$"OO!9EQK\$V?05.UL37!I;*_M&CK<"H7801)XD+K^)^V"KVX_B;-
MH&+GVA^MYGL5:D\JN0!FS:FHK5:FJ1&+"B H'5(P3/ Z>8<\$+_T\Q*7+;D3^C\$A-
MA;J7;HA&S"06CS&%\$=?^L7'+_T"CVDX5'@01HJW+8)^T:X<;4 M'47YH;3LPE5WBL0?
RS:|K.FX2I@_MJ?O.5JML&MWNDDB_TJFE+.4GQ%1AF\U%[LB_U"QYUR'
MLA+ZL)K*|V4|,+[W^7|<0@+^T9GJ_OO_T?4\$L#!0 (-+PP!ED2_N&N M\$RD \$V; 0 3
;V,M,C R-# V,S!;?8V%L+GAM;_U]:U_-;29+H]_D5OGV_
MWAS7^S&Q,QL88S<1,F"!GMG\25&/+%N\0F(E8;?WUV^6!#88,'K4\$<>>C9EP
MVT*I^N+G+?|[\$_Q3#'_.+3@'PM\6O\4\N/T^'\S_,7P@FU,W7;GXZ_8LVBD7!'!\$B-'%32"#XS
M!R8+J0*6)#/_?^_8J4K3MD\$,@3ZFA46@D,'@C&57/8A;:-XZ&@X_L^_U#|B
MF.\$+0F\|6_SSK\|F,|O_+RY;=/G_|\1YR._CR9OG\}ORY?WGS[E^NO_W'O
M^Y_DXMO<>_JR|=,O7YT-'_HB/9;_/??WIVE#W@18#B>S<,XU1?,AG^9+3Y\ M-
TEAOJ#ZDW"J>/0;J5JP\|5*"PF<*,G_,N_\X/79.?WYV\^1^=GQ
MFX.JTZ/#H|=GA,GBR?//E_C77V;#B\|L1WGSV88KEK\|,\$E2&,R-9A>;_/_OG\$
MEU_A36&4KD8+|KRC?U\MP+6"3\8X\CC\$MJW;Q_-\$EWOC2JO)I;WYS%".
M%I\,KF;P/H3+P=OI9#8[F4]*<#XHJA2.,H*0SH/BQ4!D6@(+FMF4338IW*55
MQ6E&2"V86|(L+CA|>R7E8PO<32?W7RR(.R"J_^\?DG'S3\$YQ8\XOL+9(&87
M+"8%B0=+&N<07\$ \$8Y#+@#)[(W1N'GW71QN2-+V83#-.R5;J\N(35KMR
M;;:6@(1INB_7Z:3BS:JD"&1@2DM6!&Z M,9\?AV85SHNOG(&\QG/A^,KLJ"ESA=T&7V
M"LF%X_)Y^\$/G!W\,9\&HOJP'*.?#XEJLZ,)_70\X+2.JX?CN*UQ?,>:MOJ?
M2F+;,JB9Y3^^\$==K"9X-
@K72>Y%!"RY!E:#!>_)K,@@12**=2RUAVN<1RHC#H9+P@0'4 %
M(RF(MAH<|R|(S+!|T/I=@/ID"JL(1'L^M!ZQ_,./+W!ZPCG%\$#K@_D+E)3)-M.%O-
*8#6G@)HDZ1"9V)*3^KYMT]=A9ORA^+FMJ1KIM9GN""N;W%,:-(U(J;/R MQ7
+G,TKDA_Q1JXP1N43>5H5BP#ED(%#\$Z!FR\$5DET5N74-9#;.)51\$/J4*+1 M(6?:QRU?
X|R\|LYJ|Q,XES)YI<@H(W>HLZ"HQ)1-1>1!\#8%K/-0:GN!9D M-
@D93BF\$8P&B8+H2.7@=68F6-<;HT<+A\Q;=MN7WM[*]*94\#+P=)INJ'I7\$
M':C,+,20!13,-D>KC6B>_C\1>#JSM:TUS\3/.DZ>JA9#0ALOH*8#.DA!*
M\6_.D_6,WL=\$|EHTICK=P!HBLW>?#X=QJMYB",\GSR2/8ML4LP45EA6*,^5
M44"0CD,RF&-EHBZ=8KP*D+W*YS87F&\UH%MF=-.0I5U>8,LS"UQQ#L\$'2B=L MR1
)4? N!18U.E5:IW5?WJZG'*Z=\$&Q(W1V4*%07*5B2.D VE^JIO)A*TT\ H
M9+5DE[P;PX8MRQ1MHD\N26X)\$/P4472\$4?)KX\2HF39ZV50;[KN/-YHK6V M+'[4?V]
(^W;VB:.*2MAQ7J30)Q-*B7 ^G&(MA+RB=(GTZR8[M%O->MU'3%K"Z\G1?
%JE(HC\O(GU MAM)W_R"T\QOW!)!@%|;AFM+,7"VE,"" E>
<#_|K:CC_!O./TSR7BG#T3#,R2N5Z'GA*8)%78/P
M4#M0(T(*NF3Z22V9/QFNKO*F/IT^;,GH+FC\#6W9'T'_^ZB\W7_ ^+>3 MTX-?
#X|. #OJ^T+X1J\N"=J T5NP)2C5IDJR<7EU\4..SC]>.@;+|Y/)"HJJ0JT!94)0@H!CW)HV#@

{#&J.P=79:(JP' M8*K*=@/7@#36:HN4(W%%MI2)!#YI#U&H*&HJ
(3200ZT'5Y^"HN>4S'M9;VN> M=I&X\$ 91)(K)%L?'*I\$ _""4GB,B|E.*@UVY'B|%,?
[-\$K#1.F MY# R2+(0P%E14)^<)D(.'QWW16%^,F':%HH^>80.)&_7W-
J)SUBEDGLR(HUY M2%=RB@5%A"@JY:H|< BUUUK)HF1"R4S>9="

!2HK%@,Z;M%X3M.Y*WEH>.?N MT>!P(),D>RT12BJEME0K8KA3VQBQD0*U
;514/IM/TG|^F(Q(B&?+LX7-ZB[\$3Z4E104ZUL9@,E=>UFN< M)2NMDBC6M79 ;2#?
^CK&/2@H5E*)2WZ1\$<3?9?SVIYACSK9SSUOLJ2Q?50?D@&:X=|QEDUHS284.9L* @
MV#@CLR*8<-FP,VA|9/%W51Z'BPB=, ^|=EHS&;| Q^G%:XRU&W(_7 |G8?0.
MPPR/XVCX?ME:-2AH2G04(W-F2*-C2A"L) 3EYZR*LZTJU0*T'6)U/<2H8Z
MX\$DS>2%A1A+7_ *6/ZK8LXWS -;.<8P)*K00H;@O\$|,F9!.-Y2(YKW;I%X@F0
M^M3;U\$I'6G*AI6CK"%!?)F|CZ7'8| M"/MT|HJAX'3%HRX"N?UK.%@V:*/1P&0-*+51%*
<:!F3A#.?62F-B=_ '<_ NKR

MH\|P>=B2UFU/Y1Z60:RWHTTP('W1H&1:#!@HX!)EHV3>O."|BY!V8YM@?C 9 M:\$3|JA?
7%Q'/#6"?;X%EI'0H@@6K'"6KGA%8)0E(L3_6,J-,MG4T^B10JTB&
M_=\$DHRDGV@UTN5^:TLY95Q08),I'<&@%448*C0,/*)@,)K4^?7^J@KA)N^-U
M6+=X|_ #Z H'.M?N/&G!!!= N4#LX|Q1.%>LSYFYH%N/Q'T C#YEZEMR_WX/
MXW9\$;WF*>#\$9WX(B>-):P48TM2:WU\$0'Y,"Y*1U&)(J18-CP#LP|'F|;LSW MK::M*7A?*
W!;|">BY(I0BNB|;"FIZ'J4Y;<6#X:LZ2=T?@*QTKM<3X\$Y9P4\$&IU6=F@
M(0K*Z(1'49W+TL76X?*(/8IM6YM9#ID5C.).I|2@'U_7S+'7JT-ANI0(=Z
MHLM; &Y#|6:Z7:W/6^-!6-+FG=9;M/.Z(*.@5\$*0:FZ M>2 '4^&P=.*CB:+U\$?
M3Y;9F980092Y',|S"D)*6,?(M(X0SFL2(H%)D3| ME2G?AZA/.=:6,K%B'6\$35G16<;P!!E-
PRF<'1AH/BC%*^V3)X%,.I(8^~A) M'_JF|>9G.-IL(A-B-|RG)I>SD_"YMLCF\$*!
M7MJM"EX &I9*|D\$P MWSH|6@O-/J5EC86F.T:UJU!_F\$SG%
<97D^ET|JDFCP/G2I)UN(PU=?07\$P5| M,0Z<<#9SF4+BS404|'H4Z;56"ZV)7H|AS*,X?
P+2I:A3P\$#<.,HH1,Y0B@N M H4U'J7'S+%U2|X= +803"4.:@8E.VM= MI'B:&UWOM9-|
<\$A&,P>%;.V?5J|>|/;>N!HY?YQ^7V&BZ_,|@/H7UZS%^>|7+!S.V&)LND|9Q5'^L4
M\$%BD51H1A(W!"BQ%|.8|4AX" 'I_ AS7;|WYK8+8?*D3#./|>NYUH_J+|T|GIT
MQR")S\$3(!7*H>@H- 1G+.3LF;>4.29LW7?Q/7CZ%\AL)07-2-|1JJY9DE)Q
M#3YSLD/T5W#99"B1E|15G=K2NJBW=DZSV|E*W903MSNKB M=VZ"ZB|"&(B-E
MTV@=P2-*,?C?QKG=1)).O?MK+#V-Y6^0-.GLEP#SCS,Q>#N9Y\$ _#T6A0
MA|. @1PY%UFU#W",X(1FD>E|N)1+"TIKI_ ^_NT|J6!!BS>B*0-\$|YY&+|?QA%^
MD:R#/ZZ007^!C+R)|J\$|'+*+.TPD;PZ-@2((5&^BH&2L>2+Z-%Q|N BG00!"
MLZ*+SA8*-AYHWXD6N1)*DR.J?=YH\$+P7":3)224;DU*M"YE/P=1R"@*O-06F
M#,3"23.9JK?WLH%4ZOYX0_ ;6=(A>GS+8H+PG3MT:Y&|8>MP1KRHIP4/# _=8
MXGA3)MR|J\$?N RT1;18,BJX86|+N,&RP\$+F'<#*=?!P2=U|J_ GU6,^TO)?;|J^7(8C
MEF40N;L&_A80N.%S9!C06A':2 Y)R^A)%E7<#E10@>+NE>\$KD^1YX|OGMNROVOQ
M?#,A+,A%X,(C4G2M/25S/EB;1(S-SX17AZY/4>B/+Y|;LK^9
M>"Y1/"ZWT3X>;T7@&?;*L49!(6RMM-G<(5QP"0P&!\$Q-9_)U@\$: ?3H<^X\$\$
M_KD%ZCGB"@QHF);:3-W4KI*)\$+T5D!-2^NEDUJ7UA>=-XXK5Z4#_IZ9M-VFI-2&7!Y2
A^:.*= M%D;JYL.1UP2Q5XNG.Q:M77"QN:B=3_82^8,I\$JCYJ@)U??@W((<@LJP%1EQ,
M'E6%7(+/+8.B/8D(J6K8^5G@2J%XMM-JQ.+7A5'<"|J-APC0;2<@+\$(/98_
MR0/!"|LR%X+0US%<).>1Z0+:9)\$4NB)3ZQ49Z|"W9D#Z(V*^ MGA(Z0"\$D5|
(ZSIK;Y+5V)S|SE+BM;'QG+?(ZI&_8J'|@YQ31<4(3^/L+K9:|H
M%_74|K|7GP^,X#%FEJ#N ZJ#X04F(+A"@A47EHC=&M&X.606N/E5==R0NS=G5
MSELOYX/OUT/=>LR[6#L03&&!J0PIY5Q7|-4!593H9*%"0^&MY*VK20_!|2,\$ M=4HX0'-
D[89+- MI?7|L\$>!^1\$BM-8RTH8S+;9YWZ|P+F#|@O#-
N\$T4T0E3(M@2ZK5V|<%;30%H M'=Z@HP|VVXE+#Q2L5GS9FGWV/[1\$=,2"%J+Q-
@S'-3XZ'B|+;6]"6DP\$&QBK ME.">06:4D2B;*3>QSD#1R@6-
I83R1#?.=Y|>JVF"W3._"9\$;CL0)E"V2#.8Z M 9,,TC*N49D|:S!#D76Z@:CV*&0..1IA)+=1-
+^%|S D?>K*WY&K;,"2|BYJ

M+1H:Z;_|J.%P/AOXH!WW@4%)BRL*GC(IK%&P3(H+EZ3L8EW0=V%:163L/1|*9@-1"&FR
9%2E>HZSUNG!%G)4FK)D_ OF.T.>!FL5 M\$?(_B40JBEL-+Y6M%"W56XPZ:
<,S^4S&ZI25C Q9-|%DYU?JF|K0 MK51R8S^95'7\$O.?H.W-!9H/-.>9R&,V5"5+,100.
(6;6H^7V03OK.UHOY3 MO+S6|^RAN/A9'J*R>CCY4|"->Q:#KY, OGL#-/5='A3
;N.7A<#JE'"^J'GD.@/7CCG:84.AT; K%G>?A95VU;&;N44S|'"EI_ OIRKWSIN
M7|B)AVBD&&5"BF*9%)BMPR,=.%482,%020AVP436Y0V M|00);.\$A@M7|04(QHIZS)?
C^42^T*HZQBUKHTQZTL@U J9/O<;=V|CGX& 7 MS6!DJZ^FZ4,=BUQN;;L:;%0/)'
Q^I,7%YRW3,>"\$PGLRLE2|>Z00|T5#|'" MJ;ZY*6O+JQ;6Z|9_KZ.4WTW">. U64PK"Q

@OIX]10#!27#1:"^2+TZ0%V_ = M//E'J,9W%#QM1-Q.(J'#V>R*,"3!NSU8?:
"5XHK!*TY62]!%<%\$^ELB#:FUS MR5HWGP_P-%1]FJ'S#/%. U:U#G&^R+\$+/*E"W2,
M\$CA6))"T,9L<4]&V7I_T78#6K,7_T*ZD/8<:CJ+YZN+NV"@R33ZSZ*!@H4!&
MA!H,LPA&L>PU)F5*ZVD?C\!R(J3<6XM*\$[XT3U*.R^MA17N<9P-3N,@ED.LJ MF6RG-
M^MO>^>'QT>NZFG4TNP0!*L-:'G]4JR\$M*P*[Y7_6^O_-6MI76"93O!FWLSR.
MK6W^WK"LM*#4D9-F)R_KI5\$%7-4)|=J;)YNJ_K^.:U_S>7!RCCC233"SVK
MEP=FB[7,H[C8FKH_F9\$WB\(%U\$)!\$;INYS8.O&42DD)=4K AR-8';JM#UXM#
M@+82!:V-Z(A539K)<(S3,-J?3"GTWH^KK?D10N/-,-'HR8?6:7# B-&7;
MGDM6MV*P)Q7@D8?WXH9B-QQO1-\$VU:C9?'J5YE?36GLEX1HXK8HV\KH*INK?
M@E4%1!%UH9L1B3U=%;_ WV%[TDG?&S>VHV'Y'S#^F1(#7DT_C ;TI&D5OMX&3
ML;"0#0|@ Q2"(1|1]>ZQG0?BEY4GKLWEN2OE7'[TTCZED8SV/^*\$S#?A@-M2PV@PI?
F5)%YD6-MA9-Z]6ER-?N-8N31;.!11A-*77%7I-S&\#5971B2-00+
M/[3AWYP%+13^,%ZCR/?#=(H?A_CI)EOX\$*;O"<&<2@@H(J1L"4&G2"[K"BA>MM-
+&,JX%?U+GO_N*7A2'.J/[=M3MO)!S>/3W@Z/SX]/#@[.-*S@//*-5Z>8I M!H-
U+VSRX_+9*,"3 E!DJY!\$Z;!)7*U)7EG,?"J7N\$M<'DS'JG'S#7
ME0^S02Q9+=I>HF<%ZMKV>L4(T>OC\]/3@]/#K?.WI[^.K=P=[9V<'Y
MV,_A@4RE=75PM8I_E1_5;:S&\$)12>T&D/)."N M-INSNGM 0(HE.I1>%VRJTW-
EX'IQ=+"56#RV&*PM7YJO@GL[K2"4PB0:D8!G M4S:*FW%^?O,_N.F.R<,_P!&5.
J)U""2'/AD3BF_=K/Y]B!JT MU3WV]!%N6\L/LIQR5*Q@RZ& 4J*)JX(:!_@C\$ MUF?-
;E>J5F#759ESD-E25C>1RN^P30M05*M4)ICE9&@3/0.-
8;#4AD>M\$>UT8^V1].Q>J3AG8F4U>N(?[L-D4M1): M
S,J42)=#\$04Y#309"L,_;#Y;)O5(.L|B+%*YA!%>UDN#[=XN0S8_+>!(D8
M1.MK!2V"F.>RS0WD9^U@9AT6/9]JCG7284(#.9<"2B."BQ(!HV=2,181VQ_-#
M_3SVN0!/ZI2%G1>;3DZ/3PY.S__R;N]6F=Y??:OOQ^>U'L!&Y>2GGQBJT+1 M>J
W*@.=3">7.)U_/AF%<>V(J.NF+FNEN(9X,5G#
ML6B9SAW<17X4G@:WKQ]^J M)@9A1.1I> RZS)8#H&WL0\$P:\$47KNHT\ZP[9U'
M:R8G#JRS;L649E[L5D%IE2'QCZ(P4)@RQ(>J]LP3DO@ EF>8A!V]2Z
M';,5[+VX:=&Y]#T+ISMW@GO[Y#K.#NL=N+.C,*V#^#{BQ@[PNT]KY?Q6!{F1
MXWO@8M4HLC[?]"_*>C)Q--A&89;->;E9WO+9+.H(J/9+UD-1>8#D(K2<+:/6/]W@=
<6+:/F!&_I.9!+ MQRQCH%5P%)9JL@B92^"L*!-KI7B%:84[]=/OKYWJG&KZ;?<
+M.B6;LE9N36 M)E?CVTCMC4:33W5JQ9O)=#E-K;:"7%-@P!6%4D8QR"9%8H:SX!GC8-
\$I(9UU-M&=U.=65-!'H5K/RSJ\$^70K;3\$.E-&\$['_D97."GGDWD8G5R/A-N?C&?#O)AC
M!/F?3|-XMAS"WB22VO2E701<30C075SV&!A|\$KDNQ@/;:&@6S(#@?L")0>? MA.),A-
8'A.O U^'6SJ6/(EV720@+VED.*CH-P5L%I/TNI((87.OI#\$_!U/- MIHTLK;&>+O<(KCJ-
A#'(4H+PNO4NCV)AZ%,Q M?6?BL14CFHG#&NC6NL;||U%N5F=?[(@-A:#\$,G1#TJ)+'
K(5AN0?F2P/., M%(-(\$XQ*F+%U/TI#VLT5WEG00A<[-
H*!YLC*LM;|S";P+E%6Q_DZ^I&GH7NA;34R;KP6[NC10T3G-9
MP2HM06'VX%5R(&/0AEEAC'DZ/6|-2*]ZC3N7MUMI\ZZ9V**>M E]ZD*]J_EL
M'L;UA'_YA+UZ\$V%6EQ=RS1V#5\$RL^QP,N\$">2\$?-T\$B=J KS8=K"U*=8LE?2
MV!UGG\N9WYIYJYKE0L? Y8# ?K)8)R).HA!@|Q%6F,TIQGT^/SN-8], \$T+P(NO# 1Y-
FMJ!DH_MR(I9:<&E0"Y.^!C]"Z6UEVP[;H>=EJ9U*_0M:X2WGIL0BQ[:;1]<'X6<
MA,^+_%BI8D*.#DPN>+UFS48!.0C-BT:JO7UYITB^->M_5)7=J*62\UZ6@R
M3O>P7*R4&Q0AA=!(R"B[F'E+5B);#^AONSZTXCP>JE MTMSL CV?]SZX:PY3C
LB7%E^!@A2:|KE=&:N*;,)#B:U-|J%T."?W9E M:2!0?6N-6NSF.8ZCX?O%
<[Z:@X%1.:L<,C")=6&'MA"=\$6-C0Q&"2":(YRDC0701#[J_-N'C
Q<<0H8"U,:5*XWQ\$(AI^B*3LG(+)IW MCNP4P34G3O_|RM_,>NE)MU/PI91) ^98-
=U0I>H,]1R@JB8_.F3)Z1=3,V0-M?N|K5Z,YO[9M.:%2/4\WKH^8UH;8S2->?
D0Q4B@| "R!Q8K+P3AZ)Y>&|,]MG+V84]XGL>^?
=/32.5P7M(WRA:&L,ZE4!*5%O2EB+;:/0=S"1*BM"="R0TH2CW U34,V"TLQXX;: 3.W"V
MFXI2+|W.K7K-;6]5U&@ (J,>A:R38REA)43 ")53R#\$,%;#;KUB.J.D&DY\WJ/XLN
M;"8X/=6!FP:NV8"96\$LP#\$QVM8AO.81L)5@FDQ&_-H=J[GBZA[
M%9Y>:L+C|UH*=RG[;(C2==2OK"O)@86!=0)<.<
MD\$_O"]P9N'U8.=HS1>BMM/32=RR*!5]/N*H'E(J4L@".M6I,")IB,D\$8")R
M)K!N|VR|\$Z)SI-8|?EG4)5^"E00]>31\$36^9&^4,V!2J@O#:KWG(RGA.[
MZAW\N==D0PP[X<>O*YW&I M;S[_\$,::CP)LC MT:OQ!3U6F14LU@ZEJ?
D&TD\$00IBD\$60HMK[3@J_-729JRTR(I0C6YJ./NR1^ M(-G|I;+UFY_"L1"#SV X M85E"
(./4^KKJX]<=ML/EICU3H0ZE> V)R;H-DSEPV:MZNSCS+#SI0>OZS0-@ M]E;/F..?
VL(MB5W,]=VAN/A9'HTF>.7,@O))JUGA M,M?#K-

:UB/M0J"E.:L;U+8G=C.FW\$;IUXUCX@:3!^Z4(&JB61U0IL-&"NR1
ME119ZYF>#T/2I^BB\$Y7?D.C=+T\|. #H\|#ZJ"C.;M;5GQR?G9>G!^>'M15
M9*.C@{>')Z?;;Y-;>U7-%NOMAURC8*&UW6W'N97.*_S&OI 5RE#4/)WF8 MKC_=GU"*
(P2I:U!Z%CS""[(G/KEMY58=06_MQ_3YV1F.:8 M3W%^-1T?C^MGUZ76'%/B*49
CJ0@VFAPD6>PKDB>1! NM79'Z\#7JYI2)\+U MK2'KC'O-
MJ"&^RMP7R.C%Z+T.;/1,M2&=QT*UQE./PX3+E /DFFK> #FZ^Y %PJ\$8@0%EI0*!%>X
M2JVWF'P7H#YU6C^3_&S*GLY#J(.JTZ/#H[=G)P>G9[_NG1YL'(@_JJ!6X?9*
M@#8*JO^QD\$3,>QJQ&M[CT=5%Q.EQ>3T<7=&G9Q|"N99;TX|*O"LK!%@3,VZ
MDW;@6""IR386G0JEY*TK6VN"N*W!>>1UJ|S*LR&:4 A&>D'!6A6ADST<-7A
M<@W9^|R"8:F(UFLJUP*P3S7 +F7M6{O4'1>;>;#<9IB;7P/H^LJ\$PO@|N;S
MZ3!>S>MAQOGD:#+^2,'=#7G^,9Q_>#.9%APN?OYZ^'&8R0S;|IQ+Y-EKT!(3
M*"XE1\$^&/"7!G9"4-)361?26\W|V>+2WO_|M;
[_^VSL_6!:.JHJ|.SDJ|^+66E/Y^|K@S>'^X>:'7QN|I96?WA[%1DY|T1Y=
M%V=,|0,!.OR()>3"ZQQ^V+T-'GX8|"<4CF4)8DDL0T2UG6RCZY*&,"|*M^S;
{Y58S)_TJJ\$|QC<)>L1M"F M)2FF@.@UN.-
H++VZ(WP\$7>HI1V@V"=7WYF|_PCBLQ,=61F%KJB_PC*9XN/4 M^8JMS"5@B!J,"&01"
(PALP+A>=I?(AM"Y'/Q>NO:I,/JO:J\$B=J(-%.@3 M2Z_GOJ7/MQ:E\$0\$6_QK=-
,,|84Q.D1SK?V/^_9*RC#.#"X^F[X7]=#?/BZU\ (M("OS#.\$4!+E\$ 4).%%
|C#|CV1A7#YYVJ%({1K|7,J. ?55D&J:?
#R|NPW!;P5^>>1PN,N^%C3BIQR*3|>'X>V1;6AI"B#X:7=7RP/6O MW||3 Y>\$S&F*RT-
2KO+|^I/@19(E7D6L18IVA+I:E.2U/F1^ # (3 MB_X#|7ORS^N?YC_YZ._
M\$_. 9LZY7Z: _O?W3<7_9'^)CV2_|H=W'^,GN/:D/QQ/_ ##>00! ?GR:W_ ^M&O7+|)?
XI^/^7|?3? _^NB7XR5=#&(?RT|B_*)|+XLR(V01@*G?WESW'Z^=_ MUT_|S23G1W'4#.
"|D_S;W^_. 'N,M#^<_) +ZU|_| ^87/Q@@XND3)E_|P|J^ M'O>O/P|@|;/(|@KT2^&7\$ "I N?
+4|96|,GQ#(*X\$(/A3&!:5|2X|.G| M8[Y] %DF0_1:|@.,*H)|9OGWL.Y /D0
M87ED|P<.+S:C(:ZU?XG-J2|3B*_ .WW||?W?V^L7EF|O|GX^_8_?C^|_|
^)M(RH+M:|3F#L|^|X8D"S|8;^L/^_P MX_P%!6N+HX\$_)S!.,%N8%D &3?
SFCP9E66QN|3CP_0;3G_9NQN3*^|^|CQ/< MH|IVAG#
'HZ&8B4"6)C|D2*F\$G@EA\$!7D3M MK 4?VAK3%,&WX|DCS(O18F3S&;C31H)'S755?
4Z::F*<:0I!_Q3,THP0ML) M?S5=%OX:|!T8TM|^GHQNX.Z'S7""K'XSF+X0YRM'-?|_T)U|?
-=>? MFR%^+|_XLX_"\$1D\$6\$=20E-)@C;\$RI (4R9F"R(SQ|HBQC) %7FR9G-?PYLG
M*H59_86^#(*|3|>EK4#U'I@;E=BP%%!%|JPT|9P8'_%-6U)O3-*
M4)=XMER2D(1\$|L'8CE'SXMJ*:2,W+LEMM|SH<(WENCAF;" +L%M@, *Y;H8?
M)TW|UV|3 |5GHHY.RT|YXK(8!RQ9;|1V"#UY9&65G|CT#4U/PRJ_ZQVBLH
MIZDIV<>|HONJ^G(\$?GPS^CJ%-\$,W|Y:T|X%XH1ZCFCD|CM@7BM.0&NI5=&6-BU
M)_Q*,*>@^CJ2;F&VOTAI*DP_^.#|Z6SXRG_N3_Q@#BX;B6N9MD3+'(GT:#+; M+
2AU(|D)C,??64:K 5T"E2H)_ "=.#|TN\$")C@^2&-|U#;?SU&%)&W('K;%W@M!C#?7-
X,2I#^??()1 M&?\$(\$/A4;Z0N<#6-S#7.@#,\$3,4&DP)@60M#:B|*VX\$Z!
M'^UHX%CY+Z4>=|,2Y@|"I85_<74VG, (QI/%OF8-&|I21XRD4HJXH/.N*| %
MDR)WP4A>F27K|)P";:K)^S\$7U+Y<0%X6\$P=>P^S_ SV9V|J=F@,|?SV1Q@<#? M-
J,_"CULG1>QYP0I\$/+5Z(#98&A|8,BD-S=7.9KAYIVA-@|8RJ'*|M4200.MR&-P.
(#!33E:_M",H*?3\$;|<#;I0;G+9OELZ#'%&9.9\$:6(M"R1J M&8VG-E%5/V! ? WGW?
&N5((_BH)UKM|W8R,=/'A&=WTS*47T91L^PF'4TB;@@ M I%),D
O.VMI&| #L|AZF;)EIPHI8X^S.,O:1RIL\$YHAA%@|VA MK89+N"<<336?&-#\$:U-
D)9C3YD<=';3@9|V'R,QSTJH('\$%='!:"+! M N|OB1&5-6|Q,GE&76TK^3Z
TR;|TV7=AK=T|RCS6X\$">"Z?%RQ|U&'=J!U
M0'+PZ#A0|/5"0/19@@C61,F5:),I.R/^CJC5KC9;|;6HU|&.\$65I'_)L)B
M2'0|B(V>\$J>SR#)'ZIWNE'X_&%=59X|)IELDV<6F^0&"|A#0;HLI.>| #|;HE758^/*6CVI>"
I7PU|JHY="YR(-Q* MM">%19?4"\$5H\$%%EHZ2'VBMCI,;Z;4H?&R|>4|^V1?
W719607L(00YE|&."8 M7J3_NAE/2N!Q
7YI2.8#ND_#22|^+K/@0\$#CX%#NBCB%FTPPCM)\$HQ/5SX3;
M&LOW2?).&?"8V>ZIS,:054,J<_ \$U3K|O.#N_P' <^\$\$_JR&|&A=TA6,MQF4
M9,E&)|RA%\$GR|>*[S2I>CPJ71(LWOM\$X|?^L|E- M(|TS:V@AR,;?
WO2T2=RB3"&30U4'HRTL B+LQ=M MTD1&C1(JYR;<>^H-N!1-
;N;8;#>8H|VOM06VA&M|GUVLP/P/|B|59!EX#@)
M.%\$LE+AJ\$S&@.)\$L2MRGR8#VX^M>)=D7Y73*MEM:6\$&WOK4TL,2CNQ|9/(-MBF9
M%|!>-27Q:?*I23TIG)\$@+/%*EYO^6A;J'">T.1%<%9FVR995N#ZCEA30S-+ MZ+/W*
<>=5SN^;%;D74|9'QZNCA> @QGW)_11E_Z\$6;+Z07\$YFJFQ>F0>YEE

MK@1D8AU%"28T#!\$%)TXRIQ2CP8?ZZ?'MCNFT:7M4C%A"^2>?N>#7BPJGKJHZ
M_F@*Y#R_*,(:WR99G0W0!3-?H5?3QS?.+'%09+&2Y)J1C?9&(135CCBF.!H
M!G@1C=D8^7CJVT^3;UVI8PF%GGQF@E^O^U!0QS"-438#7RR Z)*WP2OB>\$8K
ML>076P6(*&?!DS%&,[F1&X|>>|)*WT^2[2Y]S%I;S+F&W=(M.6HU|
(!%*I@(#D1_531D+2S)C,-/#:R4<|A;|9<:'|<|+A/M(9T/;|Y_/#M_'^=B_-?
GF_9NW9YS|ADI%=?8;6:72.LL.G8:S^TT?T&,8P02=AV*8W?^+*9Y+M1/2'_60=
|>W(E06246>B2E5.:2,B3C0#I\$MISK7S0&OB7_-?>?HD+*_|
MXU)HY@9GT*RJB97)F6PH45KBG(:@<6?'"8Z!_DZJT#;53CVM_KRKXD\$'8^Q#
MIZ5[=1]+M:.*+VZ&5,5WBOYJ6W##*2D*\$Q=A)F_XO^D,ZIV>'_Y_MDD/5)SH_(Q!?
8=Y7,RU4NR7#AKI&77)A%UFWP(\$/,Y',UL%O_M%L_Y[6D?K78>@+A0|(%\$?(Q-+U-
|&X6B4J7*7-B\$J?L@21WM-2V*OH5KQYMV_MS660<<324EYF!XI":NU*4"
<197(V("5CNO:)|Q-@G@B!VE90"|M-*>.=;@9P_MGM_-#
FPY%WO@'00\$S=)J%A,L\$;ED@V;AB2LIH<8J:C-P7!AJQS_W8:JWSJQXT_CEUV|^,7|
M%##GG1*\$2VEP,3:1."?L-'Z=+35&LMKUFYX\$M*M_3U7FK%Y-VE+1|01KMAG?
MS,4(6GCJ,HG:IW+|U1+'K\$>3C|J'O_M|"RB"UL@:BVD|Q#-H8(Y|>AO#4WV\$'XWM.
EKS6H<^/M&N9D[2/9KNBP,9QS*#;L(O.663#W_QQDM+Z-
(!%*M,TCT|3;4DK5;)HCS2G8_MVF=;CU\$3S=K5/T\$P58,UHQ'D|Z'49-NXN1|,-
FS)9>YF,*=W\$J"W_M'R,.SV=-J:9,MKW<-38@-S1.,Y_MT|)"T)765VSY'2H|%
|E65#9^_3IH@A_|.O#C|07TA|D9Q:G#.O|UXN7-
M&)WS|:)RMK514RHD85&7:)|RY9H*)_AS!X&ID'GNZV|8K:J9I6:RM_MU(.=5|+
=P/HXBU/,VJ|HD+S.2,D\$W#/,A.GC2+"2=#=8%CO6%F!;BA%| ^3
'SV5J1#"NPMY38.W;X!E:Q2W'Z/7:Z)H|,M+*Z+Q'=I%:LM'1|?BK?ME-5RQK?
1;AUC8)I.?UR#6NQ2>^O_M<=S?8)J3>QM0%?
WTE4"Z|]/WU5#3EG@K>^FKP:\$'RB&*0&)*Z+.DS(@O[52!_MLA_C<">WNT=T7#I?
XZ5WHO)=I%IW.W|;|XTG"S3S34=X7*X2|42!!R)+B3BO_M<+A"
<0"98I1QKV%E8KG4B&\$0W&V9WQB_|X7R^_OH1A_'3M_M1_^:+C-
"6&5YZ0W&5\$1N,5.*;W!"-4/7"6J: ^<6;L)T^G98*|IHH?|I8WP+M=/.9L@V^EB(GF|
=)IA25Z,;Z5)!9TL.@|P&LD#X|J13\$7I9URJ'4B-_J='MC(#XJ*I|H>8P=-
D0B#DL6W;10ALMA6-L;H:3|05\$Z'|I: ^FB7:4UI06+)%:.#M)Y)K-
'Y#%#S)TM0M9XN;:L(\$22/I6@-|F_T|5O>'1.C=T-MC_:9L8/8VV#\$W"|-'!\$19
E*Z6@TT2SA6AF|(9[R1\$##(99[W/MZRX;(!V!_M|?%4|3VD1479MV!^+
(Y|H|5)QS,9EYD0@E?,^X#6=RFRS6-\$4XN5_-&?--7=1_MVE2|_/H**.
^/V5%#%RUTB%H&:U;)=C\$_M@'8DN&Q\$=QAS(|JMR"OOKH87M_M9C-
0Z3/!DT)-19GB4A/-! !%<&J)96T=H;SH&(LL\$8.0Q/=A%_W=.PW_RX_M0;"M;/DT,JJ"
|HJH^;V<:X^/U)!*Y:0"?&C'K";R?4L1K_MPR2L8Z8TDA:2J8(NG:&&),HNF\$.O*Y?C'@7A-
+3=_933|4|B&\$|PN4-I_MO/+C3R^&T_|K9;6_ ^\$')\$.X%
<#Y+J0A:9X'(4CS)YXRN>@#E6(P^B=J|+#9A_M.C'"5%5!"WM%-)X@_ZZ_K#2LET\$2%
|TA5*?KWTPS+8>_M6|V|Y|2H44WT%;-X_PS|Q?7TQ/\$|W_M93PNOM-
>1J"1+W34E<<="T=O^T.:Z|F'47(W|J)?@|#/I7TQ5N_M/_NP7CI)EY:J*9-
0RLQ*;@/2DFL2\$R0NLP4_YUAW1%M|B7_FF4."T328PF_M*41*@MLPMM|_N4LQDN.IA-
V/^:2>?7)CZYPUP-GM/6)-MXP)72EM)|HBE#+|S2F<3:>
/#U^6|2CK7G\$BRJ|JR271K|8*W'Y|VMi673V_M_NWYQ6|O+L_.WS^YUNWJ1U4J>
|LEUCTKX\$YOJ\$RO#U_Y|(9;7CUL7|U|. =^M|.5G\$9U+-J'5X4L=Z114EG-
I\$+3\$#3N#@)=_JDBB3Y)AG:CUGZ;VSX|OWB/_MJ7_|R*F/_HZ^%IN|9M!QRYM|
<2\$_'4@EW?1F&(")S(3*2!2N7^RTC@6=*M@LCF3;UDQ6.O9%-
/X|L(MVZRT&53>HW/1|5H_MA>,32SI\$PI2B:,>C/V4C|^BU9|Y4%,*
|S87LECSXT/5L=I)R4TU\$=:_,7S1-
MGC86'M|_IOO6BV%ZW32CVW)YH')R4992/:9D&.%I'\$|BE*!8+@Q9;'9|SP
MDNX464|32NRJSL-Y|@0SQVX.2B=5=*,H@/,&"=2*"#!94U2U"H|R!*INZU"
MESR_4UU65<CO>XK0594NAB9#-JX|_E/N-!)22/B0;,FJ&4\$Z\$R2:5LM'DYQ
M>TOXD()ZZ:GHT'A40LG.*J.AH.9D,Q'H-),DI/0JF2W*N!|#+*NHK+V\$M5#&-
"+_N+Q:J#K6OM;06/E4^=;7T_MJ_8@DP_VXCX-K*17@|()+KPD)BJK",V;A\$0/UR!Q+IVR%
|2J5S)_M;%^17*_MZ>WG3_WH|_|.+FMFK"\$X0I4H+0|H=
<4@|XH74,EL#>KM,S@U5TE8"^/XB007T_M49LDLX'>A|2XMKD%J(IE%%
<"Z;Z,8B5%-6U)N7(UQ=7@@!K.RN5794H==|)+M;Q=?|ME&R7-@
M)6D>3C4OV:;HI=:GX7X5;4^+2.R^AK|_>/OKECB'^Y:K|_|G_B3;/S#W<*OGM?
MT7Z*@F^V4MJ_ME6L>O|D9-9|7%|XT8|
(E\$PCG%,%'FHGS%*WU4BHP6*G!;)/5/OV%RWG_G<|;@_M70*KO.*^&/?|!Q^+_3\$'DQ

^!H(-<(1Z3E:FL\$ZM.L+44J"<(+CB<:;!8!AT>/M?
5XI8[F]6/AY;C^C[|YY:T%0'/%I@NXLH;\$37T@G|>F2'.7*QJA9%+9TA<+= "G@F5,DCLM,;Z
(->@R89C^@.R9 ?Y M5SY>@G\$_X?
+9JX;/V#Y7*0M1CK<12V"9!#1>B35,>4%Q^WQXH6&Y?'M8[L_
MM*!I|J:20%JIN'!|C=LJXID>U\$S'V"1YHC;A\$73KC;F9R)4!K-U.PM|>3-ML=[Q&(W*5%
(++W_|Hf9:5-%&YN=%C1'?:QM,%8/RJW!T'Y.OH.:U*M|)#MP*TO#<+<-.V7:L9)%
(4HW%U;|9%P;M=20A6>91;LE+XF&M^5SG>1:PN.P#DN ME'YZ8>+;(V@1J67>H-DB
\$U:@; "XY2DX\$W00*"NG9>[DJW\$.GIX>[V" MD%LP%:?
%Y>:W0MX,^M?|X3>Y."D;7I)9DS*EH)IKQ@\$[F_!0!#6 LA0F0%K M 9T #^H)O(65X
(F_='T_/'#P JOZVHG2\$8\$J4F,G.-X32!H%UL2;-)NO-80 M:|
@.9+OSSRLJ)D6JIX|1K7H|H%KI9BC:LP'2,*6\$-O&ZFPA|f6406=5-9 M-=0FA
M?;/MPQLA%310L?|6^@ZHVX#Z;HO[Z2AK3HQ/T6|E<-3J|I|(ZRSAD7*.)
MS(:58'T@H%-V)B T72,^==3-M^NK?!>IUCV(7-91VD6I,U.4:)0OD30;8CT3 M1
FAD|).2|&Y|1-|>2=KKFV_O(JJZ-XF7|L6D8*Q4I+\$RIWV8!2:#Z+<M1/%H[R855-BB%.
(1-|)^HNKV%E873>@>MG>-QFK-P1 A(!I5*F_&'2IN0J^
MQ,4I;:\$6^U\$UWSZ|7=:*MEJHD;FQ,^PV^'XTXWZR1G=MK_P4=72R"#W "<(% M"
IG"J,E><(E\$@3-Q)J@.*<?P(G09=JFW&WRI9=M-!&+2\$ _@/&|P.=|6;0J
M)%!/>=1\$@@\$B.1I WM%(*//6<).XJH|>M!3(\$73"W\$M?#VL+|2WL=AH,K6P)
MZZP+RBI)T&[*I;5-):7="L7HDJ|>ZG#7<_ST>G ?M8GR)!VU4,5Y7>08;:#|
MZ,F|HPIWZ+S|%/EW88G<@^BE3P(R)3PP7/P0+?\$|*X*K.4Y*"PVF|N'X<^K)
MW18S=A%|&XS8T!=:<8\$|GP,2,=|4;AIP6H@2-4@4G+*^K|SG/JR;V3^G;L MR;V+
|f%LP1Z9=L&|BY&:\$&^NK9CQY,4SX,QA|F\$R@,7 MG\$H1-J<*W?
9MIZO|_03;PC|P_J:@*\$,002^*6;2PF'J2Z8U=V4(VY4=@!"M:VV+B)E|_O|6J5D5ED2(Z+#1.
MRI,,CHO:%|J.H|7R ;A331%U:U2|)=,8N.7D)L13"|#P=0T1^Y"R87W\$3AS M:(J73M
B2N)QM20AJN1+&VC_ \$;|9/T|3E+K=25;L3;1K#S&MXY8#ZTM;KCE-MQ(:
<\$ \$MRQ.882::B%%?0QKG-F6"/GNJBMU/?A4+ ^#7KRB6|V\$Y|3|/'W&L M_M7
C_PK/^CGTAK0O_5EX).O/9YQ9%H8I!MZ0&AOEVKP/A)%K55&7T1S%/_F*0_:#P9L_/A-
P##W<2[RR"8BU M# '<6B)9X9WTQ.QVWTC'W<,^N<\$E|&9*39\$1%X5?;
|&PV|=9UFM.O@B9448I; M%*Y-EF5-6(I&N9RDY)O|9QQ)E^)^NYW|JN;:0*|
H5O>JN0|SR@4K0F0|:T3@ MVFJB@RD%R|)%
<|90'PB\$ \$L*I<37"5EX7MT9TD>5I64@OGF|>+VC|'_0F|;OX8 M|D2*F:%'0I+AN*
%&8F/Z+9(CBU*10-:I^_/T9QT0384^A+@D;|'%W|"D,8 M^<&K9H3#1V(N-
C8J&001"Y)80A_&'!.)4N29A9,MC|S+:S'Y0|_2?56DN42 M|,*6&MV_?G-Q|H|7EV?
>|/V|/V+|Z.7KP|>_ Q|N+WTE+^XTL_|,('S! M3)8VE1_WKS|/-G!@|JU?|B;T@>I^?
7N#Q:|I7)T^/+KWR%=E4-#&.,LG?|M+,(^*63 M"9XP9S.:7>7)N\$JZ;|7X%4&F6O|.V-
IN+RAY|(ZM/8>NQ|N(4=B::7G9_|M5&25)G^@V8,Z6|_3T8W1\$
MB%":\$DM'G+>&:4A^=*2T6U5R74'TBY'TG5^X;'1I*FNKA9.|AZC6J3J;H&K
MI53#59@.DVE80V;J;""T+LDA7.116J M1+),RPRI|L6H)3!A
/|"KB5=6%A,MVQ<5Q.K|XUX_&MY30--Z(QI_ZGV=Y
MU\HRREG)2!*EV584)'B62U|+ %ZWDP%SMG>-I2'J8K5VKNV*JT8/>|_6X@;' M%L#:-6L?
@SJ,7=N%9I?;.I74THANP1@|B* @R.T)/C+Z#P)+&8"7B69(T/C1*FLB-MY|X63OE?
BF0@|D^ ^RKJ82|KWE)NP>1=-@U*GNV4|((:IV,,1+%R3%^*|#G! M!/'<

*D?;"ZT_QO/#E&E'=14391|CNR^'^23:EM+-LLZ7,=CMCQ-BROI M44D%K3I?
2S#:.8+EV-!,O?.E%F24)U@.ASDE<;AE3JG;J3??T>(*5TCX|=I%|
M"ZQX,X31U==YAL|=T,4=118+F|MH.|-
MDWJZ>|C+M9K@6|f4WC8CP,WSS9_QDQ|>W0Y|42W%))-|J14M.2,R<4<|A%2"
MUQQ\$3)'|6)D5:P&=\$"OJ";|5'>362CO/=S|L=PHG+ZZ;F^'D?3,YS|E|O\$*)
MC">OFD'A^<@/>B&5'..RD'*8Z#X'^^D)3X8R#0QFVUM3Z<&|D-RK'8N1.=Z
M;-676CJ&=WT?IA==HXCV90H&\$6XY3BQDJ'\$9^V)Q!E,9;(J>MTM|?'&_AUQ
MLAU|KEPC.TY\$LGZ8O;C+!Z|N.28.,=6;+*NF8 M<%LN;1FU*.5L09\$(7K*8<*>.)<^?
MT'6_2';RZ/U+,LQO*M3S2+J"1MN1"> M\$T:E+7/- \$2MS)"E\$;7CBRLG:)?
V|&UWW.8_5^+K_05PGE#CR9\$@N8P;:-%\$@
M!0Z%46)H!N1D| %EI1KFOO4(<5S+DL=)FN^3(7=3791|<-KB^Y^3(G?2V;4+<
M4X3>:7*D=M9*(XFF&;Ti8R5Z|E(3RHV*D44TK6N73GH.R9&M<&\$761|H.=)S
M\$XRSFF2C1&GJK8E7F1/T;404E#MCZ@=)GE5RY"XZ?\$)RY"X*Z"@Y,GJ/T|\$%
MHH(L18MOR*6J"_K93'%N@|?52V\$=>7+D'AS85|=)4?>'C|Q8;T"&@C7%L=J
M52".1TFRS#D\$J;R%VK5YCS\$(X)E8I-54V4)ZX|JCBVVP_<@6V%F+NYP'/T4%

M76<+I*QLEH81D;S'W1\$,L2\$ZXF-PDH9((7_?V0*ML6,7R7>>+1"HR@PB\$-R9 M\$Y'EO-
HGB|_%9*AV2KOJ?6V>4|_3KK;*5M@%|WGRV0F,Z@&.&1&2(H:7:
MM29@P&BM.3,/Z_IJ5JD"^["BGN"/Y|/(9|2"L6AR29 E1Y<1:X0D+C*J678L
MV_;VEN=PV><9V|"5U=|"+NWJ;/1M@/VX_%-+LUO?YGB*6CJ|_&UE9SQ0(PR MN
H;B.3C9Q)R*BGH5H-OZ=K|/|/TPY==M%&9Y=_E.|2.1F(C8(3*3(<:@D' M35-
..4J==V&EQ '/CQN)_|D\$KOAAM.;T?O,99#FN:'2;|H2O\$'(1S->S_#Z2SX6P\$9T-X,
(87PS3+YIMU M)9D)X':@I1SD)8Q+_<,RV!R5MIX8D4I.|IU(CY82B@-1G 59:S>';73 7Z7
MU#|<18XE|W.Q5;64|OGP|9WD>|X=4_4DSSNF:AUL-A17P:@S>JNE=U8P@2A<
M#\$6,5M"/4(J+A'OZJ=OSGQP%SRWAD8BE\$9C..+4"SX;@B9P-CC0;\$7MH.H# M"-
TG0CY-IZM7G|TE>>C41/RZ34U(_0CCV27\$R*.G)A.A2Q.F%W\$!\$D+9TZP
MY#1.S';|/9#U!04TM055T|OZ!6=P W@+.|MC11OT=(A!40>:KM+>' MP#K0(|.66\$
7,M.,JQ\$5BI1N.<19'6UR2O(M*HQWI|5@9GVU;>+G"JJ+19+ M.;7O"KZDN/1I/?J9C2"8?
PZ92%U(3C#/#6&V!&EHR;L# M8+C|!U%^C3=J@ Q/OB>I8.?
|K3V|)W/>??;2WX5DXOB\$'/OO6 PQ|_|I>8V MF+8X.;F=D_-WS2?E_-|.6:D&2|?
|Y'|.:5H2;HHY%9+|+&I>|6VVKZV=Y%H&UI^|_M%3| HE<6-(D8/1 8=B+<: MB
&FN+3,N+ NFV-GK>(|N|M^LQ9V*0CU!!9TG 5L6&83%
M|5.RDEC&+'&2JFRE=JOZ7M_S2@)NC1V|2+|S)&#-!OZ;2Z)OA2R%BBP)7\$OB
ML_0T1^BNYV2@'<1? OFQ:)|_6">|?%?|UJK|_|D^F)W^)^ M%0BF@S4DE*
(PLC0/#"H:PDO!%NN!;ZA|@6TCJ!-B1UT%M+!N/A6QH|_^-B M|IUV)D>|-G4V@A'I\$OI)
(5-2N5722|5IJ\$V.=7A.B!;5Q-|J9;2=<@-E3DX#
MVN&1.5SJ4J3\$AXSNM?;4>|6+M^#&5=?286;*|A-QM@/U(Y*ZE MV:TS1NQVZ|**
MSA*YK19>*!>(YFA6X?|)B;>^|*:XGWJG%0NU*T8=?2+W3HK:*I%[%RFWX.B|
M:X97:&E?OX8P-=&F)&>@J5=2\$<>*@59:E7AF\$XG49N:%89;53L)>AN,4|V|MY?
M8YZJVSA>'|EN@:LF46(|H.;\$ _AK;0(\$|Q-W"VK|"'5?)<0ZA9,S@0F>= M)\$YH7*7 *\$.=9|
|7M@^Z),\$&XZ K#NPBY;H981|AV&|&|YL)C%_? *="+BX6
MA6@4=YQHPS4N=GZ.;P,D,R9S|,HH|4#02|+|"5CV|^ZV|AN";NE)K|33T?3.|
M;H8P|.;O"!-%ZP>S.P<|)06EF4>BN\$1#@V>/0P.+EHSW/G+-@J_=#7T+6(<,
M3;VKG)A=1_8MT./WX0C|H%Q.63@XY-|Q<|+;S*<"Z2&"/.|N|H"5DRPB2U M/(9D?:Q-
C0V0GC|M:L|JZWH6^|SC|Z6O+^1\$N%-(|5#BNNC(H,5,7(&S|MIT0"VW&FE_L-
!&9R)%E|EXTXY(BM|YS1/1RD&FN!4S6=ML787E ME-BSAY1;S?>Y1,ON/"^F|J)6_!"
=&^W)D40A"K">291<*Y!6;|%>|K_%LLI
M:7|/*;=P%G*'ZVW_SW+=|NZ@N,>T=H8;01BG);M1.#2QT*QGFLNL*\$2Z|J+\$
MGNUO'L(Y)0|L)^L6@EC=WL;VWB51;|=H+YY?7(U@^FTO M2BO 14TRKL|)\$&K39
E>)"0X,SA_S<:-EDN".DIY|_/E51>B?LP,4X|9"UI? ME__GU(>?K%|O_GS,PS'T--<&|6|
(X8RB5!S(\$2;NG>LTAS|S;OS(J-;STE M1M05|6,VV"ILN%L/2TQBL1"6I1&7PNE*=S;|UO?
K40H>&)*8>E\$.);DH|2I! MDC>2!^6-;X#,W9'<"
(L:5GTCQGC:AP'7<|CY1|@%|&ZOX*7X\$>X|STV FW(MS ?M22RGHC*&1!
|\$!=%\$#0YX*%VY' WA,^72!UH9\$ECN7YDZ**E)>HOZVZ4;^>G|_<
MY|F|=R_>OSZ_/N;B|/WER_>_WKV|MV;%Q|_OKG|^&O3I#_Z@|%%,QCD64|O MDXM(|?
&N2A6E:HVV4GFIQ>ONJ" ZA=H.N M1R#V76@^QD^0;@9PGA>/GI=YI@Y4PK4|')U>5,
|\$"@?SAY-L|5\$95SMM;064 MKDI-|:??ATM+#+;D>NN#4|5@6-<)?
WHS|Q87_.'ONK\$B,*5V_T9XBB4Z+|AH4 M\$"ZZN!1KY4+6R?#?:?6_? #E, MNEM%13VDP-
Y2;EWU,D7G=*;)\$5Z*&%A+;*G2#3Z:A,"0|;7WP0Y4OB&YK2N- M|I+Q!
|R;>H(IV)R\$GZA!W,S2|&?0V&AW.,TB83D+)\$<>6<9,T1';Y0H1=M<
MW*BGAT|HIGK;2SAUY|/KIADMV,)4)*I**R3#X==S^T^>XJ"7C&3I9(^935QQ5V+/&1*I1.6|
M|K5;UU/=5| (M9-HN(/TZ:L;CGI8Y9YUQ.1"Y\$DAAP/NIKAL<_#.A|1H|:(R MWP XG(*?K)
(5*MY=GBWX#@LP+^)_W_1'D%|?E!#|!QCUF|2301N)AC-QSI7S
M/1N(!JRGG36"4F6H;5KCJW#2?+K#-JU\$LB5>COOP/+|/9%IDG
MO8#6&75)DV@"6FVZ9,H&P4ABN!WQ&\$P.M8-,VZ,|'994UD2+=L!L*4LB^I0Y
MCCF9*8%QRTN!HZ'C@&N&W=-O M%LD"N\$AW:YO?:|&3=L";G%?7(MW.@4%@ZRM
M\$ 12Z23-,B?>.\$X|9PFE2CDVGV/M@;7:=7S=E6|8HVLJY^Z(8:'&+=8SYE) MN#|X2"P/;
T6V\$&5MN2!&6=E"L#-SLO*,>V97?&D??&W:(O M)C4:\$4SD1\$EV
M2B"IA2/;>XYHF>*9H|4L|3UQTGBZ%GN+,Z("ND8M,E(X)E#@_0XR64G-9
M: #:U3|T7|SZ|";&7=%=>>>D|J>:|'XVF.4>MI=(|>D-"33K1U8I;>9M@0_0
M2KKWV7#BAU?|.)CE_=YK*)BL>=LL2R!8;|4QF3 ;IH6!T17GN+PFSE,R:%;
(43N6N3VZKE)PJG-E=59. M584<.E&GM)FX*(4IV?/"BR-\$I=I\$|0FTGE'@@M
*F\$Z9Q:U21#?TR|E|
MX>\$3;NHJL|E7J|5M^EL0|U.8;6#LDF6SC8|K'V)MUR;GB<)_J+X|)->B(D,T

M7%L)Q#.IB!0R\$K3X!.;NOK;16"5!?:;I-?7.I M*)DO0F6:L*YQ<%(QH@OG?
%\$C"E*18/1-9;7;U!;G7.PE|B;.&C)KX3QQ?:X6-M!YL T*#@/B.X325Q.I2(MHK)
(59M;6W3Z[(@36%093^LKH5XR+>)\$|N ^5YS M6G=2U-H.QZ=(N?
6<5D:55X7AWI<\$3IL#L9)/70V\$FVE4N7;O@6//:VG\5V\$ M6S=
_B@=, #AKHY*2*.U*"0(G<:=+N)(E)I-@8\$-XL)I-@US)G>2|)E=R%^%4
MW+:;+?7!+Q5^AN1KYSY_ZT0^F-\$Q!"(58B.,N%%:FUD+)9AHTBU&(L-5VO<' ^
M6@G@1+?G>D*O>._H_!36C|GU(BPXH6X"JZ RO!-*:UQ)44U;4JL@*T&QP3E
M2>">Y*QP1&.:Y|2^)%GY.6E+.MH*.2_5KG.HN-;^+<"MK_-W-J/D.MZG' M0'EI\$@
B&_0>):L:SL(Y01Q61%:AQ5&<2O.,ILN2CJ5W78!M6R>#'MJ8E_=GM/'S*E)3+Z;
_Q9OCR<-ATB8@P-D0XB"9+B4J@-:;&&-
MEZ.V6|>T0G1I@45M!#A6S/\^| #GI<CE.6|/YY=??-|UHU>E:OXL7*69ETIQ(\$PJCB8#H
|+46@L.,K*C1)M.V=_M|8^ZJYRH5CFW.C^J\$V4>.F|J,>P=|CD-
M6CG+;KA0*(5)1NV5!/PC|/;&<.=P MS%)TF"H3=D>(AP|2=T.@1_W.VU-D"|[*!KAW8-
_|ZT7/K6T@MW0F_02XASFY M;I4&NU&NF@Z/A'Y2)LV=E(1%BM"-9L1"7"+H=H"XU9
;0?Z:&BWX?3|V%FW MB^L:8-OER"=TP\$;_&K|8INF'@FU1_24DJPS\$2%
(H5@N/F3AF.!\$V)A6#=#RK7
MOGFS%E#WSG+K*FW:TD<+9P8;A#%K+H\$NX^W=H@R0@J.")3)9'CIHR(9|A71
MB5|J|J.:3;)'&+NG5*>^0ZLJZ_18ZKY C/-&<4|PB6:(42@2C+?XGV"<|%)\$
MJ%UWXM@N)@%N1%8@);1/2(FH2H=%2Z)02GNOA9&U.Q\$^TXM)NW!EGXM).RAD
M6?S|\$-[VFD\$].HLRX&J#?AZ1F0&:1<(2|RO^!PHM(DU-MK4)MP.|PSO6=0FR-M?
4!|+T6U8\$^N@;K45MH&;DN.|XY0#^,TMZ;Z|2E636|'0#>1M\$U2"R*H+)D| M|
0N\$1|FJ.A'9\$C.IXBS38XRZ=;(T@46_E|B;.:C=3\$*BQ--GJR8\,9RF|JM(O(4DI//)Q@|&O4|
M|@8|1H=NI(S*E|:7N. \$.\$1;.*!WMK_96V_|9^>T>5%+ #RT4NEPCAEGM2|JL-MC!
(Y"R\$I(J4WQ%L9"*0H?>\$D;9|1VQ'P3J,B2YW_3%4U=|O%O%?4ZWXR7":M&&.,D; H2Y
W..)%=B0#<A:B_SPRF.KV8O+47Y?5*JAJFY|WM*^VUJJ;:2X M+B8?2RL-
2YQ"-PRXE(H'RZ*O73AA;+OBS2|JF"E'=-|N|N|I.###\$:67N;KA
MA5VEK>XR|CUS5O'K+F;|+M1RQU,-7JKB\$8'@BVK:T@.1 I3T7DN5-O=WVO&E
M>WC%V|UI%A-'C|U4_<\$C?YR(|KB+EU*EV=(E L>9-2YTM Z.9AJ6;OWG.>V
MI'SHW,|H08,-4A)\$P5.)S<#&UYBY-QW:BU*9.FW9D-M6|L&R&IHB|R;+<
M/RO:D0""/'IKIWM+Z':#O7OW""!!D4=BG*&EH0;?IBK,8?2^X@3FL&K?
1;)UU3V|'N'^+V_Z@Y)_5+++=2D"XW+*_ MJWASFP
WC_Y("TOHK0EGI%/EPCIP)&9)E!>UG|+LIF5/52^: ^Z84=PLXB-F%3^9.RPQ1K21
MI7&P,"@|%81)LJZMV6^KLJ9<#42BE%)6W@L1RK4TZ.:UG:!!JCA(.%4#%J5!G0|+L
M,3!G%W6TP)AW?ICF?J%-B4:=2S\$Z(4LR,! 7=23*11F8\$A%|B,K\$N'M|IT?,
MU9735)%LW>C+(DI4|J*^ S^&3V@M*(:-5^F9L|B*8LIEJ5ROLOF<: Z"!*L
M2NC:F:RI83FXS37^MGS9Z:BZ)0&W.,U_|\$3VNZCK_="OX"&&&),\$FUWBBL<M+FO\$
|I-:"54T*"YJ#WOU\ Y'7;4EGT+^;*OFN\$8G:)8!'PV1\$%Z|@>T1&QHTZ0I*
(^6DB/O9=8^1H^CR#V MIT<-^/T IF(??I-PN7(P/MNN"
|?,49/3=%F;KEXPJUW<8|DP"1P|,79Z=OZ_0 MBG|MTRH=%V^/N-)1:);W;3LZ;);7-
5B:B@Z.XGF=*K&>">|D\,T:# MU|5OSZ_#4^|X>,E;QB^_WOLT+Z>:.)?RIJ>T=
M|XJOJ^/B:CQ9?5#<@E*.Y^AKH|R^(/A-M3?U%=#"|L.,EBSZH.W1X|; &SI2'@CN.,
<"%=1Y1;TV%|/ M!R\$,32)9X)0PRTH?M@=.L<0IL|53LU6B^"U.DDC):."|JW>^'0IF
MF;.,@B3(NE7292 *SD2000 =F3)IH^WQE#=#W;X'44UO3G'8 M3S,B7C7CR?AL6"0#::
| #HE6V2(_P2?K(#)% T2JSHMA+01/AM5%)16K39N-T
M|_>>&CU:D7=;Z|= &L*.,V#|GZ4,4)R,I_=(_O4W#+ 'EVF3(4!| #2E)03#S0083P\$ M;9+
56|79FSS TL.C175)MY"-|JX97J'C??T:PN0VE|J&;IF4%GUW6?)2M\$!, M@#ZW-
CPRCPL:K7VQ<1F.|*)W5L!9!B/B.V0=62X|HXB|
MC9LOR|%)P6G..A\$=56FC SB/QJ:3V:BV\$5"7J5_OZ;YD9>X'>>0Y(&E8C_
M8*.ML/7KNK<2;JBF:5FN%?W,|/W>.|CR@S?#27_R=5\$9L&(_M2SX3|8R%J*
(O&ZR CR'^Y:KY|@L^>C;A9N|Z;WDA2>| ^|KX)6Y7T_3|0S% M;5V=S3BVV.
(W*_S^6|O=QO<6?U-1=A77|(\$=XK!5.TJA)1 !\$&JF(HYX1FF0T MF7IOQ+H,
|F/0X8I=N#45|B*RNMLM N@/_3#"V3"AASCJ0PDC_&51B@HQ.:!
M6)R&'\$N9Y2Q*60>10I@.;W-EW+6OZ&Y;W4_H30L2JQND_8/?
7ZJVD|R=.:8O_FKH7;.C."Z&4|^ MOGI_|N^O%|U2LDC:X|B2"P)=KQB(!06XI+Q;--
JZJGY|9D6M'-6)-\$|O&3^|&'
M43|"S^DHHH|&V)4F,J\$%%T1TQ"!M.,L^TMC|38D|0\$>19/>NR@6!>H)O(:=N
M";B|JW'G^1_-I#^|FA(MH|JYV|E.|7S77H3|;)\$M)B3X^?5'X=SC.4(YL62|Z8_P1D2@5
M|H|Y:6(S#21E="*8X"@AV1*MML%W@F2JKI86\$CH_C)H(D,9O43P7|_E_G1|A

MGN<2\$^I[A;I(UE*))59H@E3: UHM,6*!.9"&9J%X 9AV>\$Z)(-;&W<\$BZA+X(MIVTY3|,3@_I|RX|NX L,;W!M7.0)?>P/(IP3U&L_P8^3&S_H44MS8HZ3Y*TG MDJ- CAV<#FF:B-?S?JK\$B1#*=D0\$AJ>\$G#'",I\$;J7UJO:=G.W1G3;5;JCD,7GT MW04+? #G=_3AIXK^FSB^Z+U-/&(I?G-9#SQPU*BM">C92I:1304)I7<9 PN M\$Z%I-I(I8? >EQ&W|/%@%4R00C"5XACN)E.AG+"I6= MDT+B+VN7VNN^;T|KJGZ2.!^KU;5@+5Q ;*Z&_?^!=);0G^SGOK_7"7L6LRIE MBO" 0&*!,,XNYMKW,%*6OJP,OM+? KTOY1_.> I|I+WSE!\$!&2TB'QGQW%GB M0@9N5;'!=F 5Q_7"='QZ&BP),ZY7P'S|LS\$8- ^4="T@%_A M/^M/BK|I%T:/I>3XX:.,4(3\$EB60_2P=@,J1BEFP^;#SB 'S3OD@%+B+I/ M6LN289|OYORD:..O'R?P^??:WU_|N\$&_R0C.DU\$\$.F06Z*SC)&4@XJ M!0%:TLW55W=XX/(H|JSCGO&&&&EU00-;SGK1V695J69 M;U)69&%9I2I.2T/Y0>FJREY"XB+RV.EV'#)AT%HG'/T M#M%-#\$2BS(CE5*/ID9ATPJH4- Z?S/^%)|"D#B2^A"!/'SOO'9#>),ZD U M2YBT|G%/- QXSF*:4E#RH8"/BB=BRA0M<"95)R6M1^!|J|>X3TOZ3Q+E\$ MKWL?Y0* (3./M*=\$,HX*01A(A\$)OV7(F9|*C_.EHS-K6KFA|I_83TNT31;I\$ MNZZ#Y@JW'FB3+YN)'WRX&<5/?@RKQ5%T=*!9)R-*GSV12H"\$^("8T1P|5FI,YW4 MCXX..)D|XX.NRCEV#LZY!07)<|TOI&Q-*(QR7"(TJ9K34)=.U#^"?>T>' MG=2_94>'7=1PD_+|VP#|T=%A9U7N7*G_*7HX"&%4#|Q*F6"?=+'Q@R?> R5* M*F|1=AMW#|I,|A4M%E,Q_10BZ+C @K?&(T%NXA|S3G6G560|\$?1C#HE^IJHZ|O MQI/^=;F|=1N>/<_W;G%4"4+O_KH6PL|HCKF+P',I^!H2#T0I65)U>"36<2!; M)NF4LSFU=LWV*_/I2,1.!4(92J6?H-H"CJM"%J"#!QP8QXFZ7Z?@>==>+)W MX'D7I1Q|X%D|KIC*F0@5#9%,V)C1%|C)Y0HL*A\$|:9;SSWPO)/ZMPP|Z*& M@|01MP'X("LRIW#B@^10|'(8S\$19<|1TED):X:O"#>Q;(B6^=8\HH%?QI\$ M>6+@N5V>|'^^@P;:>DS0"D@,2HBZOT.2(\$RZ1"" #31*U9-;U2<1>-Y)7T|. M/.|B|+HEHBO&GV9%1!|=IK^KX|*+!H(1: .R;%'J>=#\$E>|L*AFP!KLY@Z M72(^"D;N9TT?LXZ?!95GO_P H|MR1-J(2QRE:S5Q(#)1\$;EB?69\$^9\$*7 M""8W%^7N%/(,K>KY6|,N:6#.A|MQO3^HCD/-|52|22ZEGG%">4=22*IR3 M#\$C,P5J*PU"N|KEA'>0G0-D#JK)NQ?LE_@G|*|^37!;?<')=P6O!@W^R=6| MHVOZ*| XO/@'>="#QNC7UYVR>T01L MN&290@UAO^Z/2XCM9E2NO|^S(F9/>|/&"Z5QCW%NA4!Z2|IP(-0"|=%I8KGT-MC@* IV\$C=>IB.@U6'5!/%0N);C.0#|WXVX;(UY!|TR7WC_+M|!+(687O"4 MKM2/C*HX7H9D8;Q"#3.7-U>0J0#D.Z%698VT4-'S*:,C)Q@PJS,C,BA'9\$D9 M"Q* ,|U8V"MH;4K&#P%YPF0K#,UK;SWV=5HX-ZM_>N)+V'R=V%|V|OI^O MSO/C^FUC|;P;N.7KKTNSBT!UPOI@,,@? AR|5!;M)S@_I>5;.)6(G38U!L@DE+Z*)GO)/<>,J|_F=YZ+X+3_8^=-|%*<=^MZ)ZR- #\$.;|+\$,2NC2|0Z#22A)R-OB14TJE4-34SH1^7H?N|?)D M%_ \$?|_="|.L5%9SPC(Z0+,G| 2PC^',J8^+.6|W>8C^)^0_>=|/7D0_==A-W" M=9ZW1=#PKO_E? OVPF0/R|NMO_K^:T:N!1RF5Z<&U4TEK(!Z'3Z1'J7B9'3'& MX1;K8H1@*Z|?;| # I+HR5MM35PLV_-5#O@+|WUXOIM@WOKAI3?7; M4ZR;WEHP?W;% I;27\$!;EBI4*B!U2H/=*= -ARWLAD^!KG-6QBE%F&&*2,N 6*". #4"@O)9/+S9<3JTV^#7 M'3OK=E%=|:7MD8%- RY8.5B%&?\$A9")H() "X")I49M71V9|M:|2W>RO'?11 MT=,;CR:|'"QPWS&YH!AZFB5N;)D|DQ?<|\$(9HS1C^CD>1MCI-PZ?>(P1^NB/# M- R|:1OIZ:*MF,U|'V)1B&|+&+M8,|MHN0X\$WVR9|'"^A^K;0W(55_6'<)RT MFB=P)'F% <(REZ*^%2**UWHIH*=W. 3JT E?L|?7UMXO *NOM-Y34|6EWN^M>8F|JR*SR|OB;_,> MD\$Q-M&"!1,U2.=KVQ#,<\$U=&Z)!E#-MEBFY2W0V7/D/E/5EF+2815>FKZ|>? MYIWU00A!*1G8_U4V?ZL(E&47D&.>(6#Y2P+|7%H5!US#[K'(SJ*Q)5W57)N MCTCUW92MK=_NO)3CL")+HKTN^6,9/1Z6#0Y99QNH5B8=|B?*AI3DM"|,-- QJF=HJ0M'.B'|PN0W5MW">5G-T M|HM76ZD|YRJ0%%TD,BF._@/Z@EY+ |BD((7U;EX>^IS;FQT+S.D2H6Q&AYOC. M/T|+*@VOWH\$?PT4I.W*>? Q_/FE/99>3H8H|&AH"6V)CQ2=Y1"3PH|^VB=5 MOVH'|@E0^&BUVT(- AKK6U5UK=F8SRE91D@!%+E. XJU5#IQ/ MT1|SDQ|-Z>?6U#|8U;OW? &|ZA947(/WS3#>|Q=ZY4(>E|X1\$DOK\$R\$|<49R-M8D*@TF",%=0=>C1M' MYTI%@%AJ|&LB(T1B@|I\$LD 3\$C;DARWL6@YY+,=Y NP|/GTN8>M1'18^GINS MP'M0P7H5!7')LV),Z7+TGTG*7EL9=#EC>E9+|8^#EW9)L(3H1W6N>.<9J VH:Z.F/(;|_B#_!T08|DT MV*HN|V=VXT0G1S(+11%,I7\$5C@T\$)TRY1|ZABZ/9-9"? 4\$. 'R46EU" MVRI?B;/Z@0X?J04 M6,+RHSIR7+H5S4PQORS/-&G"&(VEL3>. <%|;7#*N<8.BMG;IHVY&|H/M;5)A M">./ZH#R?!,D.VYJGT26R#\$H=PE9VSAW MO">S|_P.?W?YR0|9I1|@%'%|9>8UPPEJ Y|YM>BQ=5OWOY>YE8:B3!4P|:R M- L0IK=#*4E+1'+CT'41&|AO\$:1.V0P4OH>S>|XF_-DWZHS|8_-MO5ESV|F.

M) I^/T5'O^-4|LO\$S(U0>:GCF^K+UU:=CGE2Y(*T.2V3;D)RE?O37R07K92X
MY9^;.*>.2XN+^4L B0206"YET &50|&#&U%Y|CH%'&X |F11/NI@&TO:?.T3 M\$I"-R+F
K_MZ:YOC?|+|&XT6R_E9\|@B|0U4B6Q?VS?
\$_TQWNP;C"/T=8KJ|^|Q6|= \$YEXWP"89T@HS>2
M12%H+XKS\$(TIW&+K;/EM)Z0E.Z.;0MDCN|DAM;.@|6#X-=#^0C_UPM6|?JG?
MUW4:#<):OD GTZS6W-E!FOR4\$&BTW,%@BOL\ M.O)55)4)A<+CC,Z!2D8"\$+3:?.2V:
(Z6:|^O!RQA(TS,>@DX|V)T|U%UP5J+2N.I%J'#!N9,+0"P)|C MJ=9FY?
JCAC;@PUX\$)B55BQ0#&%T|*3O/(>:;\$@;XSGJ4L8F|=._^X1E)U*R?K
MD'^O(ZF""DF'J&@C-7B5S6|,P,OS),BC1JM?|YV7GO-@W"VMN'7QB.IUB%V
MAZUZ|EZP<|?C(W|_C5>2L9X,72G9E.;W!6G(!1=6PIA'=RLO(G8O=YX".L@ M1*:-
N=N:"3N6D|D|97)|@|??:'0I2C;%%\$827-U2|U""&.!MEYZH5!AVH%
MN|C<"Y&9S1GRY+W3/'|S^MV_WGRZ>'?QY|F-|CM4'MR@.B;;X-1N/IM.+C^J*/N+K.
MA+|^?)5>Z0OYN7^)!6W|B8TAI#)O@F^NDG"2(@Q9"#ITUBT" EYXZ.YP^UM
MWP2_-ZA39S4:(QVS-9V:|?W6"#R8"%E9K3G4LG<>BK1CK:VJ|C3H9Z9Q|WY
M#T^B#B7Z=6^;DV|VO=)+X<87RX',7^D\$R\$0;(P<,(6HK0 09G>9"2|E.5RV!
MM*|HV\$%*T: |G80&WD&WGRN^ H .PJF+06WGV!;4Y:N+BY;\&.O@A.R,ZB<
MK9WM'-GPV4"@FP%RR.3
TWU1\$|"LR2HME|Y68<-7!4G#Q>NN/AM"W;WKW)CISXE41QSK M(
|303\$P.:Q\$/G*RDP9=DB?*L@(^U\$;Y=(;|L^AC|S?(W>SLIQ'WM!%W@++5 M0<_CM0#?
E;"U"NO=6(BK0|H7R,7#DZ+G=' '(M"UL;\$&?)NE3,P;B*Z..R%E M
'23<9L1!F*D5*V+KH|*,E=.K7Q9
5W'2*+1XBUF@B1P0?::H%G|+7I#WCGLME'&'ZQ^?!|U_JQTUY M6|^ZP|?I,KL=<-B(V(-
=5!P.KV0ILEK,QV.36&D_."O:|3TN; OZ3(* M/NJBC\$;.96.7Y%E /R_||-#|3C9<
3*#;@IEOEY60%,1|&:>T#V\$X%IR*B' M(K UE3L(A|P'%6@|L:
7*>:P|T0HI<:LB^N"*LE*VK3'? |B6ABUUQ?!WB MMHTC? K|<7AU%8;A77|T?
371:9|NLZB+MGDRYM1P3GJM\$*:8E0&C4%B41A3U M(%MD0?
C@^35V'S78@O:#+@C7@77P83A(B'GTEC;_NO<=1^/>F"ZWV|(O%'V*
M7;LR2&BC"63|F*R@3M4FG&01&>D-UZWSY5: M7MQ.):LM|8;2AV|J2=.JK
M"X=RW<_58'J-1+W>^)(*L%.)+4,>^D,R&R@&"=.*#PP;.)='|I<:F?
G#%%' +UK#8E,|%97"l: MSRSP4X 6""KAG3|/OU4-LI=-. ?NF=R3E5^Z @4:*H
'6M)A04V&84CYT MFHBV.M2?\$KG2^UY'O|R M^|Q.?
CFT|7'_||=4%_^UO=J.G+U_?;>ZYN.; MW|NWKO^=?H8O-
"H,V7:E0NU&BOC8J*|D)*&U|/GOQ>#495RNEG./R.MX)*
MSE^TTA4HKE8|EYH|AZEVG<|:"|VE4:T|Y55PM6OH8:|953M-<6IYNY|*6)8=2R_(- 270-
I_9Y?&DC#HCB,=A"POZ.| M(\$LRK,*L(XBUT^"VD|4NRD+!UW2?Z<"8GTTSHB:?
UY;A|L@((9@0&5C R?| MS^O6Y?4|HPEL>|R,4Z9&|;SA+":^JZ5|G*7P;8NI-
VXC,RA&"C,9G,OI= M8*!HN|6JAH/VF3EM?6TNLC1Z.P2N_?6&G%AT \$)V|8BWY!C,_B!^
EKUTWR M2\$F4)Z,"WOS=&T|NPAE\$XUR)VABP*5GRZ@0#7Q#|6AY4MC\$(MYS+JZYV
@SO MA+!MC_5B..J*F&C|4LOC5"1+.ZCD("OIBV"8G2A+^;Q?GG9&_4\$|TG5P83_:
M|PQ6DJA|R!(<+|5MCP|@R:R%+)DPS@H3.M"JB>@G(X(M*1YPP#NHFV?3H.9
MO|=RHV5T'D00F<145S=;<4"!MDC:O|5J?4W^<)G=J_FO'A&@6|%R+::^Q&VM5->
N:|KHX2<*>S+"(YK?3Z"YUVNS=G(1M#_"=;EKW A(\$ MP|^+S_
M*=3(Y&W&U*MPU2OUI2>|#:D.Z?AQXS)&1!\$|:3Q!|ADB"1,0V9DKF1AE-?+
M|L.OM^8)R\$&'1&Z847P_7G#V=3 <| |HKI0JE,4IYX C"S413T (B8&62>68 M-
4_ BNI_9HD3X'4| \$CYF|<:C/^_C^E?-^A_/B|O2#V-?YS|)%8;YIC(RIQ0X
M5R!*3&1=|EHT81SHG+!D9,KPM7C|S%JGQ>Q61'W,|8W'7S|ACCX?%\$S(7?"U MR:
|SKK;:U1!2TB SET75V9UI>0_LM9<|5GHEM2/Q6+C09,+ #9-|A)|@K*Q^S
MU:|@A>:'J8V3-##,%-?:FZ)-7"&W?*6E3H#|H4GZF.5;#VJ|^G#59@V*"N|
M%&|8V9R9D^>1J|A:FQ|JY)XS=CVC(QV(+B'03TGX*G"V**I+!\$BB3^VGAP5?
*=,2P)O&)2YUKB M4%|?.Y6#=#0C=-L#|83@88QKWON.'D/XS?"9<|=GB)O
L4|BZK!RS='S.@|0|&'1"P|7O|?X081E_>|7,O|&^B#: ^F"=|S M<#GS:)%
<480<_0L;DS*QB|TU|!-PS|6\$C^_5S+WW\$<-7|W*|YOV?I;E=7*8/07: (*M4F&<*"|
MR|:"9"l*HXUC?F"S1H+|KT,=\$7G:W)63;:VR"G2.9+UQ0/NJ@ (K5\$%@=|LJ30
M6^,\$V1|'UOJ@,7L;DK|MN/ZWJT<_/FRF91,\$D:-)|T"S!;)Z/3_B%R6T#H
M3.:DUR7JY<^Q*RQT|)%QN3OF8,_ .?6P;"M.-
+3@ED";'8|5P'44HGT6V\$&T7|^!V;.)@U:4KB+OJ-X M1;_Z_!OV<1BN)ET^OA)|1S5:T?
N;_|^1@?F|JP5'I4.\$C+#.IRJU(QCF2\$(M23_&^H;10!' .@|/252ZXTP'FF-6M#*!-
\$/ \$0DPEAPSD"F50J4YL%Y:D&|,7 M3N6D4VNS|&#&*4Q*(+6G<-FHVUUGFJCZ,"G5IN*.

X*35= !E92UX\!H"+JH\$ M)V4JR\^'GE_C%%C;EI=N!3+.J9&ST6)(-PD\DRB&0
U22E4*!O,HA:/ (? M9%OJ7?F>L;BQ@L;2R\&W-;2:S!J26OI;G<>6MH
E9UAY8"#4E4E7W2)-E MXA27)CN!W!P?R]=L+=V*X^L0MVVVP.QM:W8O!>>X*
!4KJ*B>+V,&/%?UT=j\$ M(**.22Y_";[WD?MN'+T691\]^6U EK9).TO>IB17
8WOD%OMBYV-@A#)K&!* M:6!S44PL?Q XM.>!)@QL2+BNAQ@N&!?-)),^Z @!BP6ER-
(!2W\!D8ES-GC+ M6W?I7@+IU(VPEAQI^ J! KSY>,X5
.YB0NON1K(O,J>:LG3MF>R;+&.WFF9N M;7(FZ'0P\FM%
D6:\$3QYO,!SXD:*E\$59:>3@X0Q,\$F-OO_*R#ANZEL,U)L(I MZ7(PJ4#6M5**;0W.2
+NB=IP/A4K5)?2LSK4/0\^W9\ISXE41QSKX&EB1X.& M>;(N."W.-
J;8E9###*!,"EQB1AUX8WE?7YDM.4111 &9*D6C/0<;M\^P*B\$8;IF!S>9GOT4
M@%.UMI106\$ZIO/CIU\$E!3RX\$,@/=!*V M;3+T1!(6?.W+2:ZRO,"9%W*E(,=AL?
X)2V37G%^'N"TY\!L0;YB)AM=.J\XN M\VEKM0<;*5LG;7:T.WU#&!\F/IQ>?#JE_IQ4!
!6K^!P=;K,[F\!AL0>;\$ZI MQA?UQI#_!/UPD3
SF5("PTVLS38RV2'T5=!,1\$P\H&UQ,=!L>,H7!694;=B2 MZ@;\$33.TY3
:7K5WEM\JY;HA\1^R;PO*.;X^!\(1FG,10P+K;Y>3F&O1GLF@ MLO;!&3\$AVV-
@X#-79%O^K4.PQGS[@RCU]?KK/#""ZY3(IP,N'?E@* N\$PA#H MTE
ZLF#D)PTX=V_1W5Z.&Y-I\O)FC2_&\+?=X"0WXPZ!P7<,MJ.10?1A0@!
MAU1TEC&K%G;JO46/D'D;TZR#.,H\!?!O?)TD%=(Q1G MBLA&A?
=*JQ<(TSZ!)13M8!;_S:0C*DD>6_0QOP:I(+8':3CO! TAUB'2!6K-?_?Z!%XTL*LG@;E
MT02="R05:@M#12Y-R;I:N=J3J,C\$9D=DE7 M=62\$/((=K/_9'*R;N)!M;_*#Z^
YC,G\Z#FGDU#OU9041,\$SY%!,=#H(If/ M7CB6V!Q\!D8TUZ-[6XKB%!\A&_#KZ'JUE\!C/
"1/[2JPV2KX?A:090,>^TQ\!(2 MM?T6GSCT)61PKA#ZPDW13KF0W%*
!8Y.5=V\!M&/:8'_4GPOQ/H M=V\A.KJ,ND0K72\$3MM*LU*P=3-;(@-5&Z"B->K(Q14>LZ4"
(GK';F.--/N: M7SJF4LE,@^>=3F@X!"BRPG: =
<*63NK58"R0X^7U2TG6<6\$S*QQ*P=9CD 803%(9MB-S!Q)M\N9!/5!SH@J8C901@JH
J%4@TDRR *2KNN;/EZ-Y7L\!M<!\W.--K\&22/S2QUY=!C)3_3:01T8"3\$81F:4#=#Y%(^3#
M&VGQ1*;UESXA =D)\!3LH(!Q'D!DE+I'3_X+1\$*LZ2A909!\$A>B<!\\$PY,JE; MJY-
%.\$Y(!J1NX,>!\A_"CTE'JK>#X3UXE\3'^GZ5R:M"PB64A&BQIL=(299W MM85:9Y
!\A>4\$1:\$)V1NFTM:>50ND\XGAPT2-2=!\1TFFOZB2S"3D<+S:5A, 2 MG\QA%? 8
FA>T*'G4K/ES:2V!%"DK)CCG20@01,*?^_UV_!K Q7PQ>TX_Y
MI<_.1Y4+N.+J!\$O+P(5DP;KL>&2<;W6"F<!\A"2E>G;)RD%&Y!U 7\G)^1__O* M-
(3R/R>_F/R;\ITLX7^K_!\SX\!;OWUUU_&/R%_5\$:#/NTTW^DP==?)G1Z M_>;7B\Z^Q==
+*UO'3>Q\! M37\Q/J!@2I-RJ77BD04(-:ZK,Q/D""E=6/.FA8\A-#S>X>KJZ4/= @L>/ IQ;
M4G71X\B_U>WE\?^HW2(P_Z\IP_'VQ\.^F.2^3=7DV)/.H_3M^%MI>/W0?_S M&(<=?
ZWXNZ+^9MD_+DG103;?S==86DT@*CFXAQQPK)93L4^L^
M#AK3N(.7M(>8YJT05T#548\88D3\!R0\;GF-+1& +U*!M:A@3)S6M)ZM>3G\^S
M.L.NVMH(4>H(BKX%SXV#RKCZ^EVT7OXHN/R)\?J)G1MF\$FR"*.?04+I@N\$Y MD9=9-
*A@;KT)\V\!M5C;SK!1;51L__O23X^PF5&N8%7(?\$C\;RW\HQB;0))M!
MX\449VB7I0Z=)R#D%!(>!\B\!"#JDX\!@1?AZ\$+5SDAQFY/Q;9I">@B870K J: MAX
@,ZNS1\!@\$N4(GQ6>6\;ED&8=!\B\!W(=6D3FK\!R-CSHL4
MOP=!\\$B)\!3>K6G8,*EBP94AUZ)5FB5L4"!D606!4K MNO,A:VD6L-!4=YK4<08..3L M>-
F>,^7UPHN^N338>"&U&KY\O\OCYO/OV6UG0(99K%87C=8-7L28(O@1C"2
MJ;R.+KW\Y)/BWB;4>OI5OXD2U3=Q228USX@@I#2\$*002ZXGTNB+3RY58G%5K
M*U%\HK?A1E1;P,FMRYY>A6^!\<;CZ'<;
(S^-5_.JR4#2Y5+)?7"=J_7^IQ\U3UM1;0\$GMP\I?<30@ZOO-<-LB+DWGD^<_W5N
E@NC:A- M)DHA20MUXE>MN97&*.Z-""RNJK"?7^DT.-R0F@NXW2B^-%
/HH>L!P2;R.B2/'H7@-?VN8I+!,!D!\$PY>HY\!L9*7\FRCI8\!F+NG\!P))WR88AU^W)>
!\>2O#6(K+9/@D)NN4G?*TE M3T\!6M%W@2!L'1\ZJC&R\!&M975&7XBDG;
(C(R9EL(I%ICC7V;9N>W-@W>A; MI^ ^WH'0'?9%6Z(J\ L"?7>?79N7ZW<0WX\$, '6?
!\+@;*4G=+6 M.!\3POBG; % M9@N?*R'LF'7^6\!E9\WRM\T\!7K,1NC=!\%\$GNL4%?
0VJ*0!\!%0!\: M&!6Y"THOM2V.O^O\6OS:N.O\!L3NH&-GM;\$N9C;6!\J\$Z4H-
G_%7#+5"^FWO M;\!R3?>!\H_#&!\5(H6PB0(XL+:S)?
J\$DDGH,!\!MT03.&ZN0\!#N89AS!\^6G M'7*E8QFZE+Q\$+!\6&:'FL;8S)<)9U4#6+F%
(*D=!\U*"&GO_ ^U*.KVWI@X1!" MCVICOPV\X;_"U37>SKO_ \$*8_N?
19.R9)/W+&JZ8DK,\$\$ ^0N,\!VLN MN-AQ,\!@CHG96W?
(<0&X0,JU28.NN5:PI%\$8;,\$F\!M>_T1G'<'&!\\$
MW8;%+HMLACDD4;*1TCA(@:X/E;\$606*!@,'F\$KR4H75WXP4P3H/CV\!W@Z:C
M=R&\!TP\!C!\\$JE9WP7A>0*2M0!A4)8C2_7C,00HX%NVCL\!C)Z3%^0RIWT&WT M_D\?

AH1G7P?7A,MHEUDN"7(4!H1'LAN=MV!,2IHA.8.NV^9/MUA.@-I-*VP
MHN865!'.4O!MKW!SSN&WX6 TN@P823"5@E"D(&!<@7.:/\$9EF\$(G'6L_&^\$I
M,*JQ3J5_0UDBYB MK6_HJ&JW200A;H7Z^_CH8#@=_U73\$(U^,_YQ
M*9/0SG\$/6M1"E^@%!"8\$%"PB1B:R0!7:&%P#WVD(2V<NH_0(8IR\$,V!W9771\$TDS!..XR
MI>)KIV.R7HVID!PXK"7^D0P7S5UMY-"IGU!1G_:'MZ1NRR*D1T)8L?T!CY_
M&6,^JY/?N.JM.HLTJ1U|*2_:K+!G(D*EU;X6T\$GUPS*U?=%?%=AK"TODG M&E!
MVF#AXY:*1"1[96W4G_1S0:WC0OLCO/<^K5SFCB4!DJ=ZMT4QZ9<*3#*34!& MQJ9!YF?
@'++=XM*9WX^JFV:R=|)AB%|HUU_/_^>0Y3JF.D|G)Y""; &P\$7VC; M1GKRCH,70K"E*N'Y-
8Z;06U)N("Y6P<5[HJ]=^CN5MSR554)N0 S-L;_B@* MG&0)(J%2D1L>0NN@XI-
@CEL*VM*Z<5G9_-(Y'HYD4G2-M:4X(#54(?BIH8X MLZNMWE)*4>J&T!ULE5)'54-
|NZZ53 MG)'*2AU?P("8=7B|RH"8=:BZ*%'S8_,\$)%-\$2#H
!2:"2@*);&2)9!'1HOU"M%6XGD=#K0*GM2 M?#\$6#
(Z>%_C"SDD\07XRFXE#|_1NJPR>:XEBHD7."J%R08,J1H(7-=51 M60RU?
!2/R_OD'T4!F\$RNE DM'8 MDF/S2/XZ^_XG8+2-
Y!@91SJH|+R_U>#JSK3>ABN9@FP0F;GD.#8>D@475[(@_M,|
<@/:DI\$4Q2S7.+GD=T&A+2D.I=. MWY/>2IY0E)@N.UB8LOM1<)D=?F4;%H<^=V_-ZJ
>WUNIQ.!U8I"D#:"|B>"9 MJ8,6/?U_,|^!E*R!|T0DIBN./%F-
VOQAZL;|Y>G;_V|O9^T|G|U^?7_SS MS</?QS1|OWE_|^N;|F|?O+CYM_&"U_A*
'K*VW%NS!R|: >9? ML4|?C#|GO6>69R>:6W(K_-LZ#3)| MP7Q|_OE#S(UL|B:P'< MW8-
9:YEYE!39&5_V;_V&HXO/X;^YVF|. &NF,HL9>-89E"H9HBL%BDXY1=+| M(L55)
(H^|8XTT7>WDG1OP7T|F77(S|&V=&WH JV F\$^160'&.L|EJH"Y?V2@4^|;7G
MWSH\$;|RW/XA27Z^_SCLV.V>92PL|K+V|L_@@Q9T"W'N-<><6 O.W5MT=^|[# M5F0?
M*!9PZCB!;@TTCD'\$@4*'RSPFDNA!&\$((1A AH65I%6)V()Y=Q<|0N9M M3+|/&)^_3.
(PG5M*GA/TP| TFZD23HXK66L@BDS0Q(2\$P,AL\$3SR8PK.*V4+ M+6'BPL5/V|H9GMX-
(X030#,S>+FK I\$%7 M%&Y|_A\$EX1-
0FH/0CM+)D4=_VV\$@|1D0N^*8J6)#M@MVY^QIG;%|74(VQ&W
MWPZ&F,)HGI+@I31"&0/DX7/:H|?@\$|K:EU(DXR*GVZDAJ^_OOMO+NQ%;%C!Z
M"YIV|,S|\$<>|X42:Z_WUZ=N@/QH.?Z_V;PSNF8ZD&&1(9/A2#=#8=A!*(3FW
MRCCED^=R):OU55F":C3O?N|X4L';T+/IS?6RM|"BE> 5X^|DO;LS8=<1F
M"ZYTDSRP"M2DN%?1./ 2R>')D4Y000G9,_K:Y1)8Z|?.\$00G.DISD;;
M>IB\$M!VE&UHIJ68_#'|<_OGI4D3E8DP*-'T3KQW#/E"-,_M/@^^_S+|Q"FK9|_<Y?
V<_KD0T(15_9P2H MR#X/PF/MF5OJ#.?
D'U83;WU>'X\$XO>.Z'9T|O|EO"FabDDee@21_MHZ|\$1H<
M=*Y.U@D.N>9!=^M(I+NX<%_>PT8#":F_T;|C",DS|MB,VY=|[# M1C0M2=|!?)|_
6"P:C|?|F|=NS860E3*A)KB:Z!\$49DMVK^:_/F8C==H
M6O?!W@#FB0A0UPSJ(I+PR|ZCW767F^0>VGVT|K7YRS2KD(:7P9'+E-MPH0%
M:PN^J,|J|J*TD9I5AZUO=LDR+|/9|H+5WG2G.*9|Z*9E|B/<3#K_WIC;#
M+EE@EJDB@\$M>:|?(F?>:T;=_^BOT#M&W;|K|*#|D)B6_%PJ|LR8R<:;|U
M<8*_#N'46D(N@9N=\$PU&D FG|DJ<8TQ8??ZYBZB%RB|NCW 6\$=7>8ZBI+%0B?
UEL|M&(B::? JVR"U_%"54;1G40X5N5+N1Q&;3|B#JU:NXT>"TE8 I
M2">\$+ZRT'CJO*K87)TT-6/18E+>:;E E8|&O: ^!|=G:;|E/_-;_%+3#7&T M)Y.N#EU
46=Q)A_!AZP@2(QT4|M:==O|#;@2UD,0M>Z=M@|XMA.3?'YU3V&_M^?KM:O #AZI&_
&P%Z|KG^;S7|H2#Q"4E:VT#IC|TZ\$|H|>7W_ MW")9"FJ)JBL:K6^P2(M2C!
(7CCEE;J=F^Y/0'N08I<"V8|Z6@V;|3PZOS|Q;OWO|UY?_!N|_?W_W^
M|N+=FYNN!G^<75R|^;AYBX9U/KQ1O1=;@Z'|KER'^US4) M6KUV;Z|?X|*
(M4C3(&I0==)@0"Z@!\$YTX|E:VSKK<1FF;176\$Y|_S70PWI!
MZDF/8NUT5D=@!5I^TZPB-%*YUOW7G@.SZY;+325@X=*IQG!|H|U48FK4^%I=:A|6?
@|N|J|W+5Y.EM4G?@2'T!+39
MN^8JX#K**WH6V'Z2BYJQ<37QV((C.Q>4;&N_+16A6.*G?&%DV04/MD0,2>K,
MFP|XVH.+ \$DXVH|K\$/ZQCW0KTFYENM^_M0;XVA>8A|BT|4(+UORZ907"CPJ
M!&Y,J<'5+- (2B_);3|Z|L|.0|H-V1&O;VOS|+_L!L.W@Z|XO/HQ^>XN,,%Y
M=BEI\$F8&L.4X%-M?!)|#LKEZ-\$NY>;S:YP(7QL2LNTI?=/_WAL_ ^M6\$#%>_MIT*
<|J|<8+MTQJ(1)H"+MJ(*G%_Q#3I%9;'R48JE|UF@8/A|78^04,J=I U MF4)1VJA840QQ.
(L|#M9=%<>>8UA)3J=(4:6@LND163F6?)*Z.6
M3|_8<|3D8J.J=U%)^O!:%1CK+W^9^RG' 7;=_WI&^=E+ED\$J27D0N:LJDV5
MHY\$%Z'J,Q61\$NN::Y%GX)R(B+0F_)I+LV#VY|NSE_HU?G?|2.O6<7|H?
MOP_#81CWON/&(>WE'|DHD+TF|D;AZT|?PA!_#2/,KP9?ZXCJ:04ZK4Q,GZ1_M_|C|*
|.E+._PC#?BEBQWG&92+#H @%5.(D"-P52JGUS3(|1M#Z#VZ-NUX|X M*9;14V"FL3P9

H^>98@Q.3D)+H"7-@&319N80%>N=8Y?,"["J|O6\$J?;G*|M2V8?
2JQ^DE44ODX+UK0SWFM2|#+5CI/94WPS)00|,"FHZ"|_>1|"
<:0SEGGF#Q%F3MGMDA"V^MJY 5
MK_DRCER#3"YC|=G8Y'6A'QTADY=\$U+OB|3K4;!PS'P_2?U8T1&XY|S;!%4M: M"/
V*T)C,P3O;!%GW3_4L=6"R?-YB70S|N_>-MB'SH|F-VD:(Y4L_7 UO5QP M6;#KZ&?|+|
<#WMIWFC&","=\$8>!T+8?"2*9.D@),5"l;HJQZV(QY 0M76>E8 M>=JT:UF+1/W?D;
+N3R+HZ,.G/T>"<3=#5V)AM6L_|*(L>0!9@|_1@.8) MZ|RP2-;#4LZNL-
"Q*>P!>ME.|_2|Z>*O8G!"WV^CG!^=HE3UUY%MWL9_|>.A;B;G#:. "A
M|+@#1|(^3O5DD|)SV)F6JEG3@X&210\$>[T\$6@1):M|>/QR.V2H,.!B^TZK.U M7.|9@N??
ZH;FC?B)0@6K89|_|^,>\$J.;>&+AEJ\$D|U?7
MCFVN@(\$|)@57|ET66LEJ>^;@%@'TTKVO&Q<'.6;-P3FO62*OIEDB-T'H.=PB-MD\$>)\$:
(W-<+!!'BT?.(A>BT*P_'N*PA,<^M?.*BTHSH;8.%BT,BH^LYLA!Y MY&0:DL-<&|78^B
A:.*^C3YH|U*R9JDX+%GD!=|C3G00=SAGGTU@Y14MBF& M"
5|A:0*658Q@I"OYG"&F'7KKCP+8+Q@L6G%G,Y"U(NTX(>J!N="3(O6BN0 MPI-
RC2:1ZF,2I+2&9&5PN4/B:NO|X)%I3N^-(Q^WQ|_|^|7,V4DL/WFM30_, M7*J|8|_|
<|H\$B6H5|_|+*I.V7&^7>G.8-M<;#^<>KP&@X(|:S8>O/387=D/A/ M3%O?A'(-W8V'<
HI\$M+5I#Y\$KA4_9+"X9!7PG%AF6JEH6XSM|HR!S|OW;KS4Y:QKR|BOXA|S:F
M60*1!;##%WE(\$O*9.#51\$!9 N\$I2MA,YI=-!-U@T8OEB7J'F4>|!1_63*->AXAM<^572@
VQ1W!4 =F33 M+06W'SNO"2M7\$(_M^; C/? ,J#-<%|J|J&)(R7H%/M2:\$HY,U\$&?
G+5N:K0G M05EB+^Y)3M8@?UM|E!"
M\$|8H'2"+3.CL2+WJ|5;'>FONWOYHS*_!+HC=U@+|C6|7|07|0=?P1/R%Y>0|
ML0*6L=JMV8)I*R_6_I?
X9(.,>4|P|_|164:|%IN2|S&G32-.SX1|!%3"+C8^8TJS6X8LD2=\$G5H=;LP@V9T.F!>>K=
5<^&|NSP; M4'HQSS8C4W?WX<5?@YN7'6:U\$9%0&+
("7"H0I\$^0C"R8.+J0U5ILN_GH\$V#; M9F3JHK1=\$?F@A1%="HF#1PE
^430G0ZTVY)G\$K49.(O:T'PQ(>? NLV)%4' MZ:&3A++K-
+X>|OJ?)S,GZTW@6\$Z290DF2|JC+0\$<-PE<,")|81-|T|A;70CD
M91J|P|7CS6&!L+XS7MW4;%5TIE.51!6!+GVIT_ (MX/AQ#BZC\$P9;7@&%I4D.Y:G6K\$EB6<
8?OHIO)L== \$L?V/;<)_37E3-X5#_ \$|TS*J0 M468#/CCGM PER-
Y"l_KL.P|9YS|LDXB>1MZPW^%JVN|9!@,L|H 4PGK MZ&8\$'TV&9 UFGAU&WCKW^F
V_,('878M2W7G;^B\$P5B;_K8_8HVT*/GGQ3
M@XVC@L,AWNOZC&1CT>Y&HVO:4S_7+ZJU|:8_KF/")B;8|>T_?F3_.3'ETPX
MGW*@"Y/;ZKEZLL-B|'5FN6+>%>OX|G3(G4)^,8?BH&6A87E%=_N|Z0-SJ9QE
MP4H&O\$QZ-%1W(|:F4|9939>I\$|OD=V)^0W*GY*)X|O)M=T@O# #L)?P\$@WG MABD-
1J1:F5KG<>I2JQ.Y0K/ GHQDM>>/6W3BA;@>F"KO+H:C&JQ
MHENTV@;DB47(+D2@O0N(P1M +:(2F3D>R|JZ;8V%7XS0|(- O#5_TVBI7,A)2 M'10Y>?
YH.K6D2<'Z:&7*VD+B/M3MD86C|:AG^E|WNT\$>"D8+S|& M" SKG%,DC1|4?
64CH@VQ9)O8|EJPHA>DK#ND9N/Q=)OW9%M@|U M"H_?3F*N@66R=4FY<:)707
:"TCD.0C)9>|!>VvX',B+\$;8|_|&V!V&W=RG;> MQD#?X/ |GJ6\$5|7

?N2.0|_|. *YS M";'U2W|GFWDQ\$GU88K% X#=#!^K^0>Q?
\$UK,'0FU+AJ_|>)2Z2"C|KH|#"AR MZ|YM.!%|";J(I5MW4AA/SM|<4?E" 1JP3G:YFWI82-
OVM3@>COK%'C)42;I M.0=\$R>N-9HFJR@%*G|0513&|_|3P|!
(O1L2:TGJ|\$&S|)O.DL&G3PFG7P4O) ME13DKX\$OI8!*4H'GM4J.EV*%>G.&Q,|04RL?
%;R|;\$F6W@ MQO2XCJ,T|\$U4X4>RI2|MM,&|L%D5Z8E :&VHJ%_&
X^#|V7FUB"8#DK|B\$FE4!%0:Y>X1)8 M#('Y*,H*PR97F6I%R-4G=!!@7!L_*ZR-
7UNS+RST>CZZ|0:K)N|PS^_;BB MC|FBW4X.0& N%N%I4X\$A*!)X"
D|Z!S(##0Z(NY|,N3VVWHQLGRHHK+@.&S| MGM-TCQ|H_|.T2O|P^GE8AV'1
MIGX>A;V*R8)2@#:%@7'Y#N,ZA_T"AU_YI4N6IV M.(Z*"%_ GVG"K@'Q!BR+K M('4GR?
V=|.9EBO|_|^|6:|S.^OD&O#<@-\$8Y/T|B+6AO7+-\$0C)\$C./;)DM6L^ MNFW'6WR9I^_
16C!D=EF6N7F6RT%AS=5;_,|LP_7P_2E_M5+(0P3,24PO,Z* MKGU\$@RD>,#'ZVI=
(4SA|8_NO_O>K|S|^O'G_MZ>SBW?G|!1/Z7N,X|*Y&J|&->N3K+ZF86N?#?|G=Q?
W=S5:X)U|=|_|?_F,_ MD|_#OZ3Z|E5R?6TZUC%H|M.M6Q
A31Y?/%T4*D.1V2&=^R1"||A+*_--6VXNNI4OZXCI8|LAKTP>U\$;A'^K
M|,OC_U\$S&S'_KW|?#Z_Q|H<#|D|_'K^YFB AE8>?ZQ=;M^2X&;!:.RH%Q9GB MDKQ-
'Q_.(O_XZ<|_|XP3JX\$YND1_B3K=*|0BFZ2<%TJ(M(D)CN7L6T_\$ZX9WS?
%\$#R28,,Z2N@DOS#6_R>3|.KJ|>#H;U/|KT\$CFBKPD6

M,8'B04!P'L\$4HQ*3,2;5VFS<[0X/4-X]=HH.5X".\|A,.S->6FV,8"& 584V MZEE-
QDP9LHEH2Y&H|<&\$4|,=W!\$=DAU(Z>X/U 8B=DC-&=L)G:991&N*|:
M%*3+FZYQAT6|Y-;|XH4PL?40N%WM|>=)VLM)VD+ &C:#W.;=9^D6|I>?F%;
MG@_GS2=NMN|(?&4Z<*="=DV%LI89@R\$6SOC!6C TR+&_|= _#Q%"T|1?!E
M+>EjV.5QU\58ER9\$54268-%ZXD|D\$*76P%7M,ZMJ>EGKZM9=|>WGV=K+#;6%
M@#5L'=G|/HD+!7MWMVJUS-9"!1KK# AC-;@0'&"1P;#R*@U1W.6'FWOYW':
MRW':3LPZZ%^Y.R|1E.(Y*Q@H&1X(CTX|'\$7SL3P;,**JU. MCLL071 U.|
|KVMM82@DA6@6HA(T6(0C_1|DM23WJ\$|O
MNMGZ==JL|%R"J47@BF<#,04D\RX5&Z3).1V/U7.ZI2 OZAQW*<.G%99>3AMG
MG1!%U; ' O(#R&"D|(CAK* O|. <*C10.?IL_3_(F)_D8.+N6 !|Q:'PY(82V M"1W1P(NH0
7|B,-/DI9#8VT1!?'GO)\$JLN?F?Y_LP;^HN9?@8P_/7LM64&G! MI%QD!!6# :59A"A#
>:"2|+E(/%@^FTTW?G/8WR8Q|@SZ3W.!X'E-(@F%*S) M9-
GRVG|Z.=)H0H%,T|J8DW6E|=RL0|CWKHJ<'Z|7B;|Y+|)+^TJGE==J:OR
MYXUV>CBUT*A4B4\$*0*?H'##+(5K2:9)+U\$RZ4.+!|+G_?GBUT"H)C):16U-B MK)-
B#AK/.2DT>0D5'#-#8\$76 N|CI1V5PN|K,/119Z-@Q\4|F.,L!&5%1
M64MW'H_@!'0=*HI#\$4ZWOK-|<|RQU\O1;_!VWXT;'3Q0S*K%YL%3 =E2_? M|[*?NN.-
V;*8O5O0M'-&)YM|#MH JYW252%%ZF2H RBB22XRCJZUQ;L#!B|MT.V&O^N0LB%?
Z9|)-+8?KJ8:ZK8I^A|8"S=GA9IL @|>6*Z#TT\''4Q<=;;Q2.>_?BN@A"K|^EP(@|*
MZ43";2&9V|O*@;:90:H919HF5'PL\FND
M5CH75TNS:&|:9S+T#0.6!>:FZ+|SFL|#T9NU^K"=G!BNPYKVT;+;%KH%'T;7
MHUF,P|BDM"#O4GAE05GNR&,K HJSCCPWR|I#IW^%084/%CE M|MS)CX|MW;
M#AQ2E&FSBEGKE!=.(F"JM=U)1'"1R)FB^\$^-E3|>=)VI&-2Q>VW5MP&7*@4?M
MR3CU.H JSYWTPEH_'>9!VD+ C|I0|'%/F&,M%QP8,:0 M.VE:V?
#O,X;2=F1U6M|= "831CJ++I<.W"1ZM#" M0+1.@(PQ|Z-
+XNIXC+PN6C_%Y4#C\$WD@JU>7G\$7:4TCCRY!85B\$PL+G4L!:= M%&=J:|2
S@@M08Z=9!/M=)'L.4:|GL.5Y".RDE=HU1-Q&A0I),&\$Y*/\$0R MBXH#1*VB3\$5|?
3"I>K8JV9 MFAR!>^FSK5VIQ/&\$BA?7:/(&7VK M769,B M(^UU-(?
U"/JM_#R|'0KH<0;:EM/ 9Z|9)|,B9D:J"IDE-@D)WUJO,T_6RM8#
M/0|AWOW5+;TY^_C^W?O?/GUX|_3A|^OMFX0NFI#VI4B|02SD951U.NO:H*
MHJ%YN1AB&%T/?TSRZNX\$N+Q!SUP+K@&)1VO4THY8,@|!|J5RJW|L!5@;9'\$
M>>|#/ ^*WZV'Z0N+|83CX/ Q?1|/B@"Q,8|D|Y:U/X&4"8)@&HQ,/N2@K3%R
M:2;G*BOMJG2G:-OOY&0V)^B^*V|HGRFYENQLDAZM6(B)%20+LMY403H(P2_H
MX9R2A;-4|%)67FY79?==,+>0<=D;|OTO03=+)|Y%7R+ZV765QS|*&GICEDK
M*Y(M*+T/B6!9"AV5@LPK.I<=:5.M03@4WK)D%5_>-6*/DO!\$DDC.X32V.85^&8T/#FV&H
MSL(O-:YVB_13 ES:./P3G.= \$|TL0E0/#T%?.&%6\$((K;N!O(LH-.3D';T M?)=L'D0|-4_S|
|_|N;3N_=GKU|H^<>?OY|=O'E|?O'/-Q|K|YN;/_|YYOVG M=_|Z|_K-
VW>OWEUL''';:5&X;/M=|@HMG:6TO77ZZLPQCR)A=: ZA"_5.OZ M.||K\$V#|?3
:WD#H%C.AM5K+QB5T7X|8M3%9;
M;QI2|\$*;N<;BF\$*%>"Z&\$T!::DB;R\$A*T#C^O@VU7@KE,Y>M37I"L&|3ND M=WNMT|
|J|UN!|K?H%^U^,1=#8)|A^2T!|.|K>K?2X+RE.R&RE'Q 4=J/?GL. MT+Z:
|'0G!H^LK%;LZ,#>H!|YN*N JJCQC@+>VGLTU#O@VZHOK.1,++FOS-
M(ZG8.L(\$8P)G#>G66!HO"L2CU<4EC2+V;4DK\$/L#B3@CFHDPO|HG_NOKH=#
M|*CZNZO!B|_3KY49DIC4^S!?! MS0)=*ED|S(C(0HO945IQVAYF3BTG;MM&)Q%N_ ^7>
|H|WY?=N(S=-6T;YYWD',MZ<|N7E?V8/X5^_3%N';L&=WN|#V.+X;TDPG|MM@NG?
M4>,R0122?&|F|Z)P% MD-(4J3F465&QN@:P;_?R MMMOX2T>,ZM9L>(XN<^271;|I-
PGH;|J#R_@F=_@ "27Z9*>-W_>=V
M|BL6.MQI:YOH,N02_2>+A=;4|J4IS|BT|F^+X3LS^DR<|Z>?+=U:1Q_1,_L= MGH.7+;:
<:6#"K7G,"X_!'^FP7TZ4Y//^3_8C8L|ADWWMI64>EH.1GL>GQFQ1SO#<
MEE_CL|>=,)/|I=DT55>IC/1M. Z"UT)&*;\$!"*D4!)&|\$54>ZSY1OMW?_DI?*"KET" MY:
|F7VXR.ZEQIE|GXYW6)|M"-41RR2ZM|P/G|ZX|H|BJO1_H?Z_!Z=VXA M,0|M@I7(W#
|+@WZ&C1ZAH^7EQ7,K&8K(!7!*UI9&JSY|90X|,1%D?)0X M_OS4J27KG2:KNR-Y0^>?
_GE""\$>O:G^5(?WXCS:T|Q^DX^(<F|E'R<|S=C0UEE<-H%/('&ULY+UK;^0X
MDBCZ?7|%;R_VH!LPN_6@)&K.|AZX7*X;_16V8;M|=M&X2%_DY=),6O)*RNKR
M_|A+ZI&I=&8J228E^^!BIKNK;(GOH"(8\$8S'O_?|T|+|(V755;D_&#^|/S M^
Y+5B6/_|'#|I|?(+XA_SG_R+_^_T#X7Q_NOH"/!5T|;P&%R4G-6?@
MSZS^"NJO'/RM*/^1?2/@=DGJM"B?/(S/YK6+XOFES|Z_UL|S/-0_UO^V_\$L0
M(B?!C@?|@+L0T8#F#D8ALSS\$>\$H9E|HOB7R,>_I-
OGG;C./ZE^>WZT2K;|Z|8UOWEOW|IX.3|F^P?TSRPH>NX*3|_>*_?"?_P)

MRXZR6/(IG@+YWJ_NK@Z"C'^13_R2\T>YM|>|S IV7Y.R_D(20A38-ZO5+|_+M/WZHLJ?
G)>|_JK7DZ?YEEV6YM:K\$.I98NJ'\$|E|/?OE!/0MX500XFH!N8;<
M:ULXCO'TVAJZ#T)#\D1'H Y&>7V@/K,V5S?|AK4R:A/C|&MSZ*HR7*&SV(#
M9H#R4O|@B_A3!T8N-
*),&SB=ZAZ@RK_7/&>|U99;2X,,<_9.SSR3+KW*Z7(F5KO)S*@(I)U5*B?G-QM0@9_MB=S
IS"D"\$&4(@H3%(MCCL=.1%F\$8X(6)?K37_<_G;?8|F@8@6/'S3X5!^0
M|Y)7Q:JD|4DI<)-60HON?P|1('"#Y:UB(@_@'.!P+_LJ%H.FXOWPL/EUKL_MVV%_
FB=@2VN2LO_CYKX Q@@!V9C,,M,P,9Z>0^,WD+H?3"|H%MH+*6M5Y2O_MV21X9(E-
K8HM*)0VMA/Z3J,^3UW|EYV/Z+SL"2,E/;(WW1,_T\$)8OL|UW)*'
MM"R>K'*@+JQ^=^V^"1)^\$7>"E|HSWL6,04JH*/A#PO|K^2DG\0MCB|(*)Z>
M>5XUW^1Y68HOCTL\KOL'KDE+_)'YW^2DOU*OF=/JZ=+<6X6+YS?KY**EMFS
M?/M.H+8(/11|:>):!K_&2(I|@AP"&8XCG|;T=!:;"#|N*8Z=(E.CJB.Y0X25_M!;>##WB'
@&&(!2H"F!R??L_&3Z#WM@|Y1U: #&WS \$&|LB#(?;@;FP/E57K7
S>F+>5X'##W9142"9G0/G|.^KJL_JH?BCDOF94LN_'%Q|A1/_\$M1_MB9|?
D.KK;5E|R|0Y|.'EMTJ>1C?/7&BP+|\I^^(R^J,5^>),,0(K1<)1V\$0_M>Q3&;NQ
1)T4)B1&T'%=X5/\$%"4X5/\$CID1R8B=C@#*H"U#V2(.Z9T,K|9GC2\0"(,68_"CQ/DG
M^6N)-NCQE@?&CQ)UX2W^!-,8@PWZX(^>@/_7WN\$P)7|M'0R3H#CKH3_EDU|?
M")/"TCL,!>DJR%!WN3W9,EOTD|8\$)/5+|_RIX27BSARG20F'!(G3"!BW(>\$_M<@J#U_EB-
T)NZJE&AL8A3:R6&S|9&&Z5_V*%%29JA%^G\$='XSGV*-=3=@W1_MG3:|R8\$ \$#FY2T(,?'
|0(("%96FH00CK088XA99.4(8ZP\$3=1H/!@6.?+Z7(\$/_M-
2H&H0W%%\R,UCO^W!K(U4WZI<@?'WCY|)\$G|8)\$."+<<2#^3@21AS\$D/B+0
M3;PX()Z#J<,6.U'#4C3J503PA;XB0XT,#3MQ;V4JEL(YQ*K9EE)|H_M*Z;
&"D'#8"|+|UUI(|A/#CL1Q_3TQ",9XN+XALOU^\$^2E+A=*_8>@0CB&C|MP\$0X(-
"+>_1P'D;8QRJZ86?EB;5" PL|DT?^LYJH|)(^K@L.(DA/";2TV_QK_M'\$1^SW%;|**/VP.V-
V59I&.@P3T#)|O\$GZN+6;YX^5W^E7&_MH65_^3)-
N8SA!EX:X0!#BAD31S(21S(/"/22Q&\$!R3|SGJLY_N|W)S65_M6K-I36QW@._9V..VD?D-
K|ZX?8;+5&@IPK|V-/UTQE8DP9ZVH;0!29|^-_M>9M=L>0T!_S04U#GT2=GA+M0,EB
MBORX;ZBMU0Y28DGO|*X_JVXX2-YK|3W|H)F\$?5A56)JHAHZV5)|8|'2S0_E./&FU3_M?
SOJ9\$R3G@Y0)\$WU_!/?@DNS^N_MKZX_WVM&="SOB&+
(YNWXK!MH'B"ZG8AWUN3F";-!(#T,JW1X@R'BTD|;1GUM_M95B,N\$S#5%LA%OA_?
IYSB|!(7S92NOY:S)DA:B_M3E=E*8LQGMM-T%.UBOQ4TZ#VN;2G&+>S7YJ0=-,
<.*#;TVQZQ%I26(I_9|5#_M>HOXK5XTW|;3&IRRA5!#U|SH4RH49|GI1G"GM>7-
XH9;;LDC-1!>C\$4K2&_M"WYDPN(@906>>0DJB<)/VN|'<18J^Q16&:/M*_CHH_%_!M8(-
"'&MIY3_+3#_MPJK)KTRS/30^.,BYC7-E)NRQN-7?:QH7"Z+/V4/JT|%^;%8)76Z6IY36JR:
M*T*_LV_2AK|H+MA\$XDVY(Z,L5B5L5T(JM>_MJZA3E|NP1E6|=SS/"O*_ZM6^X30-
N#KDD&ZW5C=<_I|LSJ|)!ETE7|:K_M!0HB3!*(PB2'VHQC24%A5E&*".*Q1;F&&(-
TC;)|R.8VMS1M7AC/OA87ZP!9%L,:QM|G:|_W-#FSC"3Z|_MW0XHUT"|P4Z8E4W-
M2,Z55>6F7>P4,L6G+EJNRSS95_.9GME,V.|*4K;<|_G_M?3B9W_Q)^
5_Y>R1|Z7JYZDP:N|D\$**JLC1KFUX_D.^+R*.1(TO.XL"+(*H_MA4D8AM#EV
W\$5Q"Z3J|CGEO#;&*#7>(@Q;8FW_7LF=56U_Z_MFM|0U)5(5\$&#ZQD8M*SY-89:6G;.:|
CI+VZ\$SWVM+9+W|H9_MUT7-/0=%W?
5Y0D@0DB2\$3L@P1*E'H'C/|@R3FD9|Z+B61TEWH@?4GED|TL^|X_M_|9|UKD
7:T3@YB,C:SRUI=(LYSD5%HJ*9?/L!4'\$DMEAVXO|X|ZQZ>R1\$|:
M.V=*@FN(T^_#L9=*91_T5&K-'\$|HJG5U^:RVD;PWC@|@8T^9N9_M=<|
'5^V<(ZS'?|2%+_U9N%IXW^7:'H)T\$V|TG#*=AT*^|E,, \$M9:9|/O?|JRN?
N>5L.S/|@9:6AOWHJ=6%A7|/E9!|_X_+36M|W_-!Z|I,BF,_ZB.SAP^4#_'PV%_M0)
((&AHMJOEWL5>V)HF|*2WSCAMY#|INV,Y/D72"E'W)N(#|1-1DR7|*<7|7|
MZ5A"P|'W)LPKE>#_0_8D_2H)+J(X2_M- RFCC^H'4?
M.U<(.4BRO)&"N_4|MBLF/OLLS>1W?%Y5?-Z0GSK7|2/NYMK
M|;05\$V>O*KUDT6B7'AUC&L4^D@GGJ0.1*^^6"?=AZ+@(|A+T|5#;S.@O-
M|S|HJ>=F"LRJ6|<;K|4CG3.LXE'|30;FOTU->ZA<|_S.PH0_20_M#>L6_M/N!<5JANR
='6<|9:MG8\$/_|JAY>#XN|MLVC|>|HQG3C^K.P_>#\$P#Q9S_MW33,RM!|U<6|
<+7M@T%'JR9&*PWFJHX>A*%Q#A_ME\$<13%D48P""H7(=Y6".AHP)SZE|VC
LL4#U|L<-&?L)>A|D./&5X5=6,4VLJ_MZ&_+C/*^>GX1|YSCT\$^@'|D11+(B*Z;NG-
+01B1&V="K6O=0X"F%CO):|/?_M_OR8Y>#4KA<':>9X/6*!\$YHW%|UXRJZ|1<_!&;>\$/P1
M8G>BX|>>UQ/@)E^Q?%G|=K^(\$R|@|@2,.0|AB%PG@+|\$?41@D*.01-9
R6FD4&=E'OO_8|OSFAWJIUR@*OOZW=R0=!:M|(@8%_4M<?M1/H9*KUY*8EN(5G-
UBG1)#- MHJ\$=&/,7_!TBI9'E6|R_9-SDXO!9|G*TC9Y_+HJH6L8|2<1PQ

MB+#C012\$%,8N=R\$GOA,G@<^#6"OWZ!C B46U@0\$N2%F^R"ND!R>IW32'KAQC
MF9K(VF2\$G02VD&\$#&FQ@K^6Y 6!Q1(LBH;8FMAP#-^| %T7B=^:YJ+YGXP+I
MHLBKC'4-1)H 3!J%2U^W!B\8KG!&R!K MSA:HN_WWE%O)@@/T9:/\$?
3)QI*6BN+GL:Q%,-%:#;WC4= M!V=+3!F7?K.MM7DE/?L6GW@:/0G3=2ZB!2+PAG?
0DW!R_/!Y&I"&3G:?'77/ M'YOTY>X"\$*>I/R%\8!DM-Z(4(A3)X881P&EXI
B!7<I/UPIG:TU!E?/5A- M%_L =Q2=[-IUG2S=|B=H"SH""6V?.T#4,:UML=)W?
&WCSQN)J'7O):=-V!+ M0K8W9A!>?JNDC;!&=D!K!%O7_!MC 7=X-V08N&
AUC(J! "IW9AQOW=2DOJ^ MSC0E==!:T-80^ RPI#0W L^H1?8:|5BT&*TRM;O&*8FTY@?
IHS"Q%7%J^0 NSN__"CY! MN?D;N+V!^?WJX^5\.&_PEHU&6AC! "%;9R
MY/MND/C0P5S83I%+8.R%+A0658B!%,>NVA6Z)7PF5FD2AR+O^ZH., 1'^PJ:
M5BN,:8N:LIN1V7J,:UA=KL7EF4I^3V*7!,:)=,VS>J.SV)-8=+IP!;5GSTM=? M>?
VU8!O:4VRU>.#UB=775B%L"UJ!K^(ABL=5C25B!]=3"CJ%8K"!SA3(.JG: M!_6:L!?
!B!J7!7OH4<-9!P-,N%Y<-S!8>Z2=GE!2TOLX)EM/NIS)!?>"1@ M7NCX,'9B#R+7#V&
<1!X,8!19!#H!95HSL%4!SO"S>>Z@@F62R:S-@9OJ+!OOZ9_5 2.<_EO"P_0%SEK+\$%5
_L?>|.??IW M(+>ZY)S)\$(" +V?VK'2_OQH_M4LO5\$6H'BSL"W=(2/D6=T?N!]=<+;#
M>XRV\$QC83@XO%GL7W!)54_+8L'DORU_ N M!JEB>^DD @3'*(8.9 0-X5AXE G!6+.
!6\$Q&.PI@_S->#!!C!H\$5#./CO* MKW'IMLP%/8X!^ ^?Q13BCGT=GDB%D>G-
&GH9.UIDKBP:RSHPO,E36F2LD@ MZTOY%3WMQ7BV:+/!
!G.OVX2PFU5=U227YM""C!R'4YA\$"8>1*"G0LP! "D/& M4YYXV(DB!:)X-7 3Z!
NLW(XG!U/LQP@H2;#BOP;5VCVN:*GT_8PY\$R'(I" MK\$?
HB)LA%FJM%O&'C;&BN/PL4JY':B_HFF_I_!7;,:)HY^;<%LN,9KP2JD2K M2Z7"*M-
!K1UPT+O\$/?BFT:W\$@:.)6EAJD&WD(JNL/YO'K'\$LT('6>:0<1B+'SJ-(4XQ5&4(H

1&<=%AH-GM18*2.GVV9/7KZ8)LS'!+*F%&A*^OG1B+F1G%B%P9-F6VHHS M-
G!=*FQ9XF(\$4D2&'L1AB&F;A0P)XFP5A>:<7"3^ ^,|.,\$#),Z'2CEMF3UGK
MN\FQW^0;R99MV!\$7W7NQ43ZJWH;9XH!N'5A2@PU@69"UYM21FFN#VRX5&JW=
M<8T"F_EF2X7PW?LLL<.,D_8WQ! *F=YR_E0KIYL,WIDZQX3! ?575S75U76R-
M>SC3:@.P0^IQ@!V42CV9.TR@-9\$!1(Q92LEPH?GR2!:@OY4!LN_WVC!T7TE5 MR
+^IOBOK1(DRXNB?"!L'^!UV<,644N0R'\$%,20(2) Q-Y/(B1.21SUS,
M'<4(M1!DB66N!Z8@.8H DJK(TH^T(J:75*D,2YS<7 M5W><+&40_!^>B!QIL5E^R?
YGE;&V13^O;J(!GWA12B)W8!VW6POH3!FPF3B M;AS@Q.4 L?JITZ QVMH"=V:RJ!O-
@9T M>\$PP&CF<3!)8TRZDP+=5@!2RO-9N& MQ2484-!F1!JY&^\$!U7?,T@?/_X
M6%!S1!O!RK_G2RO!OO5TU/K.51U_I LA1X! ?UXFR_!NNR"2:HQ?=&^I+P(>
M'TO^2&H.+K!*: @X@!.;!;RT7P1^JYWB!KY:2UC*X'RY!+=2PPMID+5 E,V50P:=PO: ^Z!P
3'E%FC>4KP%IRVV33N)G6;W)-K0YKM, M,67\$UHV+!2*FR;:W3V2Y!!,>%C2,(D0H@6Y
Y.DY(?!U>:^9!U!W\$ M!":X!G!WVJX*.!YLAGA_B!GB!V!O@:\$?:&#G#4VOT.8,2<)((>T?
X!U7!JF.2:AWX MH04FEJ@.+I" SW1MW<-4'Q0TTXV7,*CK__"R>>26O,@?-?UDOJP+-
'PG!C#S4YA&Q(> (MAA1B5^:Y8S!*(N2FV-5J!7TZ2A.+>,=)A+!J!O:#8ZR&
<+PN0Y/T'8!4BH& MF6J_&(E3)TA"&"! ?!E*
<0,P0@6\$089IXR(L)67SC95*!SQT;HO;_ESU3BY+. MNP!Z9T7+V ^*&_#!=
/T>P5:XYFM=H&G(S10QT!K#-QI&FA09>V\$U<|"2"TO MH^C7?
OOT2AAV>>!!EZ0A1)O3&'LN@4!L(^ZZ<90PL;C(WM4G/K(:@*"#J#F-
M>S!WQC72R33J*1?!Y"DGA)Y&IEG2IR:Y.KF=A!DYF+^YYY6YI?HKY09*5=8<-TLTT
M2,>"O&'!GUG!%1#@.N""V!>?#M/9X"MFJLHB=19_T15D_9JJ9W@!\$!Y;56D M
/WL_ =OA<=7.7R1!4W?4C M8)6^Y;C!EG> *W_/\$@E:/-9-@MUR;%RK\$>O4W"!;G#
;V!X&#"3DOL6Z<*X&
MX.VY3(IT60*CD&;U=E1)AVU)Z/ZFIG@G^=UOK+E2JYUS^FJ;.9.7'ZGRQ7C
M3";+2?HU1X1-^DE*?,L?ZQN>=FX3UT!=4123@ER8\$P35U@P:03C_#/HN)@*
MU9#2B&@-MK:"U=2I+P,<0;5&\$O_.RS9_EV!PE*<=[S"5W9_ ;Z;6 &(S-MK-K
M:III!KW0TU!;V!#!#UQN;_%\$B>4_%6R7GSXP6FE#O\$#Z;,>;+S711#0J62CCSD46'7
M)8Y2I^RY\$9ZZ><L;9/G&M3?TUCQ_MXU"M^M!NCHEGF4;=/2+/@9ZL!E?O M=//?
>AKYZ1_!.QY-KO!QO(-1Y>,L.O?<|@/8_%!^Q'RCADED1LI M968H09OXB&|1.,="J#'
71(*.MZ!;X=/9WM,/O6=DT"=T(J!6V&)N72N.C4#1:GQDK9VVQ1!#NI#Y92\$ZBIO*O/9AY=
MD?9E/W+*&_DOA8+)#" +* Y@0QB!;4^8!"?%2HMHT2A_ZU(&J-4)G6!7H#4Z@
M1P!>.F-GE)9^@TX?50_3LL_S>"2-NOT-:@!#Y4UZK2!--P%CI"9UKSHJ#
M.MA@R;ETLCFU_QUIPB)FEQ&?BX+!F2V7BS2(?
4!VN4Y*/LX!;W7>T2QH0:O:/N*!G:%R"O<;9TA!%>=M9KB-?\$O+Y)V/F!_Y@_M?
5.2=EZF^'G)2<4_!O:_YTE5ET)%+WP'>TAH3YCP2.A.#R40DSB\$W.<)=QR>

M(C53UAY*\$VO=MB<3W>K)!.RR6)H9^@VBDE>^/7D^U_LM>%2W|U_9^7RWJH
M0:IU::/0/BC1\ABHKT\HLS0/TH1H7?3]DF/(@3K=FC17-E.95_DW8:\$6Y)PR)*"
0Q0F')\$=EJ(XPA%-(ZU.AN.9M8S5U=_WYYM_7!S=W5YKZ?
#1AFDIULD:VG=]90P08L^,-JD:@.@994QRBH696""M&OQ5WI M'>-
I2&Q%Z\16:13"1^2EBNR\&ISJ@4)4N:&*8-^\$"3"KA&.\$?8P@Y\$?^7Z"
MHL#QO#X%54V8QP\$:)J"?0\K^ME._J:GIU_=F@NB29Z@A21=ZI2:D%?ICE
MU,L&N!)3W;'O/Q>|USF;778@!X=T.%S!OH#I&ECU*-G=2B2AOLS4,:S;W
M*"0%PO=,05)Y2SN*OS7CN\JN3"E?RJM4SCYR87'0C'2]QLSY+K(+^2M0E/V
MFD91P\$/7@S%),\$0ACB!AK@.ID[>|1/\$Z*F+TY'9G)=,L%L\$RC4@5C?V>M%SFD
B&028R4Pl.G;D/H(>K\Q(>1\$PFU\6",8T""#Q1EK@)Q\1305F98Q-
MN&9YMUMPl,IE1LJG0S;P^<|S,|D-5#Y)KDGM9;%?A!B6!;|STJY509F9D
MN=DUS>2LU|F\L<2M@S\^+MO\KV&=UW&D9^|'O<@JQW VGUN1|?
@I=%E+NX=2/\$ZPCOF/)L:@?IX#|L\$MTA8X\$!O6Q\UA7N4;VKR;8L;>B+>,V)=,-
!G4"F50BT)-:CH&:5;!6B7PNW MTCO:K0?EJBR>.(PAA3-TTB%TL1Q>\$*<0L
M%EY>X%+J\$Y|P0#516?NQ%+?HP+6N(U,F"(C;)KH<74HR\;5*S24PG*7-)/MB|
BE|+;-17;S'RLTS\R'2?*A/:#T/68G.Y1R84#GPAHJ>-|SK6H^/|4*E0MWHU_12G+24X%^-
:9|^-BM0%IZZ?8M>#22K|AU\$J_A0'(71PPDCB1DY*M0KL M->|D<&A?
>&AQ4#E&Y"IV**G6'M\$VNKU'WM,-@A9000QX82|M6Q\$MZ'-?
DYBP9L^|B=\$R9|IG3X;&>KY?1&*.2!H!+O/\$D.M%,"&(PB!&W"%B M)W#|4"?O=
26EB+13T6|N/GU|N|RKY?7|U>_7X++|VOKJ^O/|^#|X>'NZL-O
M#^X;=O&3TYT&|VXZ7Y'X0""|!QD3|M"SD,0QOQX"H>"<+4"
|O^EI=N8:K3WV;WD06)3"CR9';C%"35&/R\12G3+|
MEE/|*+5.5.FIK|7E;0.TC:Z>5T|Z'TMW+XN\$+#+89!W/,N%OT7;%+W/=WUO
MAT|HU|L^0PYD(9,YB,2N-4F,Z>PU'Jl@""D=(5AP|0B86NQ0,TB(!M3,"/
MWR^^^\$GS:EH6@P|&O.9@Z&,&@"4X<0R3.'&@MGR+7Y2GB)-J65,'/=/,>TP/4&|:-
Z405NJED|T-!(4YNN*X=|105H@-\$>MPH|\$J|M3U>FW7+^J/A-
*ES5&7*H!E9C!6W|!\$H<_ECEBSY>57QNOKP\BOY M>U\$VT|L;6S_Q',P#1QAC'A:Z)
D#B\$GJ0(>AD/H4>0%1:AV@-&MBY;\$!#UKX M@F\$TN2/12G|)V?M,^UR
M,H5=_FTHV@UR>O-TZUBD5!(W11@+WG--Z_9&>N@RN"#YMO1!>:RVE0I&1AK
MRJ|87T,|D)^D?&H^CQO>A(^RR_PFM>+%/NN1T(&R=E\$"/@SAA\$62!|SG\$
M13YU(LT|YX/IHX"=Z#/P+,\$WGS/O=OT+=DE&_48V|DN8)1:>S+AF(IC*E@M7A
1AWLA"D*?ZURG6>:,_GW:K'Q3C*=_XH9F+'W-B-LU(RXWC+@>883)U?M1
M"NW=LQ|&-?>E^E&B|JR@'W_'3#>|>?
N2OXF_H'D/%IA6LKFZ8U0+';J+7H.@U")V/UZA1T1J@-!1^)5619_*TYN436!8D!VG7A5%/
Ml>573VD/1::08|8B8POV:Y<&\$WK=47811|M0>H3R!(WAH@1!H/8Q|)#S0LYB#V\$_|?7.
|M<@)C^|KP6?9;E1L5S*C,|^BJ*F
M%.UP1DV43J%63Y|:GOB|66BOR.1L2=SATBT)'@|R|J?8>(>RV"!Y|S3\$9I
M6|.R|JR)1@EC|TOV3?YU.Z3Q93VHWB4^35#J0>K|XG3#4DZ%KPQ9B#!V\$Y1\$
M3&^*G"8"4Z>T=.B_#3ZP00CL1C>5YM7;X;J:#IB2EWHZPCH;|=L#EA*Q-'
M%_R|R3J&S-G)YS%=QS@_JG(FOKI6U+>E/?-N.+?R7+%^VEO"S<-.>Q-*
M/*F?/!BS%\$\$C!R4,-=)F=(-0V8\$ZND%@-0213.P#,IP3<)01F"OL1A2|K!
MI\$K%>6@Z'%73/9;YI*=N.A;=MRP2\7-1XL!:%#8S)"TFB602K&|/FC\$.?.
MFE=EP9|L>>57S;3%/?W*V6K);)FM::MAZ.G[7:WY8/JMGPPV;9M
MQ6B=A9;4ISV|9E6RUMGY6A7;|W":+KIL"7Y-YX|?A7GO/DW7D)'EO%T|7R
M2Y;RA>>CR/=H!D/A5|:QBY,'\$Z@)_X4,.*&+M5*3SP%F8G5|F559T^-=."'
M!!)F8PZ^<&\$,:H)W%=SR^=FI>&/NJG4?_T#/#2X@0ZY(=OM.ZRG,,FR|VJ\$
MRILX|J|*:>AJ04|9X*)E0M)??G|V"NE'(>\$J"NO0NU,KH34P(*&IMZ9R#=
(|K\$1LDZNF&AY*PIFO#YN@#JA0K2_XOLO9(<|7ISX_%MU_\$JYT@4|:1
MWX,+SB*3Q|CIY>SHZ-*RGOFF#B
M80_%"0R)YT&\$8@OC%CLP=N/4|H-8.'J)CLV@C|+\$0GH^0NSN_"CY|N?D;
M^.W^|B/X=';Y)2*^X>KZ|_@_.+AZO>K!^UQ%0;5C,5IF6AGA*0+1>:'KD|M-
M*/^E\$B!|++|)|#&:=#;99+!.N8|L60/&"PJQ5@SJ#79_) *QG.\$NO;6'V1
MPQ+Z^_67MBRC7D3\$<;VIM!-W0@B)T(P(=2#?A_%@4/=F,:IUIRP47!3!|);M**!8-U);-
A,BC!-.CC!/3>/88XF>=MFTDVL GX\$UZ+.NPLKBUR;D:D;;F;HT#MFW>FEA+A._RU-
XR,/)EAE430?E:+,4K=W5^_E0KF_E|WYY8:MNDL %4<,.?K M59F#|Z=B-?*-JM*N8/J?
3+:F|6|(L9|A/TJ4F>F_?|GYC/H1DK;,_\$G|7OA M-BE)5U6UDJ=U7R%|43PE6={X%
|=M3T?>1/=M\$Z(^"-?)_3A;NRF|9TQ2H4S M@#WB0X^|28HXI\AU^E\$T#VJ=!T>./
6Y35F|=V+0X)%\$DG3<@.Y\$A';8.UX(\$|>A M7H0"V>!>S_XT"?</p></div>

@.WJS9/G9;IA3^4YMD&Kl;(IKAWNQFP!QFQ-FNWQ8JB/V>*J M^K;WY?
_4+^= _EJPZ9W _E&^FJRH:WP=>GSK,WDI*<|= :0%Z5=7-1:QLQU'4 M>:\$3>C \$@>_FN
7BC13U&-V6APJD&EDE1};N [V_%\#CZL9LP3TT+V&.)G@XXTI#!LNRK43EU4X86V/MH
MR[!%N')CANVWS&1^CVU_QVGQF&?_%*8_\$U"R-"/K?)H^Y4:@,2@Q%:13OB63
M=85MX'WPNR[%_OC RZ>F>C_\$*,7\$YQ"E?@01YPZ,O<"%:8"3U'5 M,
f"A:/Cl,)!19(JR[TDWF0W+*GP>7&?J41XDVUY?<"\#1)FYY56XB@."?
1Q2(6%&H72,W6%F1I\$89!\$;H2TJIT/P)GX#)!0P0;L"87+
MA_BDIKLM4^*G98T(UU:"1\BRI*X.09E5L1PAI;4*./:X?
A#WF@AM,W:9I1(0\&X=RC"TV=FBGA@S4"H,?) *YIG"G'(H06^:.\$GI<=9,4&H5YE>
MHZ#O|=5G" _J\$SH,!*N_9';>OBJ@N%[]/K8WZ<=LN1(_;3)#JIM57=7"TLWR
MOX4X;YG,>(08LOBB2\$!)D1F1090F(6\$^=R*M@5>.+*<^GUNP30E74\6O6I.F
MS4I'=YW 3V<^ Y\$%"40!PD2_Z)I@&+Q;S_2:5\$V)3OUVYCUV\$#2U6OE#3ZR
M7+;E+B@VN#2^%&W!\A0W3>RE)9"J^!*)GNG10E8MT6J
M&^LD^IS=B?;LOJY*J6"0&T^I;I2*,PHI0ID+L\@8BX*22.-9B/1)\$'@H M=ERIAJ9J@"
<^&;0\$&JJJL^:K")O_FK;M\317;JJ9TIF*2G;I;Y(U5YAP.X
M:'C5HJ\U68+53W"K;56500I<\M5/6;LMF+5?%[]/?B>Y#6Y6)*2"&=TU0Y:
MN,IJW@WJ0E\$0DI#%T".<0,1\G\$<(\$@CJ9>Z*7(4RJR.0H8F71<-+=+! M#R1\Y5S%
(ZP:UPM6&:"G"\$9HUY_Q=H0)RKf8\IAAEF9AD'H9\$VJT7SWNZ(9KB835Q#\VHNS\$0\F9J
<IWI!)31P-3?L"-;" MZIM,C_LOVE)XF!1+4K@'P*Q2>)C UU(XJ1Q 0+EG%6?;!%*R^)
(A+NY7\IG M^+Z#4NC%#\$/6#"0%(84<%CAI;Z;DPTBP\.@)K8'N!\EYD'6@S::CC?;+
M32[M<\$%//K<9<#5@@-V,U^:TV:LP. 1H\NJ"(P3OJ2PX\I:I'=W*>;#">. M"><\XC)/
*1XPI7FWJ-OQU'/F)NC+3Z_XI_FCI/VCOW<,V\9F^RR=%0]<.
MI9HQ_#V\$=IW)@=7\+PTJK;<>WX7T1LW\$#Y)\N#WXX5=,YID(G/:Z;0%ZEU7_M>!#K?
&P&GB^H3_W8\5,8I(DXF6GLMC,7A-6<^IA&7A1K95Z/P)I8GK<@ PD: M2-
C@CQ;Z9@ALC&=JLFV)\$WJR;E%REM6#7*"V?=K"93SP@S2+N?" TYX A.
<H'F.=FH#;9(B>E'_9T-"WD\WL\4_3Y=06Y-9 MCX&:=URK(O\$LU05W\I-
/L^\$="7:QJNKBB9=I@;)/E;2Z\% C7-[6W:.-)D\A&IGAQS M(K&&*3&*&ZJ5!C-
"R>'DEWTOS9;R,H+Q,-%E\#%#%YXWTX\$_YR79'F>LW/V ME.59U5@BWWC?
IH\RA#BNGT"SEJM@=19*>BTV^=2;H*J8%_!CH,&C9MXV"OZ9\9T;," 6I
MYXT;:#%B)TB@IH9IO*"J;I)\LN15;UW@@+K4\6 L_:(.&4P<5,/1BA,480)
M#9U0+TKP"L+DL8&J_E_ZH;._R\2\K^5A*T;\$GC-%M5_P G\$ZKK [85A ^RX
MI6'@I\I@Q9JK_WK\I1W\^3MNO6"M2VYC\6I;D6,I)B\$,19&F2B..8<9CP M;
(5>FKB.BTC,54TX@?+3BQ;#21E8W9(IE%#W9 (/9EI@.A;Y4-"E(UQ0X+;
M:/#QC=&QO/>@?=#@'CXIEYV\I\^!>;WOMX939&0&YE8"9IM_^:DH>?:8MW,K
MZ,N@M:XXH9N_M=GKGTF6RTS+I\$KQ"G^L2G%N>5E5K ^6VT1^HG/* V@0Z5)
M'@0!C\$J^P)\$@9,R\$@:>5D!^!IRC/KP\%\$&IP4J8\7VK6LU9-C LH9I9,XV
M1DJH*N0B=W2 I?8-.XQ+EV-"Y#\$=&^"CB#04@1:DH8)NA;G\X<6=L."YW_4!:8 Y1
,79&T#, M'0?R(0%1%_T84JY5",P)H_V2K"@@2NDG_,)62,<>H Q"G'?T\G5#;7LH=0D M
GR-9(TH.FDFT:"&Q;D#00^S.JO@ #7:49H JDO\PPPP1>A_2529_T35=V4 MO&2Y>
(0+G\84?Y7:/_ZWGRW%DL?Y,1)//O#B?#E<THMZA\HJZ-DZ+2O5'.EI&*2G1/?WF1YR;-@P
MOV(W?GWBIVOK? CP6_=D/L(0A8;*QU;0IT%OOERN^SY>B 4?BS);WRLI-J\$8 M6V-J7;!
<#CJ);H"K=Yp89<"XX-ND74_#Y%M:I-E3BC%A.C"_68T*%O&&3
M":7G#;I5T>*9Y%6A?R?8M/ M'5)IXD\$=>N8TIVEPL#<I-6_+C)%@-((I^3UV^1..&I!&(7
MH1-1)PI2%Z?4U^HG,PIM8LUP*W\^E50\c5BR7I!STUM5L@SS./#VC M_626&-KI\AG;
<I\WY3O>E2\$KBAE*\$8@ MJ"Y7FT6'ZW7UES+39)^R/*OY%^\$%L2MA8>:/V6;JTU-
1UMD_AR._YN3\N'/ M8A\$G!//(9#[6)@PW\$60N#&';HP#%GA>Y.C-
5C+("8F)M)C\4\$!\F?%2345-MSB\$)=6B-QMAP:A=MK=H'?
W\$+;,4I,YUMB@IUL.YS=LMY^;DL5L\&\$^%&EIA87#O(0((R3*7!C+#+A^ M;V&)>CTI'2-
I@IEO"C0:W5Z,K3O;Y84"<<."Y7'#1MDMZ=X(FO_:+W@'+N\$
M40)!*@.73N)!S%QAYD<1H6X41R10RK_:O_S4UXGW\Y")K1;C"C.IPP:S.I#H"9>0;5.+&
I,Z>./&^W#D\68ZRKL C". \$ T M%2+;'(C"\$\$_,I@ (1YR%+\$QSZQ--
IS:X"5\$N<I9NUMU57=*OJZL=E4S25-;B< M@;RMDJI'JJ3,6:HFZK89I2?V6E,RI\DV?T?
TQ*5@6R#?12W7/B:H%F/M?=>+M<\$JH(4PE7T>10RZB40^3Z";.<.Y"&*8QQ\+
V56N.I7GCBTWR=J2\AZ=V M)\-<"S84>2U8(K\I.O.JJNQ9.PGTW\".
((L>'R\$MIF)#\$A3AT\$^8P'R64&I0E MO#,RE83IY.('>;AE;I+ 5\X>.2!-R\\$_T"6IJS-VM*Z
LC9.2?;#.^'OSKF MR?O!>FI+J\XJ?
9^>5+"A%;3\$GH\$!N6>@PUP69.ZSI.0\9R:I")8&E'R\HWG\I
MZN(M).MMT@YYPR\;7^JMI1FV;>.Z)N?HOR'1\$_9KR^0S3-S(/-?=&%7)O0>A#N

M<,%+"8XCF,AC&B4A@=@1;K4?8"^E#@U\GNA\$QL: 36U;VXK>|B&P;%1CJD=
M2[-XH&F&F|! 6T&KT&9)6XZ"FE5UJ1#|6H\HO6,FU,-L,7?|F;PTNJB;-Y0F M3HC",
(&\$1DP(M4?D?|<*0XPHQ;X7X)"9SF=Z#6QRH4YJ|-S!-Q_(M,-B-2FV M1;B>%&|/9?IQ
UB8|3|-.)CI\$(43C&;. ?5FPYD.\$3TVGNG@.|9*_ @6T3T7Y M1*[R5/ZG2>HBS3C/ZJ:4!L5-
VB37EYS?9X+F0;|1^%IGM-Z19:+T'4"ZCD! M=|&7ASMV('99)%-'03B@.)A?
&+MNA5\$)|8ATH?F'5(G%|?;V1DU|?;>^*VG MNO87S@ND08,U&*!|GK\$A;
TGJB,603(@TIBOU5R+_&71?B2@DDK|JWR>+KZ M?
#MHOG4UOU5F*|3^VX5W;@W31YX*!-D'GHL_-+>JU<>LHLNB6@DI:XI+%|HO MA-
3S(HC<@\$(4(2JT..'0C|B'B,|3|/3*^->"/K%J'E;<=-B #IWFFK|" X2Z M:AM-
9TZ/V6J*>3(6ZKI|NOP|RJ03ZI TB+5>@:0"^XUJCS388(M|5CNK1'!PH;M2HF%1GPLR5-
U_CVK%EZ*J4_C&"8,"Y,ODN5%)/%@\$1QX@B%
MDR9FD1@>8"5&TX|HYPBJ_IK46;_E%9/N0_\$5>I*P?WIH'+WZ1 M/:V>NBH@
M/T@C3P;G_" ,(<)RFJ/G1S D?APX+O-3IN29|ZP|L2|M8*E)_B|9XVKP)&+T
M=%T'QF)9TT'DORPA|=+"A)_VUA N^O-(DD'R>C%Y? #^N5'K=S|3|:KMBU;
M5:V>GAM/*TM3+KMULMQ?UG)U38UZ2LU6(KRF@89(^|1D8|
M*\$O\$7RD'I!:FY6.6RV"7M%>?NU\$<9(.DR#8)13(372_4HKX)/(CCD/ 4\$H8# MB(0Q!)-
FZD%"<A,68|VMZ\$RYR|ERWH43'9_)ZS-V:|6H3++A>-SH\$>A3/0
M(R&C_QM^OZL@2YM=KP.RQ0\$|UC/; J9J2H%D:W0R(G+ZCC03V7EK7#
C7Z%\$S?,NP2H|2)O7|EKS(MB'@|TZE>>)0E?AAAR-PT@2B,B3 L4 #|).
(1Q3Y'J5:BPWXP\$|N*/5#PW\$+5 MK)_?SODU.3Z=7CWY79/: 3SKQI9E-
IQDFS5U^|,F^=_2BA._7VXT_KM|W> M#"7Z)\$YRZ>WQS;W5+6E_LD T3#R4.-!-.
(|PR%H9V#B,%_-9F0ZXG88S(BS1*;3AJ8 M=B|J|/*>A*9"N,AMM;)DWF)2F0-
7^N6DJ+YZ:TM-T.OY*LYNVR31|S)R9I+
MI9LF_%7M"8FU%_R;:&U"PS@,PQ02KVE9|@J#)L(8\$NKZW(FQ4*.&3|VT)LQ
M*:A!%R827|A#|J,S|KKZ0|H|WQ8LT@BN5-5+.|WFKYK-/7^S|Y|,-V5F=HF
MV^2G|7PF*|B|4<*33<8>SHBR"L7 L'V4._XLRS4RQ_OL|<|2S-*Y|DQ|*E M+
&K^=,7+.?RO|4BPBCPXCB\$/\$I=B#QAX"8T0)"EB9_&*(B1HV|E:H.?6BNW M&(\$U2D+6-
TB! 59
H@/^D(@U?|3(%#+ANH+%|/"DO=M1;X^C;MAXWZ>!GBY@XD8L<##&E*42^*ZQA5W@"
@GU/JX\$"KP;8&|(D/ ME+|+|+-\$93C1|0SPMH&YIOFNPU8UVWPB9NF=&#V?&BS
PY!/?2)-^|/-SVUV M0|2FWUJ#1'7(,=,U&);AM%_27T\$T|O9*?
B)|JZP@01"C"#O5EP|0HA=A! M%\$:AY|44<<|+E53(UJ|3*P<)|1RO/?|OF86-(\$7"@!
PD9ND# ENQHN^SQ|DG6,W*FGB|ZF!'CLF*-!WJR MHT8^&^\$-
B82GK|RB51@F>AU>=+9?S*&'#M,WC#YL9O9MF2+*%@FR(DN4K85C?
M//.R|:6Z)DGM_#A|M/-W25X./^O2|U._%NE)K9 M_4|8KZ>PMKH2MZU;-
IB##>|H|WN^0;|L^F|ZLW 4TNF_Y28SNHJS,#RUZ|/% M""
+!;7ESSXOS;XX/4;.)+WOE3K6&"|7U_!@OL|O(&7(M_SK\)!@J/I'? M=-'DPD=K+
|8TLB|'N:%DAYW,"TS|'0>Z)|AHT2:6F'|%YW3"!LEZY4--OZL
MO@S>K,JJ)CEK9IK20FSERU7.KLF34CG_ ^I3RZ\$ H2Y>(X0>%S |-,J)V F
MZ(*1KPL^Y:QE9"T4?JU1.LX>4;";+L;.)UG+2A@"D|;>;E_):O*K%G-^55 MGI|?<
U;,"7=V^9O.QQYB;>-+0^&J\$!K"&+L<8D)HE\$84|HZ21*H"G%@V._#R M9FN#0'-
=>29_|J&HOQI<82IS4|V?L,DC/=FVQAYM>U^59DM&^U%PLUK>JL2_M-
I^5WSLE3_KCBGN.|H|S|*:RGBZ)I/2;_WORNZY.08C|JR\$-/A@(1^0(&<-I>\$
M%\$8XB=-,8DL0C2EV9=0%/K"P:R* ##23L-B_6)\$E8@8OCRF%*WFA>\$PQ2A(% MI.7,CS|
<8M"2MZUPFIOD'ZM3N/^ M+&R-|_7|G"9)\.T;DK"Z?#^I' W%
M4LA=GR34)R%)B8|W8Q.Y&*)+1|AE/+C,H_MDW?5GDF|PYS)AM#-,F%LEU\$
M|:7)1)2_TH|L;=EREK07L;>ZC-?3%CG:E|F+LPH|V.V|+8511^2'?
M\$OH|B@.WLOO6=V9^02E"7*B%+I,UBNX 8<|)XPP2+_9|AB+\$J&|JPBB@B37K M!C98
P<2NK)W-,ZFWWZD->+UM-E!NO7=PW\$&*+N#UAAAYO|I?P@Z7IX2<0>|
MNO&WY_+BE&@8>&UJSYL9EAG(.610B7V@F M-X;\$%SK*#SCG<4Q@
M6NQ0JT&=)0MQ#-*L|I"R:_M-Y57M,VQSR7):YG>3|_RFYQW'V5\$:>"%W(>4
MD\$B(+|\$0)VD*4Q?|'@E""OFJ9MA> !/+; ,3=\$#|/"K;';LY|=1>^MD*O4D
M6AU+;I2:@Q:4_K?FLIQ&<1Y83.//Z9?QW%,> MDS*30XLX)55OD@<1XUXHU(50#RE\$+
(X@#|ICLJA0X+HZ3-**!FH%T&,CD=E\$/
M5O9R;@&KE_H%\$,.*8.8A0&/. \$D"O2EHCI+ZVIX|;CK;_/74K,NJSIYD:=BG5;TJ>?
^;E|K>5(U"7%G8(T;:";_+H? M-/O'CY_VY'3#_5|3&G-
P64^K'&#P|V=.#_-7A;T&4|E/XXVUB>V&;P|S?TT M9NU.>C|Q/>L=S|^?9#>3?
|8#3MMV&J_-TU\$>>0\$)/4@#GT&\$4P2Q\$P>0QMF_KQC5#3?7.Q5|.|&>W\$OI>S

MDW;L\&EZ5NY'T?EO31Z5V::1AMXJ34-+Y:*IR=>RKY?Y[D SE8RVX8L\61 M7)1=G"
A41"RE, (^S%\$29)"PE\$ "XY32F'D.(HY2AK4&S*FO3M88-(E\$&QQ
MBX3F)8H"#Q404^QR1O-2Y0A3IKA>4:??UC6+ L1YKU046;!S!:+QJGYR\!VO
M:F&321/L8\&KZZ*^X\VLH\X(3'O8H/J*\$XO_!'!"8@+VI0MKBLRPK5,XHU
M.#6N\J9CDIXF&/'(B\$+,#=*Y,,\$I0GW:C#&4-,+E+>N3/LOE-GA;^S\VMG(H5JTP:
(EU3-@FU7%'ALF7Y8W?."48'F\$0^Y*X30.3%+B0H#:\$71HAC\+HT M"!709Y4 3JPH:CC
LNL MN(6%\J6F&00&\<,43-'3#\$-^W.WCA_YMKQICE&_MK3/(\#;X**.:L7
YK\$7OPLAME;DNC\5H&EPFZ\UGYBW="A;RLN1M9_4V\$?FJ MJE:<+4(W<7Q/>\$4>=2*
(,,"<9#&T'&)P\W\$]_U0JUKC,*B)5=X:<%MO<0:R M!FIS#=9X@
M7\7UZ^IR4TQ@Q+I6GDZ<9EE"D3"LCY# !\V2#\%ETMDR0PP0-
MLT!\&GC(7_.,+H5U7\H& !G05C&+^ISZ=\XYU65(I0?OU@R-QV
ML\E!*_#D96P874L9&) &&MI +8@;#*E;?R"WW0>B,-\57Y6_Z?I8.AS>AHAY
MCYLWW:B= ^QML3\$-*A5I5LL^Q LW#E'J>[ZPQ2(((\$PQ0%B8,"YB#& M=7JS;Y;6LH?
U6ZE?7SZ OIVZ;G1H37W"" I"-X*8>,UD>@83.84E")T@9#AV
MG8CJA="J#=#H5V*#^IC'(65^#*\$E(_;G2Y(F\$71I)%RDE(0))7HFBAG\1F9#
MT\%!"!7XD?'V3S_)(R+G->!=,K,Q8U2#A";\$ZIVRUX* Y6_>!_TRR7,*ZR?O'%SY.?,>E"-
((88A*L0VIBDD21K\IS LH"9U% MSA_E-
<2#1F:\&3I*7WS_20,H3\Z5RTFNY_&'5NY\H98S)OJ?AJK=C+=3US. MM G=-
V'!%N7+':=DN>RR1A<1Q2AUXAB&08P@S\PT:J(U19*T5 MVEX@,S1"XED"#A# 2)&
I(H2", 'M*PV?(\$QL2<4_!PXSK^!\JNTMG\$OP9XT74*3->&@Y^:3)+N\&30N#..7R&=8T
M(8BXR;-:R:."Z\EUFA&YW9;+7O1Z7VIUR0;MZ V(=U:M^F1S3ZEH?1KFI\ M1Z\??
*LVT:\Q'^D(O?.HF:GP856)H\J+HJG1 Z);*G:/&89_ D\(\J)7<[2 MC&R*46B35,K.
<_9%_#A;9G7&*_\$\4&PM99<>(\$7,3\-"><0L3\""8QBR"G
M6+A%/F)^HC6&>Q(L)U:\$/9Q,=S#W-%NB9M&\:./UU&J/+AC@>P8V&(\ARNLJ
MNP\IYA0:H TZO&5(I\B(DY@M@-Y/5WE,)8QI8182SQ4>ICM1DI1^!\,KE.;T*N,07&3PN-
MW%%U\TZF6=??ZX>>KJN\?^R 6AC%H4B6U3FENU#>8,;H05+WSP<|_+BM+BS\I
MCWD84AP(ES U/,H#8*4^%KM2,_R[M\')FAL78\RP\T,MD'Y&3=2S9 O;&?
4GV\$7Z\^C>M_3; ME0\N+)?28\F=RD\UG-%ZX;>0X.'QP#R5>Y*L6Q8V MF5B8FWN*
(@<566HT+1WARM% C25:J61W>!\US(Z\CU\#!30HD;"O\$JW-
K4MRNP;D1WHKPNYSV39SH> MH:C\B)?"2<^Y3SQ'3VK8C^@B570!NR9C"TW@
'1&"E^ ME%&J=L7IY.M:;%!O*>YC6!HFKDF7-AC@_9F;K89S87;OAR/.VW(%K7K=)AAGM
M?BH-DW7OAT-H\$)0N/(O"84KG\@08Q=!\+PE")XT1Q;+DC/A\$%OLPGAD
TQ=#WMLM>&,V.&H!6=%C2V3N2\ 'P+^Q0Z/& MG,;NCN(Z9BKL2Y\$_/O#RZ2-
/)!\0JK"S:B0SQKS61X:KF&FC._Z-YRO^2=!\R(=.NA7Z3HP+[HN?+[UV^MKR5\$?I)G
M#^3\J>AQOS/@P%CI**81#!.B"!;2+'X\H02Z%>ZKT!%CJB9I2CW^&DIX-, MV.G%KD-
<[D 7<2;+OGU(6)A &J0I#QT>ADRID<),S#0:#5"1Q\>R35P\$Y5R, M5=/P\$|-+3\UWR
"I6T"/3CL-MD=(M@#OBRAZG.2MESW\)?@)+"EY\$PQFU?0G ML.BUNC\EJ9.
I4+27=N=Y4P!8\J\KX3+W0VT=^2*(PP<826IUA6;S@4QEZ,
M88@8#0+QLJ35,D\$UX4^LG+9;+VRAT1A.H<1G-7TU(??T=)45QIW2M4*' M?/L-
+)2@OU40"QW6C+2UT%KFQ/*+OY59S3\6?^8+%#JN<'0QY'+P*)\#K&?
M>)!A86_2"*>^8U(MM@M)239.+KOHTIR:;D \DZOJ%3=L(4-7\&:Z> M#4LS-
FQ44R>&7#FQ)*,!IF -D\$YQ@XEMDLQ-@#>I@QCA\#)1B\3Y\Z36O M+TCU\;8LY-
QX\N'EMTJZH5?-C'EIG,A\SDV*W@+%B81\$.D7YZJ"U# 6#HGU> RHP>FR^!\,LI-
F=%F4CPPTB0K)\3/1D M5X.Y:C(I#BOD/Y4?)2*"8S^!\-2\@_#C7M%6!/@,LJ0@-P+J
M#GV&O%8I\BN<5F0Q:%#\I?S@2M@DU8(S\%,".0Q8X\$!A*/B0A,R%L48BMT_ %L\
(>\$#AKPFL\&*-O4U(8M9N@I"G,^&-<5C!%HN3Q@ M+Z@WR?(?
(_I0LO\H.Z8\YT&7:>%9=,VGY06;_?\$X%B090/A^"A^!\2Q&\$>
M<1S(DD#.1HT9%/9%)THXUF*H:&)V*5;HOT6'#?%F'U">(EVBCXQIG
M.C\H:1I5%NG7HFM\?;JYSA/QS"SW^>3/2R<#VH#R@QG1.FO-E2%M0-\@8\KD M;?
V\9^?+Y3G\^T,AH75?KN)\@L\TW)U9\B 0\$%=5W39J%3;"L.&E^NBR/32/ M:
I;3R=738\$Y;:::#885*&@-&GC+SALX9R\KTZ%N2L:O\ M@CQG-5DN"/:"P\CGZ
8HA@BY""(I-+)^C, BPRW7T!:SGWASBDIH?8X%V32')-?
D^6LNI("OH8DE*7FK;/4I_)5::!\J=6:P\ZSO?%H1\>_LK98Y8_-N\$CZ=!\S9X_O+29*NN\$
MEB\RS\4O\SL6^PNJ_ \1#(N7UE?BOC2&\$4HP1#P)(FH Z,X)(BC*":!9U;_
M.37J\$Y\!&JC#P1?:37G_!\#1+BN;:7/5C;_WN65ZAY"-W3JA*G8NQEFOLYT<
MA3>JW)UK0P\7 L^&@:\$W3FE\A=9,I\D3\;C1'E\%;I@ @1NG/\$804R1L?<8<
MF\$3B7Z%+J)>ZU\$U=K=(-702F\ M\WZ'3#C?:F^?:JY(MI\H(VWQ4=_PFYJ1D1 ML,I_8B!
(3=LA1)TP<!\;8S!DSD\PP70=,X4EEG_ *VE!ODZ0MF^4_\IQFO)+-

MAY=%M2HWJ0688P\%?@2].!7:BD="6SDX@"P, M?G).5Z,[>UH\$_N\GCTJ0(M; &\$#-
N@8%W/HL5L-04W&0.UK3VN\TU9+1CRPD\T8, ^JD(S8\EH;F2VBIXH8 MS09?
^"-97HK5ZY=F(C9A)(Q\BB& // [%G\8G5 M2, -M."T9H/O8\X\$CB1.#T1UZ%+681"!BY_Q-
OM;(I_K 1R7UKS2)P(T3T MXC3VB&\$Y19&77"8VR9RG\75M\J\$CI 200"DL0/@QJ8E\$:
A\<26M)E0*_U\$Y:.US0DSE#!N@7.QRES59QPV% \Q8S'"5X MIWCA^!LG=#!M
^!\L'L1.DF 49Q GR6>3%GV8)*DXD\QQ#W\$@Q23H"J?5+H" MW=%Z; /=+ET\
L;I/^UIO+V^"T\$|<&F\$8JH\@"*8.)&\BPM#%#N<^=2DC&J6= M=AED4-LY#9>4KCF-
B;:1Y\6_C3MZZZ9,LT&'5W/:K;1W5>:;!66_7_=0I-'9\
M\>+175WW8\ZWI>N!1T^9\$>:=U\X@Y9O M9\TT+=\Y;:#8?
GZ8#!8\F2\6!HSMY8_M:6.CA*I,'=N_P!M,'QNE9A4LO%7
M\1=5=:+>\IS4F;%;WGUS&F69IO\+)Z\$6EUPWR>1YR804.GH?.[*B1@!9)3'
MKN?J?JRI>W/<.(G^E40L7OV=D<(\$WR K\IM_E66Y1\MN2\=2\3<_D.!%V7.
M*9\$;LDINS:>_,BJ8I6J2 %TIH3,=.6+1*9OP212"3RD>:;!K\45?I#*Q"IN
M0_<"I"B#\UK.FNMU6\$K#FLL9=D.=U9\$<1ZJ\!+60#!T/Q0"JHZ'XV^Y8.#SV
M+.M2"JYF1>H\;&QZW'/ZK;R6U>,FU(XDQ/_P:7\MY^#CZ\O7Q'\$1+<
M%MA8B=17LHT?;MOX-6OZ3?PL?E-6+VV8A?B^04.+MO\$;!9B\]'&M1VHG/XBQ<
MKKJ6?^MR\|>_.#\$(3DGGI 'PYH6Y-OQ3G/8V^)./V%>&7G6%7^_%\$-U>A1A+
M(Q1',*)4;.M:Z\$,2T R&>8C"G GC7N_H,DQFZHN5;:7GMGZQ)&RXHX^(2<1M?
#YX,OUT6+=9#\=52>;3L!R67CY"9/82RZ>!'BNE// "T^4UG=P/\$F)CR1D6G MW=2J)
(Y@_B\$-A'V-60;|+,P@RCT&4Q(.,11DN0L(A\5008<(C3Q4NUN"3O:
M%T!1E\O%AK\^C>B@N(87K\$LAFF"U9>_Q&-Z_X)5ZWF'
MF0.+DG6!H\O*54<">3*"0A2)S9?D?@A1E&4PY5D,"4I#8=#3/"1&B9AG\# +Q
MLC\>+:Z,P(ZY7JDV%Q%5YTR+WF8_D\#-U,N4,PZGWIS9/ZKHJ>;5N\BL;M;-
C0+^9P\$O^PB+;,"IX0A(EL".)QF;L.5J6D%J.T>G%JB= W42P9IX1<1RTG/J=6@ M-
8RK%J0\J^SS-D--.FP1\$Z=%\@4I1C)*B!I"/(01PCY.8L25D4^A%,DH1# MY
E;+T,^@W&8^C0CF9&R: XN(O:\$C3CVMX5A(MAH<1?RB\$U!E)R!CG6\$
V9'&T*\$XJ\XP\$, &AMC!YU4Y7_-XV5NBN-VD6IU\
M/1CF"8(H1BG,2.+#!&/QE\$2^6%FHA7V1H\X_7>T+.H\^6@MYRMT9DM7&U@
MOHOS*!'RW!_J%D7W%%8ATOK^\$.600Z_X9I_D%\$O?;_9HJ\%-*K3P(?7W2.W
M^%7E!7W'-6O7=11?J_+Y\I_A\N99Q<J\J53K\$H\^QHO';^+/Q0NO\2/_10R\
MDL7*/^&B_EUV\I\@>9@%892+J4BQ. S\$/L0TC*"788Y#\$N(0QP_/JN/XW0K7 M*
IT5_!Z@F2RM0X#;J^P#7LK0)(!7X*.XW,E(&O#Z%T!V*%A19W(+('2N*(
MX\$@<#<=OJ\CF1\>TX3),TY=A+\$\$:D^QJNRI\$,L?<\$S/O;V,"S^1+^SUJ81*&G
MO@+T;_@5Z.UC\X'5Z;9/Q3I4O!|<:^P RK9A_>@&V:" !B_H.%6#4- 1(S4*=-
B0\1U/HJ@QJ>X T;V05\X#XA+GT MKGBSC'PM,)\$9@-67U\
J\%/6M6HKWFF;';=Q'Y,=QQ.(0QEG((>(\@UD69S#
M)*4)J\M,1,2JXIDMXZNC8Z\6'Z_7H=7=V#QY2.X^L_?KN_ ;A@6JRM#09UG
M"LF8\0X\#E1T3?*JIPB#,07K*J\6E^R\(:&PG@3=&OZ_CG90FU"">J2-.(X
M97F01S#+F6R;D')(B;CY3W\$8S_<[WDMP\$;\$VN"Z")6=F\J;PD!;!5=
MB;:04.QGJW8)JNBL!-YIR#;)N\;0'23L?AR;:,LH0J)3V5J (IAQG (
M\;!@IQ\$OJ'W5\N\Q,JPX543K+?^!^;4W%B>";7%*3FL=F\> P5UI!DNJ+;
MP&G(GB5T5R="3:KS'MK,1/'F7&7XNK\$9\6JQ"J^* Y@Z\;TM3"7/E9506T\$ M2+
(H\$^<=&*0<"6LFH! G/H8A"L2_X#;!,D*XU,T)J8CW14;_I, 4!JH
M\YBX1NT6AT(PTP;#^,W-F-'01M>:<2@0.Z/&JL,P,6XT(9ZT<<;>G\O4T<31
MLWATWS!/') M>[NZ_!^Y3*\41Q%)0'J\$=), 'AL:86AOM2(JVL.-HAW\$, *R, M7\$K 4!79@3?
*'-!!9I4],#CP;:D\$.O#Z601:SY_O XD\|<^S-&,+/0A MHHC"# "K+X!#\$ (O')<
IFPVB^@**5HLHO-\$VKUJ;(H7(R\ K5* MY\Y!\A\N2H,R4/?Q+_/J)K_.7STW-
3L\57237X0U+JXD@M>D+J)<_G7
M1UR4C3B)+66;C1HO'Q(O1QG%*4Q0'\$"4QP2F/B>0YW&:\(!Y(:%LUV;/U,0J
MLI>Q@MN,E5Q>7;\,7EU/-P-Z7IFY6JF7\|F =VMR3\X7\7+T
A.=5+2O!2H:E8MEQ.T6B\OFR?|:/#^QGKK%K^"E ;>1%FOD2<5N\9(J
(\;6W3CQRH;8&:*8A"3 MNX:*Q!8G9JV@+QV0CIDNW\;:>O:
L:NOJF=>K5YFPLUJ4*JKE66KF\HN) M2>+Y881A%L>R\J\XB7A\F/5Y#5\$.(N-
(D9T"4^JL#KB%RK!;+4-D'AN6TS8 M\%JGI'8P\01DNU+-D=;,-BQY@YU5VD_6M-OU
+MRAA@-Y05,!!%*4I@F&89>%) (A"Q/J, O\$%J M\$RN,+6VPE,1!+:G#*H?K9E,EU\$Q=#
(M.3TPAD.=4.=H?<.X*1T?A*EN=/PYAY46 M-JU>/F\3LN,T#**,>6(CS7*QK\H,J
2%D'I>3@A/,0OCLXLJOB\$|GTNNGXVB MF@9)/LXJCZ\$E5E,OG"MA6?
O9>@Q<@'YWI:F*9)@G*NX5NB/JZ\$X4E!:%4K

M//VV>7.3RW5=|Y*V351)E'/D>SGTTUC8X+'X"2>\$R\$BHU(JR2I-(*W+R<.")
MM<&&E%&[RS?@AU?T.9#,UJPN&J.^),=8/Z,5R=YPLW4?.0:BWV#DZ, M-M(IS%.O!"F:
<9E Z\$ \$K'*(")IXL4127'FFVS.| |H>E9 MY92650DI^F"Y8\!L,YH&O6,@?F&W>;5
M8DIPX'L9I+) /@H|#%#+,8QI/R!!3,+0-|IQ&:7X8Z|8+*O>C|M13W,[E8|3
M>Y4)|G.UP3K2<>/T9E5/VO/-8O^B^,)*|Q95?G?JGK)N@!"W_,|S#&!>8#\$
M28WX'L24QY#FL9^1# 6I>%,S7>5P|(F7NJ0G(W>^2XKZ>1A01#"|=,|%9K9* M-
Y@4,8LDD5?@|!-S@%IF4AB!M8H@^04FM,Y(V>F"U+Y!2O-,R0D|8>FI6 MS_7#Y>
(AB-(XBED*\$Y:+|R*+4DCR.(!1&*\$@R3,|9&6@Z8=,VJ_S.+S|>; MKU^N%YHNF0|EB"?
&G'=#;!PXV_J^EWUF!VXXY)/M=BE_ZKE;NA'F;+LL|MU MKAS|LV4|7ER71?
G8W/):UXK2U">)" '5?/GE#MQ>?05W?UU|O3(LL7M20GIVJA/<9HME0U*&Z+6U
MPQRW1|&YJIN|DDZ|U;+'8/|ID:NZ_OOK:BGJFS57)>WJC|A>!6_-|@(|T*Q_M^?
E4G'EI+,Z)""0<|0XPQ\$/|JUDJW>';&*MI A*3|OW334^W%7C>U35^)^C,MT;%-
:7@W00SA11XGG'0SE3Q?I<<6LDP":T'_=RKX:#F=|H|JHRFN_R:E'RVG
M<|HZC|8,6J2O<%|_4E?KY^NF68OMY%-IW(YP8(BI'<6",E"D04?|GRJH7,M4S7(<1D0P?
^XA"|H2-X /@'\$0DU,-HER R.,U_.S#BXO30:CDN'<_0A|XHYVY2RZW(EIJW81E1|
M>/T5_Z,J53.GS|MPZI11|/#-5LU-Y@&D&B5A:4/R33TB6)V&JE3EJ3GKJ!;@I
M3GF3@OT_F^BH#Z|L=1U(S./6K<0|? JGE:ADO|W+,5^;'#V:|8SF"94JN=\$+
<5L*"XJNB|LJF'7;F|_6W|2+> M'I(TD>G|_62A,(A0&%*8!6\$*|R0A>9AXB>?
G1OFZUJQ,K,%;QR= =>EY6KYP# MTG+3;(.2-
1, #'8A8/^X%,J\$|D/\$IS"E!\$%"LIRG81KSB#V|
M)|I4L|NL3_6=20TEH<>YET*!;G8+'PB+%_QURRBG/(2(1%_%!RSA
6N"GHF1R2RY6""Z+%|Y^=BE_O>W#V:=DMH4<2\$7|2%2C*#D.=C3_Z
MVD R&:1ZT/V(IUZ: ^\$.6)/2_Y'TX MXU^S-1+S?>%-.6)!M7@IV!HOP2!(HR_|*""KKWU_|-
F^~*, ^E_|A0?LS@3; MB*AF5RNEZ7J7WWWCPBB2PBZJ|L/K|H'+JE0I?>?"YH?
7OW+V**;V(V^*QS8E MN"W9Q=.0)1&)(.)!E\$09Q#'(87,2ZF?\$X^RU*@ZPW2L3KR
=Y&:#>BQ?@\$V_M/>(5|V#_#_H6,+NV5'MI!|#7;W4"6=9SQH'W-
GIK)FG39CVW=ZB3HRG"=D M=%:K>WJ!'YKL,U |(ZF%C(?QDL,P7N-F|=M*
Q|S,68Y@8RFD>RFGD-" !S2 M.(HCXA,_2(R"^N:','6DA\$|')H"^18VL(V,6\$+3C#+/<"T-
QL(IQ8E255H/FU-ZZH4(1%YT-,1\$!KR--MI?M8ES(R4^&?J_(1?I97">|^+_C,>9"|C(JW;J
MX;JDU1_|V|3H|A'|+T%8X546WBYZ_/3B.-!T3Q7#5ZJ-)Q&#+%
<2V^)^L+=C'Z8)2V\$%_C*,ARD:-|J_|/C36H|9+YE;4ZGS:70L7P^~K7|KF0RD0Y=HU+\$6@;
M-?;\$J:CD-B@59"^6^\$|NX|&|Y?:ZUZVR\$8= R9: ^3;B.E.;00QT+R&Q=ZJF
MNUX"SNL8&*WNF+7&7^VBW<#L/WK>)/7S-?Z)^E<6C2RN6#|H_JJ9%)_K%X7 MWP7-
7^IRQ:Y+|9OFTY+|WJS*Q|NJ9,W'6OSP4K,_UV;|66ZH3>XK*L0V|W>. M:R
X|/N:M_L=Z%9.5|Q+KIU%^0IZ;ZZ^X95|=;G6D|S(73P_+PNJUM'00%\$|M|JROZ9=,UX&-
;F.!2-J_2|HQ|61HTDC+8*WQ7'T7|4XQ3T^KKK&EHNGE?;!;>^MJ<|FCX|U M?
Y07^MM^IP<1!\$ _5>B" > RSQO'+&J|A2>M,I&:GJJ.@|Y0^T/-=U8Z"F'O M6'3|";-
UPGCQ(!?<|O;:F)00:V4&Q|RG-\$P|&*)\$|)O2D9D&%,&4&L#TUXJ0P@&%HMXK5TLXH?=
M8CDZV"S+90C&9L\$,/F/>EO1N5='_VKD<;^OJL<9/I; WN8IW:1;KU;>JEGV| M|JL/?/

X@B|&5^|D.6DA@BQ'V8I:D'_2"*|XAF81AIU28YFY.I0R8E;_V+ M@^>6NPM0*O|DF;11'
*|95&>.0G00:79A.?!1E>|K,*VTPWM'T->M<2MOLY
M|YBYZ+2&E'G+J)O.K4Y\$|L(6|:FJ|A&02|>MW=H^WN!0GA:GI!;<2,+UU
M4+3!AGCOZG2B=DOZ:-T?T8X1G#N&5E,1T)H==||R^?VI5K|G:|^|\$Y-
BO|U9"\$|2#,)!'N6|_TP1^_MA'-P%.X)E^'X>Y8E6|M0R_+QZD_Y#?
#F@>1Y%.0Q@MB3N30!CR_.608|FB9^ MXF=^Z'.38\;"A-;/?R%5!MJ
+>D36LJ_I&+GK;^EEHS9;REA2X&H-H7M?T M% Q7Y4K?C#|O%|=)3|-
X4%SWYH.TUN.2P6!9*V=|D7_D+|=|<5C;<=""XKR|E MO=JRD(WT>CM+DA,>,9S#
(\$&A,_%|_DF6^#_# "4<9S4)\$,|/;<5M6)K|T|S,F M'6 =:VT9SFVGAE4%^NR97J%;3X2>
(|A'O&8:PU*RDT13NL3LXMZ:T9FOK|_
M5V!OK_7/'M&XH|=7_MP%@|_D|)^F^5SA|D'HLY""008Y0PPB'O&(?6%_I&\$F MK
^,*\$W90ZG,5|O>.8V2TUM>V"N8!;?TS|B8%02PT;:2!I2-R*:BLG9/
MB:."&E9!Y^"VU"O/6|0YD/2)'@>1NWF&.=BM>N_88K9I+_%\$**332R.OC17
MIXHACGOM* 8?LZJUJ:Q|PY"A@|PV);M'-OK#E+=OX#<5#|^@C=J>-
#^M&EDMO%O2?ZZ)1T=^;QK'B0^;- MJE\$M*-E-+?^4-M| ^A63|VX> 9\$%,HP22E"
(*/"\$CAP(#433C.1QZ.3\$X> M;MB;>-G>?!* 95<^"MN*EG7&E3K5;/'")7O|H|\$|% MV85-
&);|=C|H>N>5^2?%3,EL^,|!GN=05L>VUZV3"P2L.%RBD"*:63FZ|SC
MB*E9SS1N!7EXOG\$|NO%91W6HD1J|YM^\$4BE>>)|LX_|EJ^I4,_W.-ET5><+9H

M9)E"WGSA*V\$FX3!/?DIB(@U\$6P!PG%*(C\$6#VCW6S4ND!/Y5\!)1?
P"OI_B?/_D_JX(_GX&>EA@4F!/?^: M<_!4E:MO#>E\$WK@_ZO+_K^AQH_SOT+H!
<*NHU\4-X 00+SYQ*L,O7BVZX M\,BX3?&GY:B: ^M!%)Q**,'P'SS(->EF"(&\$FA."JGXCM!
<9IX89)1K1C@F3!0 MFSL^958V@,K.=8H!4)2K"BQN+JOP.Y#F4_VHZ?Q.25J>(>@VJ?
ML09:WL!/_MDKN?+_JE?L&60X;T/(H)M=6Y/=SBES;_3"GZ.T<"3--@8G_P97030HJSB8P
MEU_#E21Z/A!G0SHNIRCKL76Y@P03RO,|%-&\$HA"/!\$\$291P&:93Y6889(D:)
MF!HTIW;"Z)13M,K%U)&GW@G,L93,-H*!@HK.DS -@\$Y=4K%|7V45'PK NV2
MBD=>=5)2<9/@J6KH^5D4<)H\$&T5*J!#4-&XG3^,&^4=,
MB>FJ|W^3V3"XZ_X1LV)WL+UFXA7%7+N;,-!0NGAN_R(-<-QYZMZ!
M%6K>BE(YXNHWTXWW7FQ:M.HE^=NBS*OZJ7V8M6'S8H_DGX|_B=^>I:7 W4;
MZR+.T,JU)7O%BU|NVU,WX:00G).I6IT*WB34U>O_
MTP#:_Z3:9UI'(EZ=9G;+W5|WM3795|S?ZX%%4FU->*)&,4X|F\$<^"7J-G/"
(PXB@CU28X39F+\$#|": M>#_N*L+ORUMI>TOY+|HJ%?;
K,SY(>GIF?..9&*V(3H0A|\$OKP'4D3\$_1&E6_M8UX#|J\$OK_.*W4+_R,EJEQ2V;,>M\$\$Q)0!
N;G(:2.@|Y3%/NPY"G0H."@MC
MHY8HQ|E,O+PET;WD1,NV6B=DI+>2ST=NMH@M0!LOVF%,CM;K"2*S+M5AH(>K
M=.1NP5Z63T|5:4J -'5+4TH2J,D1#:#A:OZ16)\$P2S(\$HXCC,-=I2&.C@*HW
M%"9>EBV|@|J+1ISLXM^,EN9;X6CMRC/@FRV'EM2H_7JKD|J*!)"J_#M^+,N MP)/P#M?
>Z00'/?|ONHRN&|R*WDLJG9A T;##DQ*NO MXP1L6_%LK8J@=|RHRL\$|?BZ,(XU-
A#>|6">4F|D2=BPRLUK(Y@*P*WAL0&>^ MJL;FX/= %UN?EZHM-'!I&@|
TNJXO#^+|XVGBR|K<.B0@EKS A8E^RS^61SJ M5P5OQ._63YQ=KNM;J6>5-
?J#UY(&&9,+^L,01SE.(J2_ ^0|P,9<2+<6!D MC4_+
|L0*K(UXH2U9@!5=N|CHB69+SP1Y/W-@I@RWD=0|OB_ CG70Y|TK&@4V MW"N'9X|_T
&X !V\$;94IA<)|K/6TTG8<@ST1LS|D-GM:P9^*V9Z8JMUF<4>_M<;9>BCWH2&AY|^&U|
!/?V?H?\$/L|B@\$.>H!BB*\$8PHS2 C\$O_#"@+ YIGT/-R#Z(P":&P1S,8Y!'U M/|JBU-
_J:#Q&:&KUTUVE;NE: ^XE/2DI3DSC ;Z@Q;*,"*X417*X6_RDR|R|R
M\$;!O%O/8|^85_J|4,,&E&+7&R^N2|3_+W|J2+(H>(@ "0,?,QEZR60US@CF
ME,1|@3^Q|RQ58HS'24A!|
MGEAK>8Q8DM((^R35K_9_A,+DOGA+RBCNX;0XAE>7\$Y"F1K(>/L.R^,8SBIW_M?
VS<&+B4;8+EC3SNJ=8:I&U8H|VY" MYO2N+DYY5Q4,L,,Q|;>^IXG5#F-^7Q-L%|
|;B;:)|#)X/L&?C|B>@86Y(HGG MDV8OPGA&HN=ZQZ_+%S%<5;|V Q|TFT|X|E-&\$DCR-
!,'6AK"- T0S!&GOHR\$ M"K%OYQ4?)CRC-WS+B*&^ -L:EJ:Q;G83L7=QOA3-H5E3|,Y=VB-
D?Y K6T|8 MIUW8FN|;GR%4O_ -|1|Z?Y|U44'4A|D/O(X|!#-A4FWC|FS\$=O:@
MP=2:6&R#:\$X:69#E\$T@D%Q")8%W=KS<%4VPOH1OWBN M&KS|I:|6S|WV9B?
G(8ZQ| @|D.(TIS +/)|&"(:D#2/DLPWN@,SI#^QONES M
W;LJ"B>#4.@Y<@^N<)>XGJFRH1R--HCD5HGJIA)PA7.1R&U.=|K 3S9NL
M#|MAS:/2OU3E+: ^ ^|&KQ|JA*_-+5&B^7K|>X8 :QZ"/#3*Q3!'4H2SY_ \$?|? MO AQ/?
*#PL|=T#R8OQ^/B:C8?7A6#QFJL*M9(RBS#4O6T66CXT|6S2Y)LA^
M!+GN*TXZ9RXHK<7HW5^+;07F,,0!|2-A6: HDYUU4YAAG|X0K*?9HA3L^AO M|;
(3JX%- '4XLJ7?5L#2>K:#>_D8.CED*ARNVV#IJS|7;=G8 M-UTW.
|XN9.&E6KE|H0QW;_5K"?KPCDBEVDZ<9XB^B.|<8X(8J0CY|C:%ETY M9>'X^Z?'OU;??
RV?B|NR8;5%|!4;:6#I(XN"^>BO+Q_@@6P*|?;J|5P9U" M",&H|^:P;:M
7>%,%,#HS*8HK.F%E:|GIK#0|_735,+XEX?3;TWC%V4JCS| M|Z&X6=_*6T@|*BB*3Z|
|A|H&D(I7C;EY|6!8MVVPY%9"???<'FCZB,U^_7I M#|O37PN;IBXJ|C=>'Y;
<=;9FLJ=|A&O^"=_AW 3JW1VBLS|)/X1 4+LKS3MOG'7L/GR_ |XY7 M@+M3P*
R#LKB/B_7_((7R;"V0_3=BW|<#?WN(4QH#4I<4 \$|_WNT(/KZ#_ M7"D'\$
GB)/=4&YVW5#\$/T KD NP\$J?8/P|H%,?YOQW_2C-;EY^;?Y"D|> KU_!'/=2+U_2;R|'?
OWX=G. M>29+SLLED++HTB:"D,<1R?T@A9S)ZWWL^Q#G.)
(5\$UB>Q"BFD5&3ZR,T)C83 M52%|U?"5"9H76Y?8\$UZM:X-
0W""|IZ7G|SL1N9N0HV*H+ZD<%>Q/0|^LX;&,W MU@_P1SZK8Q1F=5-0#ST1@T|ZB9?
=%<1;=>U"4_ S;E'(AN@QL>FM7,?" M,#RNO\$DH=_-9<:)|G&|J+:%,K^:~J(K2"*
H|Y!,9^*#9SEJ8PC5@"/49"+TVC MV,NUKKW.8V-BM;'CK*L0J'@#/TGN?KX
EV^=1=V!|I^71H-J_42,>F=F\$J^9 M(CI3LN9QA^>
(V*""_RRBMFUJAW';%:_FP!#52KMQ|HOO+T9^/?JT=_FAV
M5N07_GU|J8P1\$'O2;5V5XL>V6I,K;K|)D^QS779?Z8H:~&|Y,W.7LH9(7\$2
M,QB%@3@%4H C/(AF\$6,IJ1G&5;/69<,C7QAO++U9>KKXO/9K;G\$V'K&:=S
MB|P#SG5+%FRB,!KPV|.Z>9'1&"U_LG|!|DMAQ/9MRY%YL@_ =L+2K!:R2R\$>
MFM!;Q|93EXMMM^OFOEHPIJH_X:6,4|LN+_ %SL<)+Y>XCAQ|!K|RM%L7O>/U2 M4-

YZHJ<0/E>_N!PI0Q&C%A@WL,HDQ8XX20\$;4B|(L8UZ>&06Z3\WPU,=I
MN1U"Q1N@_0L.WM:7=-.D|^>GFY^3W-BJ+=OKR|OCMF|1S>!Y%REU6S-CT6
MW2GLN>3H2)E/SNZLBGXNX1|N K/1M>W*NNH:|.)W5_XZNI/NES+G@N_5!7I
M7BR7VQP;Y'L|8V98:ENW/M?|KR S8,_6R=TF0D:SW5/)4\$S=2L8^%9='XUEX*S5K
&I&?N#6LNE+?-8BW&ML+VWE<4GE!G,2_HJ_|JY,GY&4K|..4PR&6-
0DHJB*|, @Y\$7LS0+0L;|1HUM M:FA-
K&9^K4J^PO4K:!)U:VYZ;WM:2GIWM\ZP6YZCZLJVFR17@#U+|4F L?E
M+>XH/&>WN:WN^"O..E|TZ@|?Y)_%|V3,B.IY@AX59M\$7@5*P M(A
O90_++GQD%U_G)U%\$(HY@QL6Y\$E\$ _ACC)(NB)Z.'6|)3/CQ&ZPXIK_2KI50XD
MO|():PD\$QZ!C61@>TQO@Q OG,823B|3Z;I6G,G?CVY4X4:|&KTI!\$RST#I ME>'9-P
_O/Z*_U'5ETLLF%!=)\$)+4BS@)?(A"GT"\$42C4,THA3S'.POACG.F6-MSC\$@.|4;U-
/ZD;6DSHXW,@_9<4.4/P8=W@WD>|H'?M\$,C/3E>|&7/JQ^-.(
MS3(JWJ7XC&+1S:5P.BK<8*S9XK/-!24CI2W>-E>UZ^?G9<'K3T+E"SBW=?58
MXZ=F5SVQV83G"CN8H%SH6" _GXA",P8)I0SR,"IGZ9Q'.G&/6D3G5C-|OJH
M@J;C">0M4^"YXTI?46B+HWMV(Z-V&EA!.2IS2 2<@H1"CE\$,?" MLDAI"MIS).!&>&4
_1GWC)C82;*LY QUKWA&+N|(C>09FVAQ32|)LO=L* MT5U|]*
TSPZ,=B7522*BS3|1%Z'0.B(QCH\$>'1!S_K(-(>M8:QC)^CXK/ M:|V4EP6?JH7CUTU??
JZBRNY+KL;V5N9J5.5BY7@DJQ7JF)V==Q)V"TCQ!DB M@K#,B8TA2ED&4S|+
((K3*\$,>97EN=+\$Z+;L3|QL;5E6UY6;9%2;8|FT8NC?M MQ.E=M|R?
Z3#;?'I|@XYQL)V='>M@RSOHF=|H&J.G43,|Y+F0?WS2)K5Z%|MTS(|;V#?+
()_ \$|8W#U6|H":RO3X|E&&LCYD'LUIQC!,\$\$4095D&,|+H:=J MA-
(H01\$SN#|_1F.>J^|JLH *NH8F^YY8|.QQ8Y3VQ08>LC. F9G&M@#/_L'OU
M@|H;M,>0#)NK>V_.,HL>X_70T#SZC)T5*.,*:,Y-6*G%"Q=:J7KB7_C|)K_'M?^KHI(?
SU+9U1N&_1=F8A0\$\$/N<0S|+XY0QXJWCA-.ET#<4S.3+Y4OM\ MZ=N"??|
4@:KX0/3HJQ*6'/%&^9/Z%YD&UOMKN6|X;.)T#./|SITX/3-QQLDP
MTXO|L|H|R|GZ2T6H_MQ'&50X\$DQ>Z9H|:|^1R/R9<^=R,ZN|YDATAP:9JV'-M^ZI?
R@SGFN/+BO\$'CR.6YES86(D70L0|)#E.: (AC3E.1Y2M(4:Z46'PX|)=E7 MI=L+6D
2T^ ^=OH=|6-N<@|A0;>B|,>J/?HQSH;H>P/-U@W|&/O|)NA'?V9
MR+_K|JG=|&US6F(OPM1#(>1Q2J23"4,2|@PF01)BXODH"HU:,YXF-?5R^>WK
M5UG5Z?/UXL/UY^O|ZZL|PSC^TT+2V|/=0#=:5SV:O=Z*\$^3SC(-S%<-_FM"|M(?RC@-
|\$(^_8=X;L.^I'7Q8N@|+_M@RSO_#6BYWW<>G;H|;&&|AUG4WK|>QVS;:7/08U9-
JL7H7UR_YR0 MI%SH/32Z^W',Q"S;BR|P:K\$DH\$ _U2MG(_5DIAQ'D),41(@!G'.0H@"+X1H
M2D-(\$IXSRD.:(|^PE?0PQ:GWT|WNQF"?_!'RX-YL^@1*>IY59S*QFQ3.U,L M-
@V@|:"Z;_D|0F_N)L|Z|(^T==9|T3R?X;IMX7=?L|Mj6=""-|=U1;|4JP6K MGI7;PK!9H_:
\$Z_YC@^PR2+8<*N325+G*W%ZT!P!CK6|',F|*4VK 0F\$YB9 M(K"0U00='XT%896?
H4|EMM0-8^#|K |SE^VL:F7.7+4E);N(T!AGGA|E/F0L MIQ"%&\$,E2*)91G%8?B%%
IR|(TP&>HR/,%O"IBZ4? *K|CIW| MT%5!;CY5|5?^+*,Y&V|X37Y9/3U5I4IA>J T"J,TR6!
@P0B2A#,\$J'0\$HPB-M/R0L#|X<|K9U&,\$|6XR353;,<=U4,YZ&7-
Y|6LQ2AIFQD;&@+4,SX<"<5* MR6UHJ|+7.^I2-BW|-O70G76B#|:1M:)!<%;K15|
A|:,P9O&UHVLDKZM&G:3 MM|U:MLDKU^7|
|H;KLF|..TVY=7VU=KE|UR7H<08NYY6JMB\$VAW3M|+/H&OBPYTKGY.FG?7
"F1(^;*J|H(_5WOEMR@GZ+#<M(_+#FBR_!3K49_G(TY:MEB?K|?Y%-
OAKQ+EKM(W|UVJY%,J'/4A06GJ>Q1! MG
;HOH=|P;_ ^0^O+=/SKQ5^/N<6%=MR=|9NGE;H+|S|^?L@/?*IGDT^O>2
MLZK^5#WQ>OFJ_G97K/CFGH/3@.8LSV":A41V|A.EU'NRS*\$Q(|3IE7(+Y2MH_T5QH|A
#FMV,C4M"/ M?G8F#A|>J|8'=HNL*J|@%|SRVNE;:<)|
MN6G\$8D)0!%F/(@XB2\$)HDSVNF!YA\$/?BU.3T|LI0A-KK*O%UR_77WZY|=7
M7|'ES: ^_WGP!=W|=??+T"B_O|K|YOP,W?KK|40R
M3CRJU2CUZ)G4X#P0PNJN>!IS7_2*C)YZQVTR_1A4NQ(E|8|GW*B1_Y'E|B|5#%\$2!GPE|H
MBPTVX3!+/0R%|H%;69BJEY8V MV)Z.E+ M%P0HFF;M>DT: ^.'&1.2WP)T-
UO9"O/U!G/GM5(T=:F&/(EJB;%23KSUJ(8
M@_NF!L7H" ^>MV+8VSCW^DS>+DHD_+|4_%JOF(0Y|/R8X@6'\$0XABGT)"T@1&
M<=<=H%?"|>'Q;+YX \$?D 19/U=I% MO3M-T&>TZ3T^|LP|>P?!O6W@._RX^7*|^N?J=?
&|9LV" _6,3_Z2Y#(^.L^5
M4Y=:MNM|HKF%GL(|OOC.A&JVZ\$ZB=.A>'@%EM:B.C3?;8AH TU|\$0X^9+QXU
M1: ^5K%Z^/O86IOY.=G* B1>2("D#VE2SWRU9_45T&O?X4G("V6Q!*9+@*&:G MN|4H-
ME=7K4V1;7+ #^\$AM_V/JL*-W('W@I?EBICL?")E7!Y|?B/%KS55&W
M@>N|)SX6#5U6C:Q?=R^MDP?.TB# <0I#CU!9981#G,2A| 6G<9I1/T9:X>!.

MN9K^U*DN2SH6NK[IL35)LCL,WKP6(I7\(?BUK14JI-YTS[5SCL;QD??>2;:"
MYI3L3G#NCM(>)K/O.U.C\$<.Y0X'MZSC5%=L35=P_)*/5Z;_QM+)?'.HE M*
(=Q'L<0Y7X*"0U#F)/\$3\{H#>-JS2="=&)56C' MCQL+|>+8/@M,2H_I<M"E,LYTO'/:3@:
755WTB\$Y;WTG R&|J?!D|JYYE|J%4\$5,JJ-/2_SXD.?< MQUGN0R|(/%FY"
<.4|1R2D*:A+%;.)|2IYO!EY:H_?AA:0Q/3|5.ZC'U|"9V\$R M/ KIP3|J5'F4=:M6E?LCS=:K\BB
?K/*XP_8|: ?UHW8Q9OFLGHB1:E"#;|R
M6CV6Q;XNU;Q<7DA=^I%T_!5LZ#_7,M^3F*G|W7@\$|;|W&V:<2GGA2C|.)%
MOMD\A#A/D9|F,,M1)&/'4S%I@OS*"D2S*69-'#JEKAI=X./?31@MYR|H|
M@,B6DD6MYUEF+8D)HBA.(Z34)Y-/4B8.)L2BBFE.><>-HI2>'>S9A/K|.YG
M3<||>V|S8;9M;+@/'?8OP X Z",+6-@@T\$=<'LH0=CU|*U?4\$-N,'BSDZ<M4_*.|,Q96)
|53IUS\$@|MW%FI6|;/DO54%|/-:=%RZ"LG-'<+;|>Z=_).0|V ML4WKPU>'3A
MOZF*H_VBW4+_%= -O0AG5KT*[R'O>9WFJZ+YC\$G&6^6D"XHX"G-
FE*PR0&MB#;"EK+9^OJ%MMO"1*6WY|T)P&RQ|V/?DIU@C6O<|2Z MARC-
N|XU(!^N:.)U7;"|DR6KG,MLU_DYJQRW--&\$YNRH|3F7F MRZ|!J&^OLX8?-P_'D5;|BUCL-
_E5K7JO|H;_K)G(I#O,=)_EAKHL\$2WH5R6O
MULVR"P<|K(I9_WP_NTQS,I6#562+%H'9@EQ,X;/C78S>L|H|= @47/V'*V|'E MAX1P1"/
(&5,F(P^2B".&8-1&\$<8XS!-<&:ZU1PC-'F BDQKVM*|+F@#|/P
M.):9I/0WH7/Q6^Q"USWHDJBSJ#1=7 ZWH:-D9M^'AL>VX@&G|=;M/>_%ULW4G63|F-
&8)B'D-/ABB/(DC1.H4<#1%"*(Q09)3AI M49UX.>|X,%N|>A+36|G.Y6"VK'?
DNV+5.P8V|G'W|T(CS(Z6O|!-6=>_D1@. ME8'9RRZ"J%X7E-
9K+#YI'J.0:0%,^9!A(.08H^F\$,4|3Z-4|/1)^/#,ZZ)B M=RMD|8U%: 22+. MV0QE,
(P"80VEL0|SY(709P31%&<4HZP3X%6IVT/0D?@V!!T(CY?,M>3T=.KY
MLC#UF^_2R=!!Y4G|_T>8385;F2M>_8\$|I(T-8|?+_ *YXO*|9E \$O(\$4MEQY8A3RD
M*?)I3@,|7_@PF8GMH)8PZ"A?@)8V\$,2!I*X?3#8@J.&5ZPZ^VH|+#JOR=)
|9#I#986+N:=8|I;SCR3/3X(<5+=|F#N| 7 !!^SP|/KN M=HA'Q)856?%-B@FL O|8-FQ-
%|;6|N9ST!_J'|L3Q:_B@VC,WBJ_*EJ*M2
MF2;+37CHJ^H)|,|1%OD119#%#@0|1R2*8>2R&C&>(R.|TF9XK?YC,Y&?6'F6P MW)
&C5&;L2\$QC=K)CL";GEC|N+=4#=#NK#>'6MIT=X;5;:AE+_BAD59%E|=B&(XA=A1?
*PJ#5T_2KSB0)@:3 MI=';4I^-|%:FUJ5|%+6+EJL+G%=R^HKJO/C
M0^B'/@^%M2Y;O\$/\$HPP2(OZ3ICG-0NX%7F24(ZY%=6+=*8DK*YO*'_B.#3.S M6D^
>L:P<|&8:=6M1-0//0XN %Z!#1-MGUUW|J81:\$=6HA|-66T|(S\$<6F1F
M+0Q;47>|+*KZ2R74S<|/_=CDGH4^KGL?8B\$.46\$GH!"3Q">\$8" MO=H1 S0FU@+17|+
(^P_0*.J@E.15ZJ+4"NIUI=50\$3DR7,4PG|9:3 M+|YEM(QQWK-
81A^U#,9H6ULWGZJZ|PE5CK)KU=*H^DW-%6?ZQ4SMYV-8B|TV%6:Z;-99
M<%RQ^&QQ6J6IV%.=+7?E;,"T\$UK."|RR"()LNZVB;OLY3KW2|O|>=X|T^EH
MG^VWN@OA;Y36%A|G>?.L'(A"J">|6,G"9G_C,J&;LX58 ?B1JP_ |H|"1Y-??
M.E92RC%.8@S#) VD@>=|@JD'LRP+O=SWXY0;58A|'|FUNT=*|*HR_>.%8!; M7L"C9
8PV24@ESKF9=#;|YX_#3VS|7TP.^%17C+?I37L92/V(+R"OK/=3#;_M_>1BL|OTH'9F|S|
!1W:"|/#>P\$VB\$'\$N=V4@_3=V|LWU5LLY;.+0.+E|JJO?ZT(8P.|8CC_':88+6U?3 M;KZ4-
K?X45G=*W?'%VOQCY|>YI"|Q>%E,J\$|/JV<*SZKPXHUT=G.*N>*I7|4
M.7LLXXNK(A7D+H6N+<3+ZB|J/*EMGK91T&WD42;-6*JJH)\$9ACFBD>0DV!|(^3QZ|N
MZ*JP%\$6Y/53HZLFYYFWTWNV|S8:9|CU>!70/.@AZ)GY'0C0H@ "!"MC@N"|
M^;W)VU/#5HF_K_G5OF1|;_-L=V'YGN;:Y#IT3NF?O%J=A8FYKFGGE&CORG=6
MLG9.RZNGYV7URKDJ-'E9UB&F,4ID">^!A!YH0|QGF<0LX@1/V.4\$ZWM>X#&-MU%'
'46@2)KYZHY)1,|Q=B9.L|UL'^(\$60\#;:PY?|H|<4(8| (/0Q3G"90CO:)88X0F7H-
:VJ!6Q,4?;2X0;S%8=1Y)T.QM/A=X-OSQ:#IX.A'XBG|;RQ4M|E>7WE3|6+=.GY3S3:IEB
M27_B+:?"WIDQI8Y,DBWYPOYCH;->YE;"7Q4^4TM1C.="5|A|!D*U%J*|*I
M16JG7|U^G"9*|QQYG-3%5H/.I:+/0=S3W&<-8|\$>G?WCOKKEE;S8_%3N"H+K M-
D<_OIL.A?<5^#VZF8OQD'&)%0KF=1AT"WJA!C&+^<2;!670Z#=#UPL70.K
M7>OT\$V|.USA|&-1>V_211RW|C500*HC@NMP4TY-M\$+I2>@<%W:Y+6G/<|(^|M_?_
KM5Q^JFIYJ?K@XX@3RN05%\$D@RG@_4T(C((L(QF/T2-@N(<|36Q+MAP
M":Y+L"U&N!@L1KAA%FRX!9)=T/%KV '%T>3I>=| ^P)28*.?M;|2|V= J#7FQ MFY:?
BS_#|HHSXS+OBQN!>FJAXLCKN;M| ^)6E&|ZPS@>WDY?U)YH/RS/6V
M+DI:/E)A_E(>)!%OA"_ (L|EMO9NIS##') TR"A/,@V/CG|O45"!1"T_ =MO47,
<,L"6*f%^=S1-E.1P|+34WSGB|)*G6W@*|H78\$MY\$ROK,'U,"Z\$C/3-, M:U;MH07|4"?
HO63;QZ,I'DNY7!;-7SE|5(6)-O&;G5? BQ#-"A MA?9ZJ>FF@.H--
_"WT|.Z=@!DA_PTORER_CH>#+(U|04U;A|90(IF2D!\$P%-
MX'(QQ&^7/*E)8|Y423/0>XF1AJ^:JX'?FU7Y^%U-*)9'\$W\$K|>!S69)%,8# M3ZP:?

N^*)1QD;YT.YI?G-;*/V#N'YIS6\$NW7\$=,JE@S;2)0YDZSH2P%I*5 MRC&G-
IORL19\$7PW9#V)9S5MU/GJ@/*(A12/(D1=!E&8QSS+FPR3V,?%1[*&0
M/*PJ64Y0R_QNAS72,JO!M=?\$ _L=)X]=5H>1VT'GK% ^!>5-
6>/^WEO4LJV9UD_125:P1J^N.UR\%Y/36CA00IH9WH^KQ*:IJ\!S0!9*PPU*4H^!HI.C@-
14FAQ_MPL;:IK:2>,F4R;I? *' O*YY;L,@XB%,5P^AAW(6QCGTF" [RHD5CA.>PB1+
M4L(IHEGLF;GDW# VN= _N6,^!DUTDJA_KL00^V#"L&5#E?)U_8'S3XNITW"^ M&;%P+
IH5GS,?I".V9G94NA7F6V^FX 'M5+0BN*D^7O!&-FU8Uf6@^ ^!1G@DC MBD#?3V-
A6/\$09BQ"D(0LR%&&6!0;-48^36IB=-HNS>6.LID2'!"1GEIS IQ,
M4;68>T0OP(ZL.Y4S#LV1\$AD@-*M:& =\N-
UWC!W4WX2_%Z5G%*09H@&AD:>1JMA6'E?#0F-IOOT58, M?=>C1B6%2'I-
f62WZ37^4YE\5W^75)!9%[_.=70%)E%1HMC8;7#5^VM|_M\$122Q\$,!I
(.,\$0\0S'V8\!R2#/#\$JSS!'QC+*PSV%F8D6U84VY^C?,@98|(-@# MDC^PSZ!A
<9S9D+/3IE+OF;ZRT:TX_%'7!Z8>M23*Z*"9I#RKPE !T(f4WA M/A=CFMM>|S5;U+5LU-
I5Q)#7?;H&UM&7)U9./6KJ;E+?,#H.==SZ.1NEF8JX
MK(\$J)=C%-2,^9@3HJL>0_H3+L_75W_ M|M?|JX|@|?O5U\4O5^#RYM=?;|Z
N\|NOIK>"9E*5L| F%|>9@M^PXBL9-76 MK|H '3,7G2=VQ\DOE9+4;BJ.V-(?=Z:-
'B>5.OQG*8PZFQ.?A1Y#26IWPC'@8L:C MS: AR(^GO=R'KC^|N;7##&R>|>3
JWTPD73,E=E*8HY(IX\AB@=SY6<6\$ MAQ|T2+\$0T^G3B4& MK#;L:)
<5,9+JL!::4%9F>J<3TX8-H/(@ .T; EA/S,BQ&|M(NOS*5W.S*KNC+ MSTFM%1OP)VNL&
TV5VT5&X2|FBI6K|NY+7_P\9F,?5A\$D011-RC0fZ%/J(-MDI1Z*(V#)P|JD#C-
JKH\$V5OF=EB33KY^=E8=J\HUH|&RR^YSUQJ7ZJ2;1/^N@TC"U%,+/%|Z5:@1^0<#N
T=':/\$9AUN4Y M /%PA0X|>K|7A%:/9?\$OSJZ9F;LB+V2;K@S^7|!_KHM:E0+O:0?Q.S'I.">
M,O4"%D8,P00Q#A&EXB?/#V\$>>8C&) P#8M;YSRU_\$RN'6|\$/%|*|7LNZ.8*K
MIMA>7QRDDWWALB322KQ=R'O.%@G80+E00|_)^|L=Z!#9NV-<3+"YHV;F:3-3
M:_N^L0VK8,?KXZD<8U3T|4.+|OOUY_.U^|>'S%;B_3= N_IR!RYOU*|_K;(|">5!G,J>
MMC!|*@P0B/XPAX7X&2<22*&91QC+|_)K4FD;KK8RZE/1EY+83/CFQ@VO5G5!
MUBNEKL39|>8|+V5_&O7K8F?HS2#"?,Q1#E&4!CX'L0HYR@A09"91809 M?
T<69KW;CE5\$TD^2W,|@<2"F6SP8>*TA'TVKWA:UH3U_+F!S4_X8,%=&-|8
MAYKOOV"|,=R//F03N:3B9!9UO?BS:/1#EOIO31VK|#:4Y_|UB5?; SB|9,|#
M9K9>CD4H_2%),JKO.KLL-"DM>E|EW=/*NF
M5N7C)7XNA"GQ\$'DXCT.2P2@D\$40D"B#./5|<3DF"0LR"),VT&|-H\$M7Z!,|H MT7+Y37Z
|EH,5!O: +>G%'DX,4Z3,A#HZ_692R%9K=-C56J%I%K?|98-T/'A M7\$#:-
V(3",KN,LR1P\$PNQ_RQG|P+TQUGKFLP0UR|&S#3-TMA|N7YP-/CJ;Q
M|:;%J7UH^!6|J+C O*J?5'G77;#8!5"|Z-L3;V&/FQ1G(3;35D? 3N%'&D1E
M96.|6TV,^,DD+ZE<=>7!9,4H60RLK076W=GX//&B0!@7 M.?9R86ND @)&A-KO?
OR//^ S2*.E#D+T#)5:4K)LP0F9FK3EFYJG\$NO^B0"=*R +2|@PXR|"Q;\$3BZ'S\$B/>OU
MB8U0#F|7K,8P=Z%LRP0OV#^_JS_HO%WO/SZ7,M:P7?KIZ?Z558W;U;E/5F:
ME18W"WEB;-)_H-FU-!2&CF10K;Y"VEBFK_RYJK?UKWO%^T|-1;2'7?E3"M8
M,JUC*=/5-WY\$KHZKB|O+R2O2CZ_J10Y(.F!EJ"> M"CDJAV\$%
<2XZP^6O#TQ|Z0XA&%B8XK5V88H?=@OSZ&"S++LA&)M%-?B,>:YE M5;'OO7)Y_?
2,5<@=%6?"MIY21+)"=B'<4X\$2N*)S".MLS-D*UIH6X8\$%|X@6W8><";!BZ
#V6P(XGW6Z?9PM|U_RI0C-5O4|E)Y^ M4N:\$4K1,S-26HO\$3\$L|G\$|.-!UPM@1-2Z3|)\$W;
(8R5<^|V|&Y5T?_ZK2Q6 MS6VSWMR#8)JG?BQ3Q|Q86#9I1@F/TEQ3%X^0FOJJNW?
M|@# M11|= 'OW6_.SMH88D|>H.G4H;3/M.2P?
%H@;|Z7E9O7+>R\$P|#.18TN|5B/%*57Z1|HZ4 M?W&B335E=E)YCKT_EZ|4Q-
%3C;IO6.?1"J97@ONE:I@I% UO5ML;-Q|RO&0
M)OQ&%B/DQ)&&608(3+R(H))4ZZ2G0VQB;?CE\MHX<_T8/2|TJ|@FJF|?;I@ M0W::|E1?
|R:.\$^3FCNA=A3TD MY0PBC^20!&\$ &P O-D:ML%M MO'Q'4#E:N:>HS+IH1Z
>KM>QQVV=J O&Q*0WW1^?BY+|#S|Q\$"5./4)G'K=I1O-C| "1M<%-
JWM,,RTG7VWHF>BNW MJSEP"R?L + SO+"1IW9+3L |*U_=NAARRK#JCCX37|U)U6Y+
f(T^\$UYB9MO M\O_R7NT%+^5-VE>Q9|<%77\$F?|H\$HV?
X_)Y|8'\$0Q3P(H9>&'D2AG|'4BSSH M9SY+8*KT+(? M/
&&6FDK^PVL;1,.(7)PX7Z+^BQ<@%V7:/R"C\$@W_@,-Y"S%/)^(WQ9HG)&6G|=6X:
H:U^(+ELWS/E9/N"@? MDB@F))!&&
YR68PAA1EE\$8P|CQ%&4T2P5J+%)V)M>|>5=5>\$OS1\$C8|-YT2 MDY|6=
#>3//9X#9632.H*F74U1F51\$C4 ^7^=CC9S>RNR|9%_RDW4WE^M3 M>QH% ">O>
D&,9_3"^X EHN,:YLA?U1? MMP-(|W;#I\HRBM|\$"*;-U;%S|*2|G^-
)R"C"8:>YZ<0H03!+,<,,H\|D M(4)AY.7!H#|O6&1VF,\$M3|._>

(%|^;KKITMOJL(R+;.\$=OKB:MTFVVU(O\$;
MR260\$!O=R";1=FV@CTJ:KW\CS)G5'VMJ.YK=G3D3U\2VQ7 W<(FLMBN\$?I
MS%|5=PCNT?*X@R^8;YXJ&/C^Z?'7\KFX+!M6LT|+_*B|>1Y_>^+-4Q\$%H+;
MY2/XIE0\$|3-60\|P?7-J..KU|&HS)9Q2QDHTL 'BQ5H MY78!|G9BL\$UG'9""85JK&
|G8Q1N-R|=ABNLXT)%4UX\$;YDUY'4?R)O55XQ7+ M4MZRO|H'W'#63Q?
JQR;)!QJE:G\K7WBSDD&0MO.Q?HFKYK;|BG81H"|B(^W MJE|WAT
M5;.=.DX\$8NA5=2@+(S_/%%8K5\ I46?S|HP"ZSMQA^V*""*[%]K_%R^7J+ M"V:X*(^/?
&*O+VZ_1NJ0)(L;PV>D.#X CP?O-GJ.P^W6=W306AVQ4^/#SE? M!=1!2'ME4(>?
M+BP8/^XK|0P!OT'JEZ: ^GIB>ZLHKP|{7Y5!%X)|E:J7\$K8
M#>|B3F)SVHK@*!J|"XB|D>:|=S@&8.^ZX>@#=#H>|!54N|N8KH|QXD()TC-
&\EZ/AVDLRL9L>9@XM6|UOGLIZ5J!'78(*RL2EASQOF3 M^A=YE|C|:|F?
S%IT?!O&Y9C/3(9SCR<|ASA2CC.&89;D8@/*6)BD'N59D)S1
MD\WUW+COVW8P+3|J'02T^*2R-5/OXYW/3N1G3|0*S40:4|1+TZ+_XUJFF8AG
ML.V:T4#F^.;?NWOW USC6@RV?
&V+.#Z\$49+%#*\$,*P|'D,W4@SE:HTS1\$3Q6>.*GOIPM
M2W0\$5#|'=.S1,R*HY8&NYM_\$F;AXX>VZ_\CSHN3L R_%#RN9|{|#L#M%".|SD
M|_C/6T'?G*'W|4/_?(ACN,T287I%R%.(PYPFS@|D&8\$-
MK|:R.#M^ ^U:R7)7*\$JQ4=)SU:QJOBKJMA;" +K0;_-2%HJWPGYH5K2:24SV+
MY8=.T1F!XGLL@Y|:IG|&<@>|!WSH.->Y5|=)R+E0@\$VUU.*5WBIBGR@G;>
MV"V|B|E;Q\$XM=9H+A*0|EZMDP|B#._2G) MT@RF(?%GH
(Q)R%D.\$@HCA:;)1IU8*UI#^|OV|;;|5|G1/HS-Q1|0P;(1M
M*N*81ZF'HP2RQ.= "Q!Z!Q.|B<;@/49*E).(Y?7CF=5&QNY4P)'ZXH |YT1;W
MO>QY#Q8WE|>|>BE&=|0/!2QB=-*V-"DBQ/:09SE_@9X|2'),P|F-(PR.;H
MHW\$2=3*^*D?:X|XFX0TG-O+E|6W_+;+5|FU/)2YCE_=VT1S(_|)1?@2VO3 M"9:<^L-
M9.'36Y\$?6|ON8UHCCC5K88YHWQ#OT|85D7CX7R*BR'F*88(I(P MF%'/@X\$?
8!8G:>1SK;):N@0GWC=|I5C,R^;,"DM/G|@4@9D".2Q\$(P|2A05I M'-
=WT,#ILM##\$+GY*SYH@#|: ^D'G/8O(J|I9:.3NQ=ZN:W JAMW=>3=J:.N
M.O|%KPl.&UZ@*SV=H<@^NXE|_0.+MPJV,#SA=L-0!G
M+|1JZ#G;+51MUN*0NWJ|K|6I6%8|J.KFPVO_-RI&B7MY\$(^T4\$C+==5OAR-WV
M2U76/5D5O'\$6%&8/V=D&K\$UXYJW85"!O-V7C\$>QTR=|X|?A-)CB|!H_=@V4
M;O(V!;H7C?T!-P5|R'#\$PRA(8)HP#Z*\$!C##>0Y#66X^YX1D5*O\$DQ7UB36*
MH@%^*DK0*/*&UQ)F@D0T"# \$C(?0#CT&\$TA|B+Y6EA\$D6^YP%\$0W-HE0F\$Z55
MA,J&&XA;=D"I^)'>@5:ZH.HE6JQE7F=>U8"H.=B&MCSS^G_|#S_V_K=Z9|KY MT-
/MD|G83+UOV='UW?."G=<&YK>7(1
M6N3^|B08L0):700/;UK"&3_N9:+F8|0\$0GXPVE*O"EHJT.?
%H'9#H\$FZ0KIZ"RW=M6Q->EK 6J_ '*WS_#9 &ZUN |D-TMG(0).IR|Q|H^42U6
M<%.##5KQ.|#B_??Y=/2K9/T;24*65;C^O3XEHI?|V3R3E<6^|\$,SE:Y|\$\<# M/;"3WA-
+=KZUM_%KLC*LO&G|M%ZM:W|5-N.L94.%;PF.;M:&K8D-HPU+(%<|1J7
MRJBS'E<7@+9|@5PQ!EX%9V9^(D>3I.= FE_T9C;+|3C@|5RT3((-E^!R?RXZ M1D'+*?
C|T%P8NYW%D+| M//@| "N*8^S F>0!1D(KC:(0Q#,(DR=,@R:
(P,M&B1VA,K|*ORY>JH+P|S|C0 MM..!***GL9:2!'MY|K"2 M;MZ*|4-
6T:|>|N<83QRZ_(Q+|CK2.I12BC'#&8A|B#*8O\$3SV(8^Q'*<"K^
MGC'ST/KY96|=OMBO-+U&PC;7F2C9XZKD#'UOPU#=R*RE5Q9#=#,S5L8
MV:D@WQ1%=CNZG0'Q8=V(P|T/37%9/I'B5LT=VU'HLBW|Q=LV\$M5+DA:2_:|J^
M:A94,%ISMA|Z1OQSL52-G|HKE=M:=H5:O
M#!'W/8B|A\$):8(13Z(@T;J|,"O74X<^=W0OP+.DK"(' ^8:VZAMBIHWGF4D| M9?
WNYL=,EV_8!SW^+|+.>A# "T&L &A)K(' W0X+L|NQA66MF_P%HX|_3^K
M|!UM#_/P|.ON,>LT'&XN|Q(WCI=84,J7LH.@(/DD-[M_=?\$8*FTCC^(X|1(&
M(Q;X\$F\$0B*,<)>ADH>^E09@F5+EM+H1;|S|&; MLP^|3|>|K=,P?
NW;:F=RL+M*/B4/)Y>Y6MA.WK0.OSW7-:@6AMX=I=|SQC|H MY/S.RY#0073G8^| ^|R2-
&6YGO*("A@8I\$'TP SF*(T#U"0ISS0LF% '*4U| MS=<1!UOJVVLD|84Y(J|1S>1. (:|_-
/8S;73B!"TU9,|8=C|)YL/PD1%Z>\$| MJ: -&7|+2>FAZ&DIS15;-I6ZH8-GL?&F-
B_6/6|GT0|+ ">M<8G3T)25(\$B"XI2|JQ5GC_5M';7 *>9J"V|#FC|+K;G!IZWE^T(O#<=;
<>> MM_.>R0;\$JWJM\$@6O2W%.>A2SVG0; /?2+. ^ACB,\$40>%S|Q3&! *,(H|Z,T
MIR9.KR%B\$Z_9/FGY03|WQ,T|5(/2TG,|N9!*V7H^A+ ^A.T\$M>AV CEPN@Z1F
M|93H@#YT<&B|8WFICI>|^2JV|7+-O_"/4>P%U%*&0LRR#*9/U1FL20TX 3
M|OL||6*C3JS'J\$R|CCMR,MB,?GO" |7|97O@=%8SF_=VY<,V6|!ND\$ZS504BN
MKLV.TICW%FP(YIM+K<&'S6MY7Y6K8O7ZJ1#G_?G>@_%'BZ."-+/J14W3Z??

@\$^)\$H6*0 " MZ9J-W=NGIHI\$9OZH3"02^5 ' J=U^;I(@B 7F5+""
<\$HDR=R7.UJ4*2Q"3# M&LJTD.M.K9/2*4I N4^O- MUJMI(1)A^G^ZQQ^P+>?>3S^N)YV':6G&<\$D2C0\$!&J&ZOG<<09W\$"LR0709 1 MR7E@6D X0&-
BQ6K(@IHN4(2!IFQ>?#4\$S-E@E@IQ[13LI*3V:Q!D_02LW2|B?^*LZ1>. |:7V0D
M.8H)3V JH/"GF":J5"U2&*1!BJE.8Q8;-7H^3VIB(U43_#=#0|7Z^=:Z'_A7R MHJIG;=5Y
)8D173"6)2Z&=XK>9QX*+=)R&UL6N7 G6!>;O>@ :SJ|;2Q<%% MENXD%BX&|U),+K)
|@|CX-F)C4HK8LI/OOX-) &Y/CM&4;?<,ML/#K:EMMR?*N MO%W)4OS75GW|VXUX?
M1Y&-L1QTF@IZB%.:@,9J3,,I'DB8!2E<8A('O/4JEIF MC-C\$1JXEK;N@|D#3?U*_|U/;
|49_UXS8MDZ@I3C)*:-5IA(O1QT,+H'3>5_WFIYGL4RV678/5Q6^K|WJ;?0B@BGG%|0T!3
M 1\$...:1Q'\$*>YXR)&&,FK<97C!&;6.5KDE51UQ:"OU1"U%L4R"Q;^HW"9;:@
MOD"P4 ".ZM4^#|0A|*US@XU|GK1ZE-2L6FTB|+>6&|UCH55N5D|Z\$X(W15?
MDB:4)S\$44FW<*,.Z3T"(\$|ED<%
|3Y7FT(7O_|BB+Y5KUNPG!7.6.T&1!G3;/5*3|O4_|IKUO%J MLRC1@
B=O@S|LVL'CK+XKC|*|=U%|(D7Y&UENQ>=B)?2&6BUHR&.28P)9HDO"
MLR"#N6Z.'65!2B5%*4NLFF./4IM8C7JTKX"F#FKRX'?-0.W;V7;&'L?./OS MAHB=
(EX\$AD-G"@,AO36<&*,U|VJCO7^PJ""YZ_87\ M8UU^T,+&^.
|'"\$0)1\$3,,S2&*)89!#G%..#|N9|#\$ M7*\$|A/)=%5|+VNA5V6J6EZ_,@:4P?
2EDO0TN|W&C74P;, MC"NA3|GMM"!(:|3L4R\$Y79-GT""!6E
M7)?/N@#F%Z&GWG6ALY!S".LSC((8JR%%*S#P#8F=,I|%PZ'8S@06|Y(|S_X%MY=#I-
5'9Z% MT;/5>":+S%:39R%1OS+/YC5|!T0W3KYFFRU9+E_O2<%_TW-|FZ&^UI->3-:;
MV+0==C|O>0&:&?"|^FL|@+IAR-Q#,4+HO?*B&QPI(V>,RP0S7VPD=W)GC C,
MYM;8B-MW;ZS>!U,L'^UYWS MG(4R36#"='&@;KM)*<8P#7' 6<(18L2JFLB-
CXEM1|>5SF|L^-+|7#,VH9V3-M5J<|MMO9UB,Y@F|6B9@!4CN+8XUFFU(\$O-H?
3_#XJH|RY&+>"JK+H'I38W7A MG/GQ\$|"&YGB<|(#'|7Y#T=|
(YW3R&UISML/>&:'ZY|MSCWKJ MK=24%US266F.H@O3ID,7|EXRJ;7PAX/E)9(A!|Y*+
|6|5|YYD-M;TE-?W.&JTSW^U/\$P??JX(IM3|_S3|)26*?-P63|V78)"V|VX7-.V|QH/@
M0CSK#>CT|(|QFZL8'4I:O.@7B61?+|@"2&\$=0XQU:\$IF.<0!8A G3*189DE*
MK4H47)B8^ERV8PFL#H?1%.>&T?C#V6R7FAH|RV='KB!*3|=/D!='5QJ|@0|;%;7SQO3
M@^B9928V,9HZJ,F#9LY>CP'P(#;:_=V\$FJ)OO M<6;M^?P.,R\$/?
|{#5RX|HS91DBB16|ZWY>FJ M23#) \HHAQRQ""*!6C<|ECQ' 4JS)+!JE_.6Q,3J|5DWD|I?
Q-'8?A=D4W M+^W,R+4!:!%F>4O|%BTSW;L;
SOUZS>RFJ#B9E@47|>F.PG,>_=MK^6W=C;LN'|A=Z:X,|:W7G?
S4M+\$SCR_MUTQUF5X.|3|>B6_W,2P-TNGOT.-57RGMN-6|I?@%'<.'O0|FR;
|S"JOWK#P_W+U3MIY7:(>S M^/R2N?3HLENZSUAG@EZ;0ZK;3.ZD5
:J^HD4BNI!Q+2/(XARY5#QBG.2634|,\$W8_=EKK"Z="KDN!6B8UG9|S_\$41SX_&'H_
M*U|(UCL=,OV.7PZ|;2^Z_U4,|*F;DQWO>(/8ED/M62*B68 +U4/\$+99Y)Q
M\$F0YC.,H@^IT2R%.|Q FDG!|PCRCF5%W?FO*D||\$|?BHG=V6\$|!G!;S>,6,9
M@#*'U_0N:@+0;""@_.#E<.ED*;NWFR93NC-?+UG"|?9.R78!-Q-SNV*E()7X-M*)K_->
|NJ.V|CYN8KT!_)2;A2|9N+,*!<*OL"LY3J;|>ZQSZ3! 9Y'&\$4
M9'&4D|5*/&D^S:R.,7\$CCFS8*PX-6\$|V\$|G9G| R'8|>NAC;X2|?%
MO^MC;=,\$9|?)0/3A2OM7_FR*/1Z>C(H%X5FMBCT@QV;%807|!"^IZ29VXTW9<
MM;B4/O'JQ|Y&|L|^|*U0D|ZROG|^)??Y.^<+1;93;W=IK:Z71V1RNE(^M=YL
MU|@CPO2OCL<><|N;/Q6K8J.,&|%/^YD?%3HBD6L|V.2 M4IB11\$ 4X0CFG*:018F4*
<|HSJ7-8<"1CXD55_U,KL-VQ5/L|U|!I3L=+UA M"-8<@>->DU=
|+JDT&|NRN@&0,U9_XV|@NA|;2KNW(QZQ9_(53'^_VERUTV
MU.+S+OU;8A%\$<1A!P3,"\$2("Y@0AF(5QB"G&F0ARETD6GV>JQ>CH75")\184 M,
|MRD:AV%L-.2N?)%&|D|3R.XO/|U%|,BC.+M@ZY3Y|^?UZNOFS7|9YVQ M5MUM-
Y52=MVW;Q'1/\$HB2B%+:0014:=VG\$49I#1,8I2A%)'8;LK|,+&)E; A M#2I-
^PJL|W3!7|01M;JYL9PG,PI='.9!BE@"U1|P1 \$5"KJ4P5_D21@(%@=(M+)HV#5|WI-S,"^
Q84<8J7@J5KI)"*!D69|(I@\$SISD-I%2_0|PD1'\$00LP3 M GD6X
G+"1IWH)YLS*,_F%LB/K"*1H?HK3HFBV9?C"Q6|W:.'XVL#1\$+X" M/=+^=A(3
3UM*J.D9MU?3(0^WFJ.WG'M|ZAQT=1/G|4=/.?HGCZIN/3WT5) MGD17^?!-F)!TYC@-
)0THQ!E.8\$TBB+81BS*" +ZI&HV!,F6|-1Y69H-J&<) M ZX8N0)_M*P
TO!R.\$;X2J=FO:S5W^EXZJ8P|8=H#;>9B9@"1#MST>"G60 ? M:_PZ+D#+QJYF"CQT^
UW^#V.X>?0?,<.#&^-=0S)SMPTQPZ,MPUQ+|JW-#:
MBI&2WY=KOF6;_R0ZHV/S>LU8N27+;Z;68.?E'P;2OE:5=5;P;A(HM(%"0R
M@0D/\$HA8&D",TT2Y(XF0G,4(E8QLL08F=A4|48.KNFR>*I/_+8IXY>A;6B3
M9L/0TE*U?(&6,=!Q!EK6KL"...: 5"G3L@1Y_'LV5%YQ|&:' +F)G7M'D!|HW! M

I/JS%T7OVQU&^L[V;B%U])L=39R)_6Y<^: 45 4A3/(8DUQ&[5\$I(6:*] M-IZQ/*
<)>YW;U,Q,Q.K'L;*C7I38U?>7/W_M_!MUE&|N'?
C_BLVW/(K@Z_XI^A7G*^7HR'\$[I]W7\1R;_QHJ'@W!JM;OT92>X^2Q
M+H/CLT[KV"6HZH8\$;8E?\$H8B"C,\$TQ@ICS>+\$JA,O#J0(YIF/!5A3\$*K&63G
M*\$YMF=)2>F.GX;R;.&;_H>"M\$JF^?
ENL_B;XDZ+2CL!)""Z/F8F&_"YJ,/N^ECTP7HJU#:76I,MRN^K3;E;S>;*LN2_M,\$)"
I<>Q^H_0YRU)0\3FYB#>V(45?_?HL1_T:(F:FL?YP_ML%-=:PBL%==,,D!?:
(.8K*IL)OBO3AN^Y;.+^O6!#E;.:O?*'G&VGY8HN+)D)A2_MG=6B6\$)Q;%IL7I>>F-
KZ(YI0T7'7G(M3.'+%;_"R16Z@^;,>_5IOHKRNUK\MP[K;+#+(%C:RG!^K*381\$#@D7
62\$L2!@#*/V,24L6M'2!)GP%.B@^C\$'AT*/"0\$1OC2?&;_W<3<)>[+ #BR1,LX_0JC9GFD-
4SQ@@@J81YD&5I_MA'&6,Z.1-6]HF"GT,X &"NTL7_CY=9J_MC4:1U1_V^GM^Y5F4UUC
3G/-7I_??"GE;DT[H4SVIK_KORTI_^JB&H"-) M6\$@R# '&N7&PD,@8QCB@,4J&
<[@0)&1C=IHT1F5A9: [J@ (PP49:!(&QI6A[\$Y M>R3W(K&=8IX6]OREFKG4QB=U+I*
I'=@M/[G-@?VL5/(G|N\$WYSJ^G^6I=XH_M_ ^REK9-'*K>;=OD8HQ#1-(Y2HCR_G,!<Y)R@D"96YP!STE,?|WN-M=D=[&)R?TW@IQF:GAFF0L|L;_LI'\$#G?8!*O6P>?)?Q.78%-
1EN^&N\MPN7|V>FFUU-XW|L;YT1F/%+N#-+9WYA&\$%/.(\$IBD?)(8)%9328Y3W)&H_)Y
MO7IJ"OXB0,_MK%I+C-";X%AT|+1%/:#OSA5\8_A9F84/*%A9PTZHL=5_!UE?
TIOQXG;1^C M-*N:&XA\K-|FK|CVEMZH5;2MT'<7CVJ1^J8YRL(YS&'81ARB&*L7!).201
M(WD22!\$P9M=(^A29B=5Y3|2^+@.:K-4M_!F0S!3X6OJ_M?)+(S!V0"D*)WHL)I;H+?
YQDD-3_M877UA'\$SPW@LS'-R6&S,PD-.^!.@H8A4,\$^D#ND@QW3-F'0|W-Z53@ZJ
M6QBU8;MV&5MTBZK:"@ZV-=VFG|3K_)LQ3<0
MAU<@"L+PKUY"LO>A.!BV=5MUKI#N13+WPKV7K>;ZT|).%OY9K/0DD>L5O^;/
MQ;K07?_U#)*V96?5*E/&\$Y\$A&4":Z%R0&(60QIA F:-<4(D(MNQG8D-|BNJ_M|HBTPTV(
>,-%R8CL"TP95U5UV51*68_UA-,|NL.BX_DST7(. ^5|81)'0092R"E*444J3.
MF41RAH11DLO\$?\$X=<-*L*I_Z^:Z|LG_LE?:<7^"(IND(1L"|HD^FYD)_ \$^ MAIVQ;..8A"
,&L!7S0_ZY+= \$XEX&J&VT= RS1HN-8-VU%^DT?@(G)>8C|
UU\$6V0A2C/M%2AL\$K|&Z4VLD;P+=SZI>
MIX0ZUJ:3SSAW>M_40;&F@X|^*JJ7.L>M_ATQ\$G\$9A0',|TW2T9\$M|"@4":(
MX"BB/) %6D|J4V|J8DP9ZFDYJ-XV5XE^\$+!3M%M_-I7?Z><|"M48?H35W_MY_/S8IHH;&
|PDO5I=9^S>D-* /7FJ^DG(=;D;#G&|TO\$KT:2Z|U.I>9RS,,H2_M&(0)@RA,TB#3,*
(9@P1&L:),I,<^9@8N7O)V)W;_%:|6?A*+O"VK6C,^5_MCFB?/4|/CZ&=Z;"#SR:?W=?
OU_1(SVR:F=_16^|)"7@1<66:SWB6&--EDM0
M%4^KNMI6G6A*H4U2L:Q|O^GA4O6XHV|B_P|QI9Z51Q|HJ+_F3;U9ZK;HI7B
M95UNZN_5^N?5%=BLZU5%7?+|?U5_+5ZMET6317-^93|Y-
9=|JL\$8A^_RTMBXKVCN<;LNJ&3FK+ #O?\$A*F:>XF6RVMGX1LR&V!7XX+V3^:
H/J|'#PG,M?|Y4L"3EY*GG|3W|UPG)MQ)?9WFMWDA"|CB|\$\$,=10"C,19!!%.44TBS0
MNDL#\$HI0Y#\$R|0@GXG\$J06^I@V:":3UT|F|VGPS+5>:|O.<=R%_-MG4R3
M430_C8ZBV7VRAGF=F|W.I-GO_Z?SMO7_0\$^H9LW^|Z?TLK+G|CD83|T*L\$S
M>;H3(|?W9:4)H5I<')51_E<="YHD(8(YIFH6)|GVI_M7'P7)5T;|D)C'JMH;)^&I?/7IGM?
@94PS(P|A<39K>D2Z5Q|VH|4A7(9V^U+_MY',JC#NI(-D.?
U5D|LDFW>ZWYT4|D7>HCNMC#L=Z_EU)|+|;.:OD*E)44
M3^M2IH|=J?,_4>NIX|TZ|*Q949_|_R@VWPX#_ZMU^4R6'1T?
ME,L\$#G';UV#C|@=L\$|N:SNR_4G_1W4ZDUVHTY<7&0DQ8&V0"QGL;)*.(5\$ _M<@2C7
J9,I:&TFKFB3'EB=UR16L7@K(|AIMC9W8ZGP01.P-W:A;NE1ZE"VHN_M@
;K(.7:WX'>6GI/YWQSNK,>_ZWA.(X*V"|@|;3HL:|U5>B@X+WI6#;|O\B_M-
F19+426L2@)\$T@BD:CC?D)!(AB&(LJ"(\$VS-\$E-C_0#5":V#)IP!=0IHR+-
M5043Y4:7\$KRT7(#GF@UC%V_\$K|_CA|4|*Q!73?1DI^C"W|Q)K>Q\$^1'?C=W_MR!4'&R?
EO'R#|LK(JW,Y+N>Y|HDP!@H>WLKI4W|%(&7G1,YFOJ-S_H@5X%W3:#R%>IB@)
JC<\$@818Q*2_M7+DI/.#*.4\$)"H-|L1)/^HJ9@=.D3'Z=>?-
K|M/S/A'WM6ERJ|TZA;,>:|D;RON/\$Y:&Y)5S;H*1+S9H6."/DF.W3LV:O?"?(IER"
|XJ)^GY1UYPV63N2_M%"7X3I9;T72JJ=:Z62U8;S?5AJRX?EHT:9Q\$A|?KS)SOZI0CN,|9N?
M#?7KP_M85T'1|"F4*?^CL;#UU|=HR4^OKF=_S'SEW3T5'I3E6|'(
MLLYKQW",2(RO/8NZ&XG7*_|9PY=VD^0NN4T_MV|3-)Y2./XBE/G7H(7B|
N@)P4\$4\$N5;\$|Y!E),04HP9C)7*!H)%*NL"|"I+_M^A.K;3_U_ ("?">CQC'>|5-Y(?
^AG*NR|3|1/67?O/FWT%,Q=G0FSM+,0AE-H7_M:1EH89VG);T5"-|ITYM1?
Z=F|5;0# '>NMUO&=4AN67ROFZ1|6: ^>URNQ(>7K
ME|5V7)1!K%,2%CR,21#3%&9YF\$,4|AA2E<08T3CB*,T"JTJZPUH3FR8|ASH
M1(H=#SJ|HF:B3<:PG:5|DHS2^,9(#OKTL>F1QYT|,U.#8.PW6-I?4V8O<|

MQ9D\11#\;S2CG1.IBK0.AB!;0(>M,12(!' WW703RN+)/B*^>=^D\+K<<^
M/XZ(C0P%5BNVEH7004&QI3.+B7\$40C,ZKJHNY2UF\|M-*IS-VX8K(-\|<-
M^5"H<_JK_5LBT)4ZM^VSX+7^;K*#6KK/9LW%BF54E*.890+#)'44XEI3"%!
MG#;>Q>J?H@LOK?QR/+%I;+!+KU;\$'7E(7_UW<|YX>K^OX>,Z:L\|Z+/?37;M
M!B=T)X(H)7A"C3?=R|&^>^:DIU330#|=|95G?M_|3FL: ^ UNNB8B\A_U.2L
M5&J'.@B=+;AD"KE,H R2X)04)J\$>>IRD!XM^LL-T'-(1GIT MR\$AHJ5LF(
UA9&9M+Q+YDD2DJLY\$.J#I.0WIC%2^4I&&R,R;CG1&V#>> M=U/6#Z3ZIO^?/B\|)TM-
H5Z^8#K\$K?ZA#GCW_Z+WY"+)PEB\$6\$"6A.@%\$N4@A
MS0B"F=19Q9+\$618NFMK_KQM2;LP4^B*>;%3@F#-C;= TKP!3_ZUSB5K2M2\0
M\AAK_IUL !5/Q:K.)U('LX:FG;6X\|/%*&(R3%*84X2UV>4P1S&#*0DX246< M1UG0?
J2;E6'RYR?J./+ -=?_W;%=#_!3?_!>OM;J>?;|X|?@777SZ"AYNO MCP^W"QYO/C;_?
OT(;M1?WWT"IS%=BS M H'FJO1@|_LO^%O_\$"E*==YC)>9MV*O,!VO%_Y6=1M4\MY?
EFN7X7X*LKO M!1.G6Q\|T6F?E;)=Q\BJQ_6&+/O_KNIWOZPW?
Q>;O7>|D#"%\$4<49D%&*(D-M@WFL;"D7>4\5QXL3LU:%\$S.JXWB.S4|.
(@<,L5!70S_*IH>>PT3=L9TNN\|F M9FA_B&|A9X1/MG_9_6H\XX;=KNN,)H_?
8M+Y0G1\3I9Z.SUFM M^1P'UOXZ0FZ6?^#MG#75\$|?9)L%#2CAA\$:0J';)1"S*(\$Z2&-
(X"*_!#*,X MM"J#/\$EEXI#QAU?'I0?"ZZ_?KUY_&IG6T^C8F87+Y;5\GKKL(\$B^+TCZ3&!
M;E0D3X;E-(U9C<*HF,<*/?ZP?3+|J%4*?JM\K5;IWM'>9*B,)8P2&*EB80D
M,\$\H@LJ%BG&<4\J;=<0?)C&U&O;)@IJJ=3;| #;C^NA'8LM3GKVP5NGPX_)< MD
L_L\|LB?#C@O6SX,\|Z3JEB>L|C<5&?"Z^"WZ\|VJBO6NON!7XA_UB7'Y:D MJ004C+;&/9
Q2M,(0W7(B;1FII#*(4HQ\$F:<813;C4ZT8&'B55WSQ&L60)\ MGG9\>VNV0,U7.W3%J:6
RP;I(TBXS\|ZM@V\+8 M%/I=F\|/A+4WG@L>,8JXE#
5.H<(A\H1"L\@XYP&G,11D!HEH\AC:6)CUW'9
M3"FH:CY\|V3\$*6,UI>VFQXU4\|UV<6R\|VWQKV/?"VP<6OX/I_!M:T^P*:0\|P
M""8\|@_+|C\$QSR"3Z\|WQV=L\|Z:YD(B(E\$J(IACQ""BH81Y%DE(!4UID <()5;|JD%*\$^|
MNZ'>E2965&WE" MJ(4,X#|&A)!&YQ&H9ZPP\$ M+W@Y9Q<7\$6J=-M)>
11NL,@&,01=/Z94(\$S0Y07C"Q\|T)V4'QMH&BH7K7# /R=PN*9WK#NY"/Y
ML^L:=OV\;TE;OH!=MP\$S(&I MG668#\$ZK"J%+,'\$J%7(B.%O-T"5P\|N'+EK'?
HI6\49_66\|S2AIN-N:NCBC M,0Z2\$(9\$.Q:)GHN:Y@(*M(\$B2".B%';@A\$:\$QL=1%?U^K\|U
925)E_/P=!: MH8=-U@,C\|)%1%BOE7&@W0PK\|C-8FS:7YP*0A\$,^&0GQ 8V<\|VK-
S31)\;"4\| M7SMH+++YC"J3^|EF=|F6 M*9NVXFU^2M7>L? DYRA%*0QS0B-26->CD
#&&&>!2#&,VYZ_3Q(9?K(KJ9; M&YV6L.4MU3A&X^;&F^36P51\|H:WNHL*=
<%U\|/#:L\|U(GQ6O?RE\|_F"UFRN M<\BZKHVZ\|J6NA*EKUOZ_D=7=2\|V@H6?*|R%/HBZ4
MUW7RNDR^KI)7/E*2DY1&-'M.NINE0\$""8QC43(@SB.K;:J_C"236Q\|&FZN MP\|M'X
TC("GNAF\|A_7:)\KV3+N1\|0M\|G=C\|+OA'Z>R2!*.C\| (=R=M M6QV\|4?"5N
KT(BLFU,T0E^!3FS0RGVZX7'MGH_VN?TU;#OAY%KWE:/XS8 M
Q'\|X\|MTW\|Y_6:_U\$LEP_KI6Y,HCE<)&#@-48 (U,C(\$H@'G.ZCB+X7=,\$+5'+-
+!3T)CM+1<*&?E;66U-JTCTG@RU"DV3DUDR\|VBBD^L-
>#P<7G\$7QSHG3:=K9YWZTD-6N.K+O::1 M#*A(8AA2\$D-D>0+S((R@-" GFL6
)QN+'B\$N=8G\|LU!'&:AA-())>\$ (W8":?^ MN-6W\$?
JZK\|U1+SD0S/QK>N\XUJ6_D1\|U6.7AY_\$#A:?'&OM('X,ZR?S_3P)- M8Q\|FOFC2*!?
6J2**T'99\|9>|,;L3\$08!)\DJ=KQL@1!S\$@&@Y2\$)\$QXSDEF
MF")RO/;\$VJ&>G""PQOIQRWTA3+9F<|J)?M\$CC=R&2=P7""*?6^)&3\|ZOXDF_
MIR598TB0P22--R_,E9PQQ&DO*6/P\$5EUN'D7Y_-Z+-=Z&E2"\|FC. VR
M&"E\|\$(4X0ABS 2,,BZ(X%F2A58MH4_0F-P=512A>O\$9<\$M)\6<@L347;M(M4%N?
2LNHJ8&/8S(ZN#. #4GCS.=Y2F-DQ&|3Q\|>X\|.C%>>\$W?|ZH;|JF?-X^
MO^C.'@5KN@&_|B>PN26&FRT^L28>IS(K1W\|EO;-CQES3@4WQ')T4\|
MK1\$SOWN=;71 2R6#(E#M_H& A 4Y%#*+,X\$\$ (9G5/+M1:E\|/P0NJQ,YR9N
M\|NV6B_73Z\|-,0MFX/PV;F(7@#P\|Z&=&1K(J\$04O9YWPJ P&|S:D:HS7S
MO"H#L=_K3)YZ;+4#ST_ ^Z@-R,>B8LMUM2W%KMJP6<9QFT\35\|N_7;ZMJ*_@B#1-
!&&=0Y%3J+@\$! MQ*&((\$X)2<(TC?/4JK'9)V)#4Q#M<9S+)(SET6342')*
(!C"C7*9Y1A,1(ILMS8;XQ\$JE6='QIK9\7=N! M\|O4*/#?|_-
HQ\|!C+D=W69P4TP5'(\$RR44P(=SOTEKK\0% D^NBA7I6?T7%U".G1JG-
5R)\DJJE3KDU\;B^J?|Z+4 M?T&>1+B04< SEF/(F"Y%191 K P+C)(D#_,HS!
V:HEN0FSR0TJ\-"@5;3WR MK"5N>T(9@&T6\$5(SGUO."_WV\|&+P
MCOTEZ^VJ*M23CR6_7R\|+5HA*-Y:\YNN7C>"?EN3)\|\$+U\|\$+3IS%I^N"Q)'4%
M3<=%'8VKFV7RK4YL;#DROSH\|C\|X'GL'QTZ1+7\$!OVMV/%V%&HOM=.UY?O79
MKCB-!>U?9YJ_Y#A\$B+'ML\|Y_\$ORC>"D%*VK;H?Z\|%'56Y8I?/Z_+KB>L(JYV

MNOAE1DG-"8MX-/3;; MW"VQ9J0VA_.1H:Q*CU'
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MH&-4_4FSVDSEW"K<:"29_Q|S6+RQ=:\XYL|@_EFXI/O|>T;==UL|;)MRK#;
MLSA+LPAF7(^="1(!:9;G,\$1Y1O(D)\$%L5/ITO/#44>":E'GCK0.9Q\W2)9)8
M!G|K*AZ|UPVQ?D\$3K8/E9NN;=4J(?JNLD_NZ0+S>KOYMBZ;V.;2Y0D.\$ QX
M@"&B(8(T3C"422#C*,T(Q59-X4=HS7J1279D/5YF|G SC11X0<,V4/#V4A/L
M"4|XK_E6NJGN-GN4WO=^\ZW(9^\X3|QB7>WTT|8J5J*JU.*T:#(N|Z-;|G:
M/0M9D%U.Q#53FVHIN-I>/Q=-/J8ZW*A_VSZKOV1UL|EJ/YOB>KE<-Z\$|VG|:
METT<|_.ZZF8X+F@H\$T+2""9!IDP&#B*(Q*F1R7A?,2:V1K^N MVJY%&Q3)QR1EK?
>3"3C\$JCW_-3C5NY?YP/;&=!.*-"3ZJHWU1KT!>N2R3K1 MZB-
03SC02G<%.OEZ0X#47W8BZLK>|B)(2|F;5/L0\4.O+L0|!%_G|N%4_HO|M<&RJ#W^
|S58Z/B>O,U54_D#X+KW_P1N"L9-94IE>/ZY;I3A11?1&;_F! M5-
+Z=A=2IV>\$..H.'.JCRQ6- MKL"O:RGT(6E+JX(7L.PN(XB4ZIN1_F@"IGA4|DS#I&4C-
)M/8':^\HZH6XNT ME@LIY*2E!O.;7(\$O#72:F9VU|H|@SS0\$#7PW4;\$C/VTW-
90WK=50ZV0S%4EDWG&<0!SG-"*Q"8TF%,S' M\L0G-,V>OGZ|YO_8-C;0^0HJF|F?;GT
WP)|VLG;28U|^_OFO|_;P8,UT93 MRP :(?|75E,Q_%Y761-_)%+KJDI.Y=)|
M;+HMVVQ+G6ZXKC;5(LL%C^-^;_%AH-Q:1!-D7.T#.*!Y"*6YQ*%P<&O?4IK'
M>3V@"Y@F;%T2?0R1F<5UE-BU^+DGY8=1*5WJG0<\$\5?D?\$Q@|LKF 0%/E#;/
M/>FF@)^*5;\$1GX00XDV)8O_ZNRV8?A"ZUD.M?B<_%14CR|+4B|RD&8|CC!;
M,OE!E(89S%D@=.O.,%->&V>Y58FA|YXF|LKZ;^2=#H! MRG|30!3@C+
P3A@>@PY#2&E40030>,DQ(\$,DM3PQM*4YM1F+#QAFR /'L?. 4|MB?*/3(M"XW7= 5Z7-
AWHC3&R/@J;JLW.ZMS##SL:I:G5_9Z4F|?.64\$|
MIBO/(0Y"JA22(8@SIC,R46IWYWI*86!V|:2F;|N1>0.:43F\$B%M M(S(I^2:(*@_-+XBTH|X;
S\$&9(0'?!F4&GW33MX|"%BO!Q(K|8>-+CGH'U/N MI |D5CJ2*ZH% C?,L"1.E@^J.
)%,,,QI&D&)'-T!8Z|ZUU9^;.,!#O)| M,@XVE&>U&@Z0')L3ER7<|SQ|N?Q15,53DR?
5=F42/!&I1!%DF*40<9T|S6G= MG3|) AJ2,\$Q|=OZS'9Y|W4|KN_K6-
5GY9KW1EHEI_|;3@49RC/"4PCL(7#|!>KM2I?78Z.P:4F=IZ\$M|.2WW22|^GZTUT#
MX3R|QBE63780.1C)39YQ?I*X.;Y9;E^%>*KT\$/)%>NZV)@Q|=0K'|8C=|7!
MD.4ZKRX1+GZ7(0XDJE2>.,|6OB\$VMZQP_8,02N=0G_GJ6# M4G_C4+@|R&?
O#2:%SLY*6*)F?Y-@#Y_QE<*D,+K=+?CZ\$=I<,CC#,'C;8+_B M7-
<.,SK+V|A_7C|^Q6X_WS|Y1% MU,Q'FPHH.W+U&+FL,/.00M_KW.#+@!'VWAZ"|
(SSZJW!^7MX'J'-1S-C?(O MF|XS|0C2^W6U*
<6F*)OOI4TPJ!N\$(P0A44X"&&8TADB/#E+GO SRD\$4"A1&5 ML=7MBP7MB8V-J
M12R)\$N@8-JWD2R"><80%"3 _;.-MX>>'WJW;9U8_?US)7:/XIU";Z*|GO!1.VLFG?
9'@)A7(\$|R>_FP8^+M|C%5RT!*IP;:0VO.UC;|C%#|9MGG'O62H-
5|6!TCZ#60T56S;=^D).&4AIA# M&48I1\$+YSC177G2HD|=8(EDBK-I7VI&?
2:/U4&6P+*Q&C#OB;:8|3H>2Y?|9 M8:*|5!_E:K78-3E;>V8F2|JR!&&+*USQ-
|S4JQQ4;VLV_^YCTI6^S-F\$.,H2", \$69X+B%*9PCR.8IA*08G_N2"IM+\$^M;FQ;:
(4^WOYV|_7Q|O'7AYNO=K; '\$54S&S0|5G;VJ.7GJG^;|HH|7GJ75A4 M\$|U87
+.)_ODR,2L=NHRH(|MU86K66>ZW(NR#A8H4>O>PO?D=;W=/*B?I&B'
MC2TX"L(!OD,A>X>('5I%^^(|@#EF,1!&!'#(8-&|&QTRVFJ8(^%|LTW>*F9-M
*7FHAOD:)R'88#@N"GRCHKMJ6@3#N,|^PN"6>7 B/
M3;Z)N;B#"28&2|R546(N32^%Q.(EMWC,3RNYJ=1Y|U.OQF|1CSGQ^DRGM|WM
M82|Z<04^K=>;U7IC&,D<|L'G.A_&|QF"1/?L_!|I(ZQV1.K3EK3&9\$J..8 MS-
BC|JKWJ\$|U|=R";^NE>N5AL_JMNA>B_+E<;U^L5=%PN8E5L^8"|J-@ #V*S M+5?
@MPIH9D#-C;EJFH)T7E4GP,=.=;U>ZJ5IM|^O4 MB|=O9'7W4I^&?
A/51C<-4HY#L>8++%,9L#2'***8)1(|,(29\$0,X#\$6<*M)|>??
E&)G|1HKF_@J>XTFQLSQJ)FOMC',>N M9J?OI3|S(*TCCH3;)U@*::IC71G+88YY &G"
(R(2+HE:R+T^TSG3Y?+ZS(M* M,QU27SQ);F=2WY9F3I4;8R#>-
_69|Y),#WDU%|N:3Z0HZ^2O>GY, M8UX>BNJ?GTHA.G8?
E'>UH#+!"1(\$H1D\$*P@20C\$HHT2#\$/ (Y%\$5CD!DW,|ML4'1)
(%4-.L.D;66Z;*NF9Q(X|VL?8W6W40C09D* GQA6H/|&69#_M
MX&'L\$|_G+MK"_MY^HC&_QH.HBW|WCQ#;.*N+B'7>2)#/8AO_FRG+_R|7O,=
MBN5RD<|)C: H<|DICE,\$JC*(P)C#700;C/ GR M, ^2*+J@389O_+;?/FRKS?
I9E+MDY46\$:(ST|V&|)(4' M2Q'\$A!\$8'>C!|=|)'N AY(&404QA3KKH.Q
M|CJ(*CECG/EMM=3(S6W>A2D'EHL2+E2'MU^ MA/&&_&EGH^;^ZF96|P?
^EG9VM+GX) \$_*61Y=_;B?:G.S\$?2|E+,|O_#*X
MD>JW!1Y'OKJU/7XG|U9^+FYGW7/>*=/<|P+O1<;ON:6F;/WN&(T@?!A7C6-M?

SX\K'3;6,)\$CF,H\R" * L(I+F0,!0\8(GZ%QPPAZFB%[\#DD)'C-'ZTXP*L M#B<.[ZY9R-
X>J^Y\ MAX')S _ILO@>(-GP2SB9U1Y[\@.S8MOI8\K+^3LJPTZ+M/'ZBOV+,\$TH3%\$(B
MTA2B%"F3&\$L"RC*C\Z:8W M* Y19S?D6882+#GD*4EUS"J3UB")89I'(N
YS7EN5"H^1F3J4%I#MC_F%ISH M^F;C9))1A,;5WY?Y_?RH(F#GK4)YC:9RRK
MY^S287KODF-Z5ORA3-/S+UJW2.CTH2Y(?A OZJ?RC53BOEP_E>2YJKMH+B@/
M(YXHK1=1F.C\AQ2+@@D04+"D&=0QF_"F\KNS_%7+J5;+
9I*]@M,A<'19L).KU6+!ZS:'+@EA_
M(<"N*M" C\$!NW^Y@YH,A9]SEHOODV2HP1V9NRL@%*(UD?O\$QI
M.F3W5Y[U.'U"l..#\ZE')BK)K(J?.K_/"JJURN\Q'T?MZ,;TY"G\$<1C6\$4 MX7K0-
8>8X0"RC.0QHQAEF55P;0HF)U;AMLE#3=IQ.O8DG\;)+PWX':VI0%9
M\$YU@& />44,Q5_.C"XH\5XW@!R-9EC9?0\I9:"#8^FE5_+?@MUS1+V1!=@4*
M=9_94G#%1JA=EULJ80BU;=VI-YWLM3B+':AB%F&<0YQQ#E>0HISA@,HRS/
MLC2@+,47IB1X9'?JFTQ%L"Z'9/H/8D_WXKP&GY_.S\$S_!_"SF"?RJ.H4WI;
MUD&?JZX"L^._G@_D\$KP!78?=H;@Z_J(PUC K"G2\ PR>Q\IWU,+Q!NL@4 M5-VGW-
>==KLPL%*O-C2"\$4TH0ZGRO5G=^%O"/\$UR*:(JXK2P-B.J/^-*FI
M/>C=V/"F@?/NUD8\93JO?0"MLZ\$RCQC8V<@Q\3U>89N+>'X^L#\LT\#Y?C
MU.SS,VX'JWUJK?*_@C^<5NJXWK3"*WV+:O37N@BHWD8AS&%ZJ0L\IH"(FD
M*11H\$F29"&4464T5<>!A8K76S-1V==2WR(^KU=M/_M2G>XFM#_H=.51G\;E
M%,5F6_IL&N0.CZ\3L0,\QYZW2%Z^"C*4K?BT14\ C^3/ MYBSU16P6*!\$93_
\$JH8TS*\$"1)%M&CF&'',T\8_&,MP"?F*9Y[P\X+^+)>Z2P>L;8;D'STVL3:JZC!.A/KYLY?
SZ6\ P6?(%0=EK5 MD\?
S2,;\$9PVQN.U9MO\H3H;V\#C\CM8)\&^G\6@FY77XNI%BP)\$<R; &^
M#L\@8G\$*,0U3&(F DX2(0-CU?#(A.K%>_: M5O\$J2&D\K,(3+,,=SS=\$=EKZ,;R7Y!5H6
":!W_,H(W\$GC9\$(Y*S;HTV(!QO MDE;OOO\;IL",4HBQE F(-=C MW#%JK&O-T"J7YI(3?
(WYKVVG;F(YT56M\ P:8TT'Z U\ (OD>CS>D GO+BU4M# MSVO.ZR'.9*G#
(;>K#^2E4#;G*R0,_%+ ?PZCD-B())&Z\ P>":9S13.2)2&*K
M0,4HM8F\NNO\VP^6#7I'L3\$SA\XDMK-L>DUE!(JH6E/\$&%L)&,OOKSCM*;
MMSVOB=AONO,:O>0:<2R+[\JFZ)9LN%5/Y-BI=L)_?3Z-!&?BM73@UC6=J?Z M5KS4B?
1Q%\$5Q'NFYA"*&B"09I)\ED&4TR&F41H19C95Q8V-B\6^I@CY9IQ(\$
M1Y!-8YE30V=G1EQ0IMW/2BU7PW+6A3^(-<\@ C
M:F/,\$110B&EG\$&"PI#"\$*O_&DT,,"4XL=DQJ<^WJAP!G+3\ D M?/4NL\$?
(K>+R<I%4E^D.SP=="\$XU_,@K>#S\ S*IA@3AN=H\I^"H21\UI31F M4&STS,;C5G;
(RJ*K'O@S\GX8>M3,;=\$+P49)CTX*U.\3%,J+ZEOA(*B@A\$ M2,;0DCB
+&&,B8IR@(\1\&5D8EM\OW-EZ^W=U_>?K+U_!I9>/X.IQ;S\MP\TO-
U\>P4\W7VX^W3Y;MHQT!M_,@9P#4CL\I C#SKZ\$162
MO%1V3YZD,QNS^I*7@G7L35ZAWOM?.G2)!(_DS\X_+I",\$\$LE5K9.-I@D>0QS
MBD(8QR0AE F99\$;--^9C^<=/'IGAL\U_6W'YQ_@A;B\VGU^#O\A9! M_P'O-P88_I>HQC_
%/>?YRA\#HPXH\KQO3X'9UH7JY7ZH^LJ9R^7R\+IMK\ M=^7!8@0G*I-(6&)GKL:9E
GO4 2I'D>9R'*8J/.8ZX,3'UKLN,%'#)C.^3! M\$E8S\STE6';&6'\$"!K&Z @T?X/?
V_T\B_J"X6UP@R7YF:<(&)536M!>V)3,)IA6@"Z"FIV M0,V\TR6N#:
IN6\H_2,KN("3FE;O#2UC?S2I' MA@G!*SVF\Z,B56WJBNDFV9W7ONASFMRNN#Z,?
10OZZK8+"CE(0OT!4"6Q!) MB\$*2)1@&/, (R28(DX\$;)
(ZX,3&R&=#E*N,;)>\$4^#+2#=.SU\;3(V5G\DV\J=O\$[\#;8V5\,7 3-X5>NVZEQ7
MMQ?)W+O*O6P=I_ZC.K5NG\=+/1/T^GE=;HK_,M0B\$C1A2+F188;5&5(0#G,J
M(R@%1P&-TC21M)MR>K\$C.<"\$D2H=SC6UCF)U=\$&?L#>O<0C=BYW'2Q";P(>+M
M90^00CSZ QO3LYQ,"/XE6> STMFLYXF\LQPFVG0JF^O,5BQ\@OE^H?2I?I8?
BGFS4GOZ.SWHBS"=M2?N1;\$@H6^!0BICF>:01D*HC54/Q@S#!/*0!F_.4O,XC/G"\$VL&
UIT*.M MAT02T%(WGX\Y"M:X\$OF\$P\$ZK7*6W&I5I(1K3N,S1A6<;F6DB7G\JLIM'S;OZQ
M\F\J)Q^\$SG=GF\J96)\L4,;QR)!,(MY"E&>I9(",\$\$(9:A-VEL)IL/4AI M8G6M&\6O)3B@I-
BC?Q@M,\J?6"P9V^NHHOK6/>E8T3Z\H,)U9/GI\$ "AF6NI!5,L\===?MZ,XP8WF&:D\J>
<0E5F5\XRHQZIY\G\$WQ3Q0 M\>L5K^O&U-%1;^!U7M;IG/9,RDCF1/G\$
B4ZM3;!E.KNWE0YRB1B&0^MKC!=
MF)A8I\NOCX^_/KA\=>'VR\ 7X'K#_ QZ^W7VT==7Z K"S\>_J8>N%7_?_,?
M;CY?/IY\!_NOMI6%3BA;V8>IL;4SG8<[NLZA\7E!^P9 GN.)JHTN 033Y;' MB859S=
(E\W;K(O6\CD\;1%"&0AA2RB"'F\$;I\+*) YH@*)T*H&ZEW: ME-?596T?
8,%)YF;7DV"S\ \$ MZV^HMX^&W@K+JX9\$TOEV&QT@OA+*5A1+J BZO(0E>1H9X-
I;ZYP)"B&,4 M,1;QC)"C-3W'&)%;A'6^OMA\NO9S=I?E-TX< M\(:#6X*
.QXV20!&0@Y>IH^_/=>EOI\$,OV#H?GY?Q5.=+H\IV': ML#! RH()\$294\Z%3J5B**

LB3(-4Z/HLM/+3QUNK!L4=B3-&S6HLOB26'(D8YBA/%.N/9*02I1#A)*,L#B-
\$0IGZ#;JR+Z5-MHKMV(EV)3=N-%)"6W5D*?
UT_J=D9Y,?J4'8VZZ*"X"O0R7,U7!NLI0*8H%. MKG>O#|HP>|QOK; K|_*=<,7?AA/-<27L\$
M4A?TS!(HIZ?R&X/.OT9U.:B>_1_T5S^_.CHL=Z_)@G-3P:5KP"==_|FC>U-
M!>^;L.!DA.R+H_:KU?<0A1X65H?0?UT5F^K^X>NON|-FN59S'*(LPA#G3D\$
M,2(JMC!..PY.=LVUKR_O_R/FIW_83@2Q0|3LW&! M:9"R,WLV(-
E'*VU^@<8U3Y.@YECHY,.G9E779"W|<#&3^5*S53!92!11+&')E0A'#%)(HQS#.&&5!
M2BC.K88/G",XL1T|(-|T?;!CP#%|RR\$9NZE3V#LS.9EF-BWN3_4U%>GBW/D
MYFUV82C\FWX7IN|9.U8G#O**6%5PT1!|+,FJ:GIW:@S?)L3KHQ2U4R#5B?Y
M>N"Z.DPT.>/-2.B|!::D!57!|T|V9|^Q2)(<"B)(8D""A\$*6:0RB!4_^\$X
MB8(@S|K,W,!=X#X=YAXEW(.U:62"E8
M\$V5JYT@_D(U0W&Z*U583>FEYKA89IRE*HPB2)-=H?6?2(OT%|XL"|_|@*+6J
M%3,G/;\$WL&-\$|W0&.00%LA#% '\$.SD|DTR-
AMMWM0>L/>-1OUS>J*%|!\$GN/PTXKD)_8|3W<0Z1^|H?R_M^I3=0=AG:CCO9?9NN|?
H7!-MN/1|YH*B"/(!CV<<213\$)(X@C#1+F9:89(M*ABV24(A06/B3,&
|^YN"Z|?;+S^#VR|?|GZYL:/\$IS_OLY|72FIG|7;\$J>P_M26WP9Z-&I/%D64Y1F-
4>C(AXK,5CCSK.>:;@#G|I%P1X0_M!G,64HB"C"L5U^J8|2RE.)41LNJ|DQJMN!NN2,-
*JM60IG!7XS->|&VYJW-^D5|TUM9Y3J72EB2_,>OMX|_M|HL|B9Z;5//.RTNW|NT.>
(AIX_M3:5S)-RGR4WJXJ; M"G^LZ,:OV;>/?-@N11C0)+PNR|?R>;7AGY;DR;23Y.FW)|Z
-5&@J<*P7V0. M'D7YK|CIM4S(^*:/ZD?R>WT|KS0X'?-
@8>|CO/B.36L'%ARMMZ5XR+UVUB>
M>=)M3VTGOW|45?'4G)CK.1A2)#Q/<@QSG*N=E*KME)*80\$QSS%B0H\$ Q9.\$6
MGR8SL4.V1\$&/JM, D0&,S/;,RR6WTT@'H:UWRW&9/.V1_T1FW1G'!3W>#|H
M|::@)S/BU7;;\$A00^D2BF_11E\$!.60!1\$DB("8Y@P+((\$H8B))*V:GP),U-? M#-
P|W/YV_7C|VPWX=/OE^LN'6^4|WW|1#;GT!&_+'EL7H6YF&.;"TLY|#%16 M:9^|LRQS-
M_R_9(G>W01*|!-;+1^@'=LV+VNZ6<"V+4(LH@\$
M89S"0(9<&;8D@UA*!*,L8Y',0B%#T0VR>#2W;R=(&:G:X;B*1P?KU9\$#+Z2P
M++,_A8^9"7(5UZUJIB6F0W0|9_M?F3\$LIA|^<2A0%L=7MGQ7UB4V4 MY@6JJYX!5JP
"%A#%NA;&>MN""X&EXG3(66Y=V"!DKS_30C39K2T1CF*W|S_M0"X2WM?
U@Q7M>>|B7&|YZ>US|Q,O13ZY8@3^<^%>P;*:#@K&=.5"!%Q|H+91H
MMJKK3H%UGS+:I8VZ_52\$WG1LZ"KZJ^>AG(:@CXR@/O<"O,-VS:4Y6"PMND|
MCI6@=::25Z\$.Q_7UO4^OMRN^5<;|M;|CIOS+D*1ZD">3R@%/\$DB2/(4TPQ'#
M/,.6OBPI?5TSW;F&81CJ|RL:XJ_MXD)1U_M)QP#XA93_%!M0;2.F4<
MGEEZMLQ#,Q'|&8B&;|@F.LEB)?A/8J7^L+E7OP\$|E4D?L1|!\$9ENN|E;Z|HJ
M6QS(7!UZ*"02(8ABF:E|F1,8,"E"+F0F1>1P_V_#PSR)_1U|Y9%J|H|V?=4#_M;6-
^VZ0F"X3-=G+O@#DF+=5<@)8-H&E>@1UT#2M=0V)|CM((^BXT=H""6VJ2
M!>F94Y'L07F;>N2PAOTHL3A%|GKAU+P8O.)Z\$X?RL)U@|12%.5"^?XTTZ<
MFNAYX0RF222DE\$B\$S#3.,D)F8H|"8:*,FA(@XZV^12M\$8#.AE,|B6UG%@8D_M=A@-
B*Z^?@P/Q"X!4YL|H|5R+#S@|T/#!MY=[9Q8>?Y|P|+,WC:_L2B#CXZ
M3VM+EO4QVO"\$;V7S-ES|;UA-^|S3=1ZGN74GP3JVK7MZFUML'.92X%A9(K
M=O)|\$D%,<0#B/B/"\$AHRD@56+:/&/*\$R06|=V'6SM'WAPS,R|^\$B3L|!%&#*XW
MFI*|VZ9V?|,&|Z1.6/(WC|J98\$^_.NCG=6;UT:SB.773|!2Z8T_WF>K:71?#3_MZ_Z1-
LG@6C?ESK_ism%Z\$RA<"&B5#GWRKT7H8AUD|4,DI@(|M&
(4L#7G&>,GIZ5B_|U@B!;|YSS25'V.2M|&D;GG|<^*>_G9|9/_M2|!\$Z6//SJH^O|K|O6+V"PP
MS3!ERH8E08HA"J(44L:F\$&\$I64(YQG;-ZOJ+3QX|:D@5MMUZ#P#@0LF)Q38,O9P!
<9VH77F_P|X|=A;,-I+54KH"BX|^S_M/6|)U_P8.E9O;=30AW|6R>?L3,>5;E9W#>)B7?
E5U%^+YBHXZ^1H)@%\$'&ML"|*')3',N<0PSSDEDL7*2R(F|F2(P,1&I'59%P:T5*V2V
9Q&5X=3>W>O|C1E&\$,"<,ADBY|8@1#&F_0IBCF**_M2("U*VL1;WY#8F+|WQ&|0-E/X&
(8W;U(6LNHK)V@|C'405E|Q3|?I@W9CDH
MX)M8X_"3'KOG=?/D'P3302<*60C^27'=O|7Z<'NKG/#FZFHW1NB^Z9Q0GT1S
M@3.6\$R@RI-0WP!CB-.\$PC(.41IRA,*9= JJ9_D_%H%B':IVAF"Z^?U5BG'
M6H(GQ2TH>ZP"_6, J=WN7X@NZFOR--7JZS_ ^71V&-VL@2+DJ5D_6J:P3?=

+JTI4UU1Q1YBRY6D097\$H85"WH\$LYA5C\$,>1Y_M%F4Y3|
(A938N|B"EB3WM_9"EF_W_N;+UQO+9K;#")F93B|RV|F^_1+D++Y%_+,W|172XI"6P|&2
/?(WA%D.V-T>O3ZQ6,O_M07I>\$X'Y_PZVG-W/F@C:*8=7NGM5.JFA)*N-
'_M;.OHE'J0/H/HPR_M1!"F\$;
<)1C&0<0S21FFH7%"U6D24R=1::J@)7L%:L+F:4(#J(S;C^RVIFK_M4V(ZI\$4-

R&N>"G6YW(HI3S:~V2KG:5RBX3RG@?=FRVT:YIN?SW3F2<^WH_O&
MAX)\$1(@HA!D+E0.'\$P1)1B,H69YE:2B80'YN1^=J5SEZ^CI1M2V;Z1?4+S>
MB\$[8Q=%\$I7,02RZT&LS*R%#P3L+,,>XA7H@.BH3I&7<%HN[WD%1V3>*2_@M+##
M|_H#SUM'D!_6:ZF'0J|X|:K220#*(!1!9!ZC.\$LDQ%RYOTBP.)8Q#"/>"*C
M%!\&28L,@|C"5B16V)5RGO.|)&T=61|Y&TSV(|.=BIX6USZB/"*W<5#9C_QN
M<67+SVX363XOUF!P>>35N>++Y|GOA9@-'K:V-U_%JEB77|8;47W<"H50WEF;M.
(RC,\$@@BX(0(HIUDGW&8@Z">-8H^8#&SB0U%,&7!HZ/MK:CV)FE09F.#Y\$-V-W-
T&@,OYNB<4(/&:/#%N4S1.YKF)W?R MOA3/Q?;Y;M4?1+=
(&7!C\$GSH33C0)TU./|S\$M|S\$:GLMW4G0@7"W H?S(WV!8#Z6QQL8;G;H
M(E"L1N\$8"3H|!V?|]=F&X!A)T9^_8_:"?8>ZZH@|X05LF#MKI<)|@8*04!@D M*-MDW)
(4.)#*P&...XXXD;|14ZN/K%5T01_2|!&|!;#;:-S|62V1F MVV".2G%!_?
_;-690|/!*XBR,G:*T9#SKR\$GF+|"/P_5F
MTXV3803UX00#UO|OB3N!73.;KQ0Q|NO+KB7@@F"!JE0H.<,<'T(S
|4N_A>DD:|D|UA.AYN9E^T3/QNEV^&'0|=9:RYWW\$&^GF_N M|O:EEZ"?
BC|%OUTAR2JS0/9B\$4NN,P3F4')F;*E-*<0,TPA"N.,QU' *+-J M"SA":V(#VK|
E)JV+E^NB8-247>|!WT+V;C)|R\$G9WL8U"3!1U=|#"&P067 MHH/2>|7?
40IG:Y&!T4>OAT=?L4^_^?6QY-
=E>2U.,A^|W5S62URA|= %LDI1_3\$ZZRCYD|QFO|C6VWJ9'7RYP+++/|R
M'\$.:9:~&\$,*|S"E4/P#'|@.:>;X^R!IXG5MB/?Y":V=_8;J=EZP/V)OM
MM3,C:FP0|W'I=@S^85>!SY!08-#/RAYJO5@0>.MYFV*X_-"^T3/"Y|8>|!|J3R53S5?
5OJMK=|+FB,(P33H.XB'T8PIZ%01E+\$ MZ@_1QY);)5".4I08WG6DG*;;C|
D9L"!|6|GFDSE=F|+.":/|PZ%)VF|3|/" M,:\$'^Q:.ON10(=_M|72| ^J0C"-?5G?
RMVJR>/M97@>7?RYO_VKO>_U'R2OVU M.I=|_%|ROY=M8-ZT6LYO_:E|EWJBNSK|H
<9D4H'57|39R_MM6N_4O_O^U(G MP?Q=D+(N)|V-H.0JOK!.GZ@MNWO0C?BT |9E-
:Y0G_^E#,'ZG9&9#K /=| (M^ (#.K2|/E>A| %7H7PG)0JW?
I6I=5| =5|3:JBCA9U7ZZ5F_1,'L1WL=J*!<((M1SS#RD&))43I_|?>NS?'C6-
YHO_OIT#,3NQ410AU^0!?,Q\$;(I\$ _Y&!I|3I5%)#IF2K/_T%0#*3J4PR 21)N2=N| \$S9EDB<,
(4LWSX')&>|!60VV_IRTALIS MJ(|E7AJ9NWE=4M- N^?&FHB,FYW?5 &N|V/N|
_E3U/E|E8T7^8U/^M/7&43 M+|7A^EEYU'<>7N
0X8!'":11A"#*8@PQCCT8,4^D(O4B@@(-VSX"3Q/;|S|^ MN_T-B)H!4+4P M8?
+M2W+SRB6=@0I?UJ9W1/1&,K=C<#2KB1T1PK=F="G4WEN"<+N6
M1EE:ZN)YW01S+COI
D4699#33,4"91',0I+)O6_"4R|):+=7(1(9NI|'1^,U8OJ65W_3#K8XQB+! MB\$*>46F@4\$
A82R%"F\$!9|(|:'R@T1FRV"L=.TQO>6+V^%-
FG;LO>.06M2GPF(INW"4V4WI">K4C*,=F&JH8+C MFF@MR4,8IRED/(T)@S3&-
FY3L9G<6+U_5KR9?XH-RCE*|BL MUOFC;I?:B7V|455('Q^+57W#9!E-
//Z,F9WWW<>+/=##:JJWW@H#DA|NW?B M@HPPTTV9,VTU"70LCVI#WPZ<,<*HAZ?
P7DCKR<#>|<>SI*;C;^|Z)|@W_/E M4E?%7\$LUR3=|WK:._^ZTU2
B.8U76,A#*M1/Z,\$G@JVH9CB!+APU0\$/J29R\$(,12\$5@W: ^DE-;%YN_G)Y M?
0LN;KY=JX;:MW?/UY^N_U?_S_-.3?P.7_ ^|?5W7_8)I#U(F>X M=1L%#SO34=,Y ^?
K=9F3Y|7>.ZT+|!67M<=F_(:Q|4<+;.LE|!#,Z63'!-|
M)3OZA0V5RI=UN50E(ZL;41|.K1NK|8|PL<)^D6>S,L=+W1Y"IR0=N*4POWL9 M0.+X/
<%ZU|FV/PM+T+2<=7R'F6V(3- MQ3S*0D%)XD/F)10BZGLPHU\$*>1;|4>3|")EE8Q|>?
F(M583::!SY"W_00\$@ MCKMS3A/|)B(Q300MH9@Z(:.Z\$.4U41W?
+KLCC.%3Z!>EWG1QX9S8G23^_M77?(P%.N@5)DO0W44'9GD:9A(%*40
|GH;J5&4!"TQ|BDE),+V<;Z-&'M3(66|ZHCY|V0G XA3WVBC!;HM\$=@
MYO"F/@'W@YIZGW13NT^YF%^SE_XWCG|_+\$HU_G?M0F|_*R9;C*;ADOX(%
MRPA!61Q_E+)\$_B?T(EI"OW02U*"&1&!E6JZL3'IVFX8M7\$BFF8:/3U&=EI?
M|P,U0WLW<&=|4&5>ZG+W%E='\$\$Q-IY|.V8D6R((Q.SVIG3@'IKBTX%G957PY|
|4L1++>C0M(C#/"3G\4/ZJ2+::?;Z4:N=S(D MBUMTYJ\$!YX01'!!G)U)SZ#FW!7Z3<|6|
M|J@|), (8\$R46= MXM"GR"=>9!;A;\$!K8EWKY"-V/3_';W*M,3;-JT="PDXEG4&P7G\$-
Q!MI61VB M-.O::2#RVP72Y!7K&|2=*HE7CT|RL\$H5*2IT"M/VM^VZ\$4:\$L_2G,*2QU/"0
MHS#U?;EG|QD6\$268!*:-9RU)3|V|IM86!0U#=3^NFJ5_5'#Y="\$\$_+K=%
(U|=G<)|#J" T'O+:#O>7#>0CG)V;B==1SC%
M&*LZMI*_ (@NBFI=2=NO*MRR)JB|Y+SYYN5^"S\$2(YAA3UIA0M1)|@D@YHA2
M'GOUA@VTIR&F!H^7154M1!QD0:H MA"1(VF2,?)BF<0HOKTH8,
(|!5X|13(OV.T:EVNST_#9NO_2TEXP_ ^U|J MZA!X#0B_SU ;N%2> XK)|5;_!CRIT2VFM
8N#;T,@8>)|YAU2Y)= MED##0&41@W,*RF9Z/#%V=MI'^+81;_!'0&#,KBR6',S?A<4-

HH=5QR'.K'+ MRHT8" 0GL8@1466-0E6"6#=:B3""5(0T"Q*1DCASZK8R1'5B*
I3A01>QI7#Q M+VVZGJOOP0Q3,PLT.E)V-F<4D-SIMY@(/78?ET&:
H//Q02&WKXN1B^I.B9W M8P:N^?KR!UT^JQ#O=ANUB!+A>0F)(4L"Y;-
(4XACN;.)PE"D" F/I<3.0WF< MZ.2NRDVD#-8\Z#(RM@Y*
^QBSQ.0SHC"CD\$4A0RF&54A6YI@@DFKG 6+=;'& MRW?";D/;&#05-N*B/8^=.YS'C(
S,ZYCPV%G6_7#0N@Y6&\$NC N M(H_F_S4@.;,CV!R\$?8^PQ;NGELWX++=[-^*BY"Q??
+*J+.;ZYI5.DPA*\$;J MWD;^AS "<193F B2A@&*TB2E;M4PCE">>F_6J;".@.%%_UKR
+3.NE2V.@6JX M,9L"*LO-F0E*,Q66, 1A!H1Q^B^4QD(0SCZJSN8#G!""!<#
0VES&Y+X\$2=I MDD',D#S?>2*%&?) "Z\$LK\$F8L21)CC^;A\2>V%N@WY'GN=?
V02UV_#GA'G92G
M0F)I%;8%YI1PIQ3DZTCI4'O/3=J3R^P92NU64FI?)H/J>9V7YB^4M_ OP9IX
M!QX()5IUVU:TJLWY3^>B@JK2_?G)^4QK#=#4 MZIEBM*Q"L+P889C3E4;X(08 M1<;I
^<3'U%U(.E&E#/#0.LFT-H<;N7I!)OJXE6M2*"6Z0QLI)=L"W_*S\#V>/DS?@&:
<Q%14CDIE-WU9\$!K0+%-99TA_)*(4IB3FT(LCQ_)\$GH73Z.?:3&J^)IY(NFP\$-
%I_W2ZPGN6? M90=H/7=VEGF":?L)MVX[(I#;-MJKO^;;=EVIF+^I=HN>;>%YAM?
JF+:7W&Y M?OU8/.)M:"\$)Y\$J7>,%U(. (8@*QZL<=)"3E+\$BS.+;J'E/8F+SW1 \$FN(9
MN)//@I_6E"T-I %TS&SI:3+;F;U67+7?O"Y694=Z(0LY)KFUC>L7;B1S=(#
MK):C7I"W2C(PI*L^JBHY5!X7I-JK5)I^*3/>/G"MS\$9AAP6#"LB#&# DAC-J'&-*;V%
T(9CY2GLI.2Y5MI"N
MLXHW+!A!_8SP.^KK'!L5IS007Q3I7X'Z>MLPU9H'<#X1+L;>T;'QLE!Z(HI4-U7-I@O->
IR%RHC8?L_JLK MECEGOX\$MDIG>^MQ&CJ2#UZ7I+M#D)2T.VU(<&5_*=#3/V^OF"L?
R3_HJCG MJQ=IAHI2RGA?XCJPN6L+8?@CT_+XI7S6H=6;UBM7^7\MU%IRC9?
OJ^/V6B0 MN7S.-A)U?-!6KIE6)A5U7BT"GGE*!
MM@ZT';XJ9&8HU4Z':8V<IE3(I'W:Z":O>88/ZM6JP_*Z%ITEH%.R?D/KIM'
MON)7I2/=8%=U4=-U,ZKZOGQ25\LM34P_US(A4:Q^/I-&J2%AT.,U;%3>\$+G MFPN80?
>Y1@:@A3CK=A/L"-*I!N5!2AA1@PHG@_YL4*19^!XWB#F
M^:9@+_QY1M(GM)GZOI^DICTH)CJINXRO=;4/Q5JUR,(PC5F<0!%3#!\$7(20L M8)#I
0M0BF./6+F1CY. U?=N;9\$-?3JIT3<9V&!FW'E1&PHI9BVJ8X/PJ8P.-B;RNQ-
5V!%FI*OS#X) M0_'W'1*F+UI(PY\$R'WCM+A?Y7^7QUZFIEE%CK?
5JNO*:.QI03I'8;V;V40Y MK.X_W%BU,=C M3J8G-
DP;VF"IB(-248>%@;J5F!%O?/T_WT0>I:WIE--C9QH/!PQOI0!|=,=I&
MP*T@0\$K20<8#C2QG8#OA6APY8COC4J1ZF)IPPHV=1C_EO+MYGGI["#I#&:3/I
M3/1Z?N;C9"[WT>S8=GQ0I-VWE%T NSEZ84J#;Q7">/%ZEXU\$U/MQ>[X2@I)
MV8(1XP3+X1!F&00^0&&&8M!*"SJ^3'V(@I:U>UR(S_Q*KIEKIRU2\D 5,WY M %.MI-8-
#I9FWP9>XQ5I(M Y5PD/> O7<9Q=IR7S91);?I1:X,4D"Y;A*CY<_ M\K4ND=W66"
9YT\$HH,A4>Q?/%S 3:08SGK"(<80I,BKI:D%S;J=@PP;8)*'W
M<'4I4\5*7^VI4!S&5%;R3J6T_I5:W/Y9[S">?F15_GIZFI%?VOK8F.?I#SI37,&\$2)
MG\T(0QZ)\$!Y'L")Z:ANXEZ;R/X,<I\VO)D<>'*WD@O-A?EONL5J\$
M42BW82*"8[E:5JD\$Y6%-8/O:3ZY/6TVY4\$ M;Q@#OS2%.-?
XA_KCGSWIEORCS29:/ZA.>(_%:OU0J?9-TB#I^_.*_Z_Z MOX7>&5!*JU^2?PG/@.1+!?
9)Q):O9^U@;I:LA^.(_:7VIHJS;-S=[S(SJA
MA+Z#0I3D#HHZ@D=,LY\$Y%+7M+N>>0YJ4)I.FV!ZP?D>R/ MW/QF.GS';) S 9?S-
I&9#NJ#C78F)/>N\4(7JMWB:ET_*4?A^8MZLZH[V"5> M*N(X36 6H!@B%3F4193"*
F#R/(-/M&M-3?)6AD M>/IFC1(;;5)^BBBA1H-MXV.0.\X7ZG-38?C5;WEN9(-M&E\$??
H6%1I423;=F*EN;..9SLMO'U(0W/%*!3BI3/#("U.B0HR2,%UEQ(\$
M4XH2F&,"C\0>T\$6.9R/9Q5BGE-SS8XZ!-I+=0NHS5G\EIM\1;-/U9IYHS M*FA"
(.1@2@,\$H@I.=5^'&=)&(4((6Y7)>%GFV/W+>0_.2:W3C\M%-FM!<
MB@\$Z*_#MIH*Y%HH?6/^!5>%<@>"8LMW M6_H*!I-0I_&GW.
MWW5JS&,'WV*"',YYJJZ#\$2>#L#UT#KD' XFJJJ, @(!:,0>3+Q3%+LIB915*Z
MD9IX%;RXN;ZINOI\OH.?+XZ_W#U^>KNZO(6G%I_!#=W?IK\KZ/Q2E6P/
M.ZUG/%JR^+Y^4 8%KUX7 M/B%(");""/ORA)2A !*6>C#CB&*4(A)S;J+N1^A,K.B;L"!F/
TY@EPNT!#%00*S)\$R@QRF-1(H# M+T%V3;*MZ\$HJO-APLY<:NSFQ.10TM@79;#6?
\$#H\W Z:@ZMI9UD'ZU%M!WU MF5LJ.T&SWI+9;9A3IU?;L&D+^G5C=T1\3E+/@R\$-
(HC2U(=9AA.8"AZ%,2'\$ M8T;%L\9C:<;V\$WR@X\$NDE>@&06:TZ-MWZ>:+JO+W#EFP?
V.=I@..B\U3, M1K\=F;HG:Z)3P6P_ ;XY)'M';37Q>IWR43C%?O(*UKFNE?.UL-BZ+
<I/M+\$ MMD\ R_/_I_!6I=HAP=S%Z!(<IJO^B86>!AF 8.5K#3E0G%I+!+-YELU%
M\3J<+=YRVR?506/JZ%>L^&KIL7C\$^6K!@Y!0>?Z"(>%,'LHR#C%.0QCA& D4
M"Q@1F6>!ZE,?9M21TINB(*_UF0M-R:' 3+;:YPLMN4EBK7\$UCN!08E&6MP/

MTYA U01X4\^T2//SP&.Z-K|B|*6_7*DU0>U2^|E)?K"Y|*(XQ1B&<1A E&\$"
M4ZF=,!,^)DGL^6%FI:=F9.=V=SSA.@U!>3M8L5SBLE+-XFK/OTF.CUYH71P@
M8P!VHB-\$LJ"ZF==,-.'DDHW:03*54^28W),X1WJ)OJ.3Y!@0P\Z2HV|;)T|
MD0_GQ2U>L3(WK?&Z_|Z\$|8>:%JB)V9=V/2"><1;):6*Z98+LB#M*D:_%+T) M&
=>F2N)H|;3B+\$P\$/6W_|M7^5%^8V_%.N7?^5_(34M7W_"5'=O_=_|,C'-
M(D&3\$,9A+"!Y7^PG_AR)96;W90)3-)L|<)+4A@D^E0M/G0NG3-|Y\$T\$Z;L
MN0!4LP%\$P|<9>,3KNK&H7%#5!V*L'F,&01J\$@ M/(H3\$1LF3(Z-NU:
(WFA@=0,P%:+L;|J|A|AL1RRO*(V" #_9FW_@78|,^ M-CYNIO|N@8-
3CT//;+L;H|>7Q>KG-(=9D6^@JJ(RH*ON?K!X!JJ<;NGJ M/D1Z3<%OX(@5C4G?6^C#
|F+SGC*U9| M5%4G5:.B(*%IEH4NW(_AMS&8U> M7CL6HO|9>^_).6.Z3Q1>
(B|X.93U:>@|.3K0Q!ND+7T@&?CEY==.BJ>Y|^0X M',==)Z,B86#+91M424/;
MF8HW1=A'\$+\$TAL3C|BPIN(=8\$&*!C!+T#@_|M9^D#KW4%UC37?0&%;3TV6T M=
(K8B.<03WI(BA/"2">&FSEZ|) H^T&C!YJR52-5)Z|*DJH6=%7GQ>J.E3Y M>E\$POL!>2'
8;C#R:0H1ZD4PE<<>F GA!Y1Y7AH816_9TIM'T798.*MOZM65 M?<;
(4)S8ZM|PC*8*.1HX3AIZ\$BX.BFLD|0F:/#S^S*IM).R^KIN|YH-*H=3 M!Y4Z>H^E|NB88
H&/M096Q_DJ8,35WSZ!N K^O"(R|_I5+TT2I!"H@""B,DE6Y5|RF*U+>9)'(+@ M"
|S0*J3O&,'IE^|M>:#H@PUYH|3'HP":68(Q8;%>W9T1<2B%:";F;4/CY";MN=RAF?#|!0X-
WQN_L>BGHN3Y_>JB"1.X*_JPK2IG*|_M=1<'>CPZ_L2X8P+ MF(1\$)5)3!-;
!) "RC\$=AQA,1&=5 F);J@YK9\$U5O=IJ?8 A&1QI&@D\$5R-XIP\$D M%)2K;
(LSJ26I2(1F8|CS|*V9C^QV?P?4WH|1>X7W#Z_81@!|ZC@L9!PC!"V_Q2L(H5-L.N/&AY|>
|8(M8A,9NM'\$1L_6Z9-ESZ|EVE;|SVJ/_V;DD(DT!K|:7/U0Y7K|(>|B&*@B4 M!41_1'P"
<9 PZ,4I16&*4A\$85/-#V|6M9?"K*1WRU
M\$NJ/NDG|"U|;TM^|=M<0J'_4>FP|X|ROWM.U|XN?#2P_3+(!1\$*00)2&"
M612G,/8S#W&Y1Q69U2%S= XG7@:3NR.G^-/@|F9|5W!M5L-#O>PE-P"S2|H
M!L&&HX|90V54T0ML!VN@6+|/-2,CW=*G@S3D8|6X_,WZWE|,GC?'N*G(V2|
MO|EGN1PO&KK'1"<92SC4_3JL)^&#*:^T.\$X|B|!0^06>SR@;.\$G#|HR1G0
MT_:D|J/44F.ZNTI61_2M^3RWA_>8I;OO'CIP;0WS+|P<#ZVSVB'T2|>X!
MJUZ8:X_7QVEG#|?|B'U?^<>G9?'*N.Z;SR5K=>DW:8?N2_S8GDOB./-%"\$8P
M(:FN&YU|G/\$8Q@FA7N!AQ(GI:=J(X,0FHN4!|):)MI7|4|U&>X(V;QON!.-1
MLS(Z.:VYKUP,>^3/C8^|H50UK47MJCTU40=KTC?LLAS|KJ0"-:<5N#Y26X\$ MMX
J50<7#_A)M0CS?84LY5PUNZ|. @.%S9E|^Z*3HIU@|ZTJ;DM+A?U=M)%>4C M?
R146_6Z>F#SDX9|<+|YJ5Z=R!_P|N77)|ITLVK=(0'7KT"/2TS*GNJTCK M0\$?
5"TY"LE1Q1+P:YP+4:KKZVZL;C3);UW0;F;K-T*W>'Z&0I4@HTVW0#
|@\$@H0P#5.YB<.1R")F4@ MQ0?8,N)8H_|08F8^VQ-QL/3!OH7@S@D"ZY/F@)
CG14/49CUM#<@XMOSVM"C MK@HKY\$Z7?> K^9?U5SGGJO=XF9-G9>^K#Z^-
U2@74<1BKP49FF:0.0+7Y|'
M\$(9^BK,D2U&*J%7#9&/*DY_6.E15UX=FX2QM|= @42%/MG@>6^>\$9@\$T/ #/%
MQ)G^+|@ \$2;T%|_ (8> X6P!*(T>R"*=V9K84E'/LVQ'8 QS"M@OU*.UUJ|QN
M'VDRA,Z_XY+=Z%K|U>_RP75UM;J;GOZ%Y_G^7. MO@+WZM>F==C>:X;-
#.=//&^66ZY.D^>N*-U.S|KD'FP&K00Z XU(9Z_62A6F MK<4Z_ZU@H)&L?D3|"X
2KBYS/F)@W?M,RUBO>C-S/V_XW_M,S5Y\$X3NQX1C-M3^GSX_-2)70/9104!
|HL3J.89#%\$B,LC<"C/P=A|!,29B#U, ^9Y5OTX;8A/ M'0RT904P(3UO.H,##'09#BYC
MG)#W^K8=7>-K|W&8XA_1R/TLE:9')CYT03\$ 1)1|\$HH4:%:@QH36QD-&6'
MM,T>8,OLQ\$CBVIF\$V@P<;,U|S//JE0HX+-Z8^8L|E.9/0AP6^6 FX9%7|/#2W
MK5:_N/SCV(+PL!"\$84JVD\$>6DD\$LYA2R'Q"4R0|&B3"1\$6|@T|MNGPN"U C
MT)01U#KZL=F&KH#P+ JNHIEZ71TD,A8W0Z),% L7V|UJOV7UN=VAEN%N4Y
M)\$"K)0=_Y|KB7BV+=_C'H2+5.&1A*G4"RE6+0|2)|L.PBV"2Q!E%:<0|WVHE M&R(VL?
I<75_4' M2,W<3/ZXT/N=XPW>L0|F^1-G|_GJ_FK%&J@?Q3#S4@%3N0/P"4I3+
|'+|JDC,;\$%:0EJUZZFE5WD?#K.5_C0A|8S' MCGP3G%3|91G+U;M/8%Z?;J^>|
|_B=/N#_Z6E3KD|_SLKYFKSW#55NU<2%8 M&/DB3""F 5>'5+E^XS E/L(HPP03*
|LJH&5(T^UU,*JVVJARKK7^AKES9D M\$|'&&#;.,5&-RG+36'X;7"VNH4;
ZIO"JOJC^FIJEY,V-F3\$(JL6|HYY/W6\$ MXOSW5&80'+RO,GS500/K|Q,OQ?.*W78R.OPL3..
('C|T(ZN:-D).P>%-&|9>J*P M;GMZ:Z&M>GH.B-3?P_/02|U|!S@N-
NC<^@QMXW%-5^KND!RT(U|V,?7O^H M.+M:?
=*U.>2AX5Q5X|0+Z|+GGC05(H0|\$E\$(D@AR3(L_T.)G_E(\$+F_L"B%
M9T|:RKC8UAE3%2NIJEA^5\$Q.|J|V@=N:K^"D3+%L;ONSV&A90
MFVTYI@'0SGHH'2MKZ|=V!0C(%_|C|A|//CJ%G00>P!&&DK8D%XUAV)/2!O M-R8.
(S@YB@?CFHU_*BAZKS%;LLRZ*|*J2ZT*?V|)WB&49|_T0^HABN66) M,,S"0\$ OQ%\$0!

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(X@%C:%4@X"6\$0^QD)12B-CU'V)A24(HAOAFP)G;'QX69I_?
8<|S(S6!;DLU.KWLJBJA1=Z./;\$M/(>EZK)29!1F/\$,P\CPN4,
()XU8M#X\1G%CU+I9%I18B?8R04U/)S5/=0^/\$M9D|O<3-
;H,=\$P^DFHJ&3SW""^WSU/>>MG>|7S7'-'Q50^VFUC7XQT.>C@TR|'=_V2Y%?L&0"?KV|
=?R_M_W=R>SX5Q7I5F-Y\$'D=F6*U'!<5RDVV'Q\CA0L:'"#ZS.= -QHRCXVU\D)8S2-
/\$BEK!#Y/H.8H0QF M68@PCTC\$I"+638A.I?SOL%7/^G0MDTQ-X#0;!T?
&Q@|W>|2/P,;^AJ>4=+7_<@.3,J>/F(.QGC5N\ZV8A_E@|5\|X>5->K80J'R27!M4\MHDE
M0U|@SC(((\$:1W-?|(8<9C:5I\$#Q%'B8!"JSV|8/4)K8)#6V)#MA2USV)S|3/
M|JC*2W81>&88FMF&T9"Q.PJC@&)M&(R\$'K^OB_M+2J95._>2\XX?
U3_E/^@JK9+L5SJ,-VZJOHBB_V0)%D"&4E4-^20R:4T2B%.
M(B9X)H1<9VV6TM/8F7BM57YDCLN5*F|(<(QV.50TYQA5%?^"\$"-Y|X_A9FY7?XC'<@
M#&".41U+4C5%#&|\$TX#^+UA5%UF_?F|"?%|U2O|V|BP)?,K2,\$D|N3^PXI
M3'U*82P"E&(644'L:DI9,C"Q;>P6=6P8_BU'8,.295\$H6XS-|V4R-E9.#/0 MFFH=8)
(D1U&;JUCC|~L3&8ULD_M#.!**
<.V@)B%|Z)'<@.WQ>E"6SHL%,&IJJ092.3FB>@9CY!",8LRNKD9()XJAH+I"@)21KY
M5MF%1^A-'2|04<|Y(&B;|>,'X/-;4>\$0P|91W_88(\$14,Q1UI^CU&;=;4U
M%/WMXFKZV@E)C3U%M|ZJ'VC717^JE,JNK+8.Z@|<%"7_QND25U4N>S1/JE>V6+?RE
M%NI7H,12_MU#9<2)YAV\91YLN3\#6*(@6)7<# 'X%:=ND|SL"8*:00(<|>|>#0
M.%D'DVO?DQ^|Y;JUXNF@=GO7#5Y>7J0-);-SBC6<*0|*?"@Q1(I>I-\$M3
MR&@0)UE"0F|67V^0RL3;W2Y!2X_Y,#C#YGPTD2V=<5;2&IM&(VF&|)8R)*M\$0|
(9+X|TB/&!,0Q|Z&'&!5^G(0BL8IVL:-|XYWS#B|Z^JOA!FAVW*I%V|!L
M>_<|*GAVRK^+E:(X?D%H!T%'OU(^3OF=;I.-(>F_2#8?POX.68TM!U.62|?C
M_9%7IO?!"UZ=VAT*,KC@>JFUG0?UC>K_VI^?WQ(ZN-WQR<*,*^X_*.5F?N
MB%Q.M|>'OIOMYGA_F.ZM|=!C|ME;MYO*Y5R_@&YR|=RA9"|8<%BG\$+,&((H_M8#
|,HCB6?.QQXC?F)4N_+0X!,KF::AEED_^(7|"EKJYFF;>V,.;|:I(MJH_ME:UT5OF:?
6(XY6KN#39;GF:??&-TR9&T848)RWRI,#!-MO1"B+\$E@YA,\$<<
|ZG,4IWYFY6KHIS6UFV7?JZ_H'S/FUH@9>EG&P<'2P^(&M@;UOY;AP8_E5!BC-
ZU,Y+O*>A7@%5>%?GPL5K?K@OZMZ;/G,9'P((\$A910B_MGWN0B#B
2>:E0<211|+83HMW"4RNNHHZ5_B8JGI8G-'T\WP,ROE8>'V-;'G.>MJ
MBUIY*8KR\$40V|!'J\$Z-7V_J_+|3|OH!8)(IJJ<|E|0L1UI\$*"(&48;Q@A_M@IE1_Q
S#^DL%F@?PB^+B5Z#X,*Y=: +>L)*.#XF=RAJ@85_2T>B;M,JWP.#(|@4?
1X')I@BDA=2|-2%-QIBK1*2%/)V*D39O.2.;_I2W(AN28#N MI9GN!TDZ_2"W!
<=PZN&,D@CZ<11|E,0\$H%D|8GMQY\$?\$8Z@;|-'8FMIR=
MMBKR1+Q30&'G1OVL:19+NLUBW2O_G3A%9IND^8"WL||V^YV.O-.41QN""S&M2G
_C9EY4J|'6XO*7Z<4=WLXZ=96"WE4\$Q\$A_M&?2PNK2D)(&9"#.("\$5I0%(>V#5%-
R\$ZL:VK68":AT.-\$A4?.FW<|B+&"%S_MFS4V3':6:0R\$K\$V3C<@C&2
CDK.:&1L0WAH3JW<=6TZ>+Y<7|=S39,FG_5!MDB8\$JA9|JKU_E,?
4>@Q/PL#Q\$.>VK6@/\$!D8I,@*8(M2%@"BB*2D:Y6Y<|YU+M7)XF#FA+'?":O
|R*4STZD_VZ(-3:1X_M6XU!T)K_(/7G9M*+L>NBPM4=>|>|=LH|SQ'H.R|V^E|Z|HG"-
|+=^YPCCTY_M=>./S45_*I*(DY#|2(@(|X0)-3#,\$+J"IO2*,Y2RX(DEBQ,O\$&YOKP#%^>W
M?P*?/M_|7S|=O/GJX^7'|&'P"'\$K_+IYMNOX-/5|?GUQ=7U|^#|XN|J
MSU=W5|8=@AV@-SO/3_NHG95U:PRR5V,.R:S|PIYGS|7=X#<>X>,=+?R5=5/0
MJH6+W.D5Y:NZ:-D>./N|*%BU2\$@8LBP4T/.4.QQ%&9%-\$D3N|IF_MA|G,<,&I:(%
|1>1I^X@552*X>*X>^1HOY4*B0M(*P73I8'V<;&X!%IQYV!/8@|% @8HA_M"V&:913&
<4+|-"88AY%IV(HAS:EC5QHV@.8#-(PH:VR'E?86Q#Q53+!\$BYW:F,@YA5;
(NE|T!+J8#S1;E8BE9-|3%|E6W+\$&6>7'&89;X@:J%S"!|)56V1F,+N:08E&MVM0?
UD|Y2KB8A.XU^PZ..F_5OB"!JNKV#3YL_M?9"X?"Z+)|XY7'Y|S):MSI>|X?5BI6@Q7J^IYJ=?
=NQ(SKGH*-H'+|0ZR0"0(M^G\$<012&ONHC|L,D2EG
DQ@G"38|53@Q,+%&MSP!TC!5>|):MD"^X0NL%6-@
M9=RD|QGRH^>.R8&T7)5;#%M^@&0(:#@"6Y:YDGW+4/LW<#T_B(CFHCCY@
M%W!';>G#:.VUE'C:.(R|H5S:>/6!ADA\$M:S3(!M44(1)\$&0PD!@1!&/_#
V2K/O(S"Q:=Z2JVWRQOO:7M_NX6)VM#E%6CO|V1%T_M_#*J?6*,=)39&W|64TR?
<&|/,+W/.9Q=|N_77U>5JBA7W:|0BVK=?%6F1Y>>M|Z<^N=S?
ESKR##0U|3HU(2MPR|N7G'*=SV)QCNF#PN_8,P(*EJ<88P!&5\$(3
M4=V,.WV#SG>.:2+6SF'FV+.GUGY3+I;O^7)9%R"C6>1CEGJ0QAZ!*,LBB#V)
MH/Q1\$'AIS/S8ZGJOA|I\$&MNMZ=;2/;5XVRY.9NO@"-+;::JQL">48CLHRNAE

MUW:IO%.)M8.B|H=3. RX<[;I4U'AY>|E\?ST)/YDHBCE/_EUL59W&L5JG: ^> M.;MYXG6-
C7:#YM, ".KKM/L0(APQ5:@1P|!#*(L|X86Q7<=B-SXF5O"6*Z#9 M.@.*.2@Y@XJU,R"9
UWNP)8|ZX12IUDP,P|S8&MG/GIAO3T&ZP2|H/Q/1&2^I MU(F+N;-
)3X'J0!KI2<.Y6;RVC5'.JSJ_9;T@F<"!)Q#\$(8DABI 'TRPB,(J" M!/-,>'%;1JO|H.PLE/V_5?
OU"N@3MU9@^66O)T9.@-"F84Y36 |X|&A==;D M@XW8-K%?
DI\$4_0"!676X7|"WZCGPI+5CXY:O|J*4BLVKC||||+\$+O"ZX*E?BI M_JY_WBQI01+@+
(PS&*\$@@DCX#?)?_HUS\$L=QDX#_).J.^1#9\$)|Y%M%2!:(@LT
M7>.,:=7/(@CKHD)H'#3G=K%FH(@&2B1N27?SJ T#_!;N|^, ?+V.4P"6AN;@8K
M|\$9Q+U@+W^M2,!|H+C>"M6P=UX'JN|8&||-SE;|X59W3_WK_JUQJ*' _A^?W# MFK/S%
|D?NN<7RT(^6+U&-IDLH=#..A)TUGQB&19A/&F/MRAT-) MA(PJ%+J1G|B(^AYD^!5|;
|@_N&8#T)|J/.JP*/"E.U'7,S7 M_%0;4WX")KU&W67,NW>C|L2C7^=_U9|>D+%_S'^N|I|WSY
MPK_(T_)#M6#,YQ|/#&0RPET DCZX0(XQA1"E,_S_P?762':7ND0\$|S|R)|\GN;
M1BMU9(*NV6%X/LSLS/I@>:0S7;.!;E/48?(_?);A9C6"%QL5G^EI*)LS|M+%66+
("SJ+|D,ZKK9=Q*U9_K_,EY+X/I8\$@+(Y" M'%E5V.X./K\$INGE>5Q(I'?Q%BK(LOJM@;-
O;MPX6IO=N;A):WK@5JWMXQ|M' MH.CI2IN:XIBW;OMRC';?
UAEZYINV?:'V|H|@././H:F_" E7|Q6U)QDYES@^O MVT>:FHPZA/E2|FW6KU<\$6&?.R
M)\$L|&"6!W&-X+(28!!PR\$O.41EY"0ZO.X7,Q/K\$)T,3D|JF.E_I(65DF^<%LO;QDZEV|W:P-
URM>05'*QHJR21FR(M"^@(_ ^K.OVLI#FCD46G; M2B)5O:F6:<1XB)EG8:P
B|G8GC=B8^);V L!F9N^?0++X|_R>.7|EJOCL03U M6B);.X^:FW<1Q8*F(H1AZ,<0)8S-
\$891"*.>|0'/(JX;.+*,6(36_R6/M@P MH&(76A;.,DR;.8G;T^G!4).R_|#
(#BDD1|\$P3Q<9\$Q7'U!"W3|0J|!14ROY| MCZ,CS);.82I+-X_#^!UK;W;Q@-4
KY_TN%_PZEG@MHNI/B W7V2695Z\$(P|C M* WJ:N,XRBC\$C/,0^23.4J,Z?N8D)
|9L+1=GH.8#|/#2%-0V5FE3&(^:N0G ML3-V1KC8VSQ3@(PMWP1_N=F_TSXD&S-
H*7*O,30=9RZ3:"E7QS#;ONEV|?|- MFMW5,Z|6<>RQ(-\$E3-62&SM\$8C;7 NW
\$YLZ5;+T|ORS M;VT%ZPD\$WRU9;2DZ7P,5 M;VEY3|D1/6 TB<*(0<804?
>U0LX|H:#OHS3VTB3R6&91O'L\$^1U*=K?4'#\$P
MNTMQ^9;M5J:C8EC?/+SE>;2;@W=U3^C5MKB(QT68 M8A;#@\$CSB4B"(4D2
5.I98(AST?(JE/PB?Q;.:|O|VXN_@^XN/GR|?+Z|OSN
MZN9ZHC9Z,&+I?;OYLO#5JW9>1X9B|!%U5=|7RU0%"0>)R&DJEHT8BR":A,(0XX(CT64
M>9Y1.=H!&E-?|6FJH"%|!A1A"0M0I,V,U! ^PX9G)*DMK_%18
MR|=K6R#_LC4!0V/.HM8&0K6J:O*H;7V@G+JD^2+57,6QWU;H3RV"N'_4=.
MU@L1!"D6"8&81>K&W<,0)SB&!!\$<>Y\$7"VY4'LJV29A7\$SL5'<7C|Z"M/8!FY|'(+&H(YU
M E59T@|A|F,|4>JE, L"!CV6H) F 47<-%73A-|SQJ-E 33JL&4"U%P8NW.;
MP#OJ|H;\$CO+R^7\$2S&+JZQX7'S;XT DXV3RT;H7@^7T2!SN;=L).KX MMJQ>
<^CGL=VDJ9(D-Z)Vf-V4YT+DRUP:WFH1"7F40JF W%>-Q2-?GJAX', \$L M3#&-N
B\$9QK(9\$)OUC/5^H%KSY Z1.#;J5V4 ^&8L6A388#D45,X-CZGG*|N M&UC.-|"
<3P2+1>.>.<>%Q.X4CP&37LL-JPURBG38=%|YMN A8 MO>1EL=+?
Q/+R1|H6=|KZ/^>4EL^);X,|;.@C9+ZN^>>:RXP\$O+;AZF<)>H=(J<R?;RN(N/
M8D%7Z537R+K-<<.&ZHVL&!FQ\$XBEZ&,U!S\$E.V^_\$\$LP|EJ(V+|O9DS4;7D
M#ZK"ZPN_6M'B417|XENWK!|C'S%YHDS D 5,=*P7,/(Q@BG :T5"@.+* SQ&
M<&+CKBZL|.FAS%T|R*C(F2G?78H0QJTN"7ST55_.JKV4SDR#85>"2;<93<
MK+;"/5/BW-L+XO9|MA_%340J>KU6.NA:E7@KXJP96'|/IC,#/8(PML95Q>YK4W?\$.E&,E-|
M5&8U*4=\$?:O^QQX_M0G%0*T;74Q_>V@*>)JDF4|@PD4"\$?8(Q'\$.0RIH|"6\$
M>S2VBL1VX&%B%>|VKQ@L#669&N&"MN'V;5H,+;=AQO-U33+)*?8\$S-9O9>&M.0?
OU&?#&J+^'ASV0|GWL?KXPEAU4|J=3'E9JmZ^|&9U^5_KU_/O):NNU^KG
MWZMO8DG7DH>|H5)MF>0VY^*E9/|1VK6|&H'4Q.;J8_Z2,IYBVI=4GU:VK:9Q
MSH!1A|JZ7OW-Z\$G+8B^*%E_(5?/. MO,?6&-.T; #?88;LC.'T*^@T'9V"+1:=
|^IG|_50(&0=X M3("46XR'ANA%0|2V#>;E#E@%#*GNKZJH0_W|YH=*3?'J|5_DRM
ID5G5K0Q6 M>@*>.:L&4Z2|YV|B|D#|N :|: <0A>ZJBZZH'S-6!XS7|;8S\$ \$MK>2!+3<>8*
M)K&4JO-/8ONF8TA)?5|75<|J |V>^ ^7700*5_@0.D%YD ?&|E#|(DP1)|N0
M)3|*4SBC'&2)5&4!C9|FER8L#+(|H<|.AJF8N_JS5*^HLMG5N^D;.)71'5
M6B(_@TKNN^KN6)8Q*"|XARC(?)|SB-(,0X1" ;&/(TC3@&=1' N.(JOPGJGQ M=UP0?
U;|S:Y)|D;5;I%M?4V:'07@YHJUPU'/XCMBH-)F(P5-.3"PKP!1">
MM!|=,=,I8|HGH'YOMS"TR#U M4D%(:F2Q!FA,?>_14 4UV?KXJPF;YZ'WH3-L3T:2V?
(FP5Y==O-W94<2PU^O54-EK16:P|.65>?^,+7#P5;H)AEE,<^
MS'RA/*_Q@|E//|BE)\$ \$BILSS/8=R42:T'<)>E'\$D)?94_?| 5KP|M#5MUTRF|
MS8\$1G&;.@='0<=+FECK0Y,J! ?X,M"S4|<&@YF*|Q=Y&YI\$6=R.2LR|F-B"|
M7;RMWG7TR;56G5|L;| G 41#SQ(>\$#ET2(E, MJ!CV._8B\$G./,ZFCQ9ORI

M?:DMM3HOP-)A^@8*0V>HNX"6CLZ-;!>#LMF[+@I+.)9:\LWH\H<#XNVYTH
M>6R.UF%ZZ9?/+A(-\6F8I1"G*H^1\$J5Y3%ULHT"D&(:^WF\ M#L6\7#&=[Y9A)EC
."0LY1#%*(\$XS!+H4\$P62ZG#" MFR\$NYN=T9VD=3^FF@CJ=T0*<I()??
\$V<_G\!P4Z=#H_!|Y8F!N, #%T7)
M=^WX./EYMOE^#J^N\RV^7M'3B_@CNSO^O:6WOXX@-*^*H.%C> MLK?1-C5AT%
(&DC30M,>"P+S\RFA0N\F\QXX6/\$UD(\+|J2H9Q\DS7RO|< M/&FGC?
Q:4P^LJ5IP7Q95!1YQ>9^O *FAS%LHFT?/E#M(I2BNE1QG@+?0_ [+4
M*8MZ(%Y\|1\U45F^'|('T&D)\OD?ZO)+!:59?BHE_ G34A"L+?(1W.LUSK'^J)N8+-
(\$A80X1.Y(Z(\$HC16 MAS.LNBYZ?N!EW.-
^8MHMRX\TQ%NEHR45E\$Y8\JM&RQ/:X,9\, 4OK;E=?0?YX M8NC,%X'I('1LR#4VE%;&U
V-?NMJ.=YLYM9-SJH=1S\VB#KQH=WZA+N@>O\$ MM Q'F>"\$PU@D
J(H81"3%\$%\$:"*/I4D<(VIH<=^./;%)U>1 0\|J6>\0#D>M
MXRG2V9F_<04SMEVG".AFG'8\$'<7B\,G0:U+V7IC+901QVC\$*08_ \,4FK@N\ MX>?
L^KDN:ID@GV\N(D))YL6+)WWFOUWC410)+, \F!!?E8, M?)@QN71XU4' MC-
5J3*2M\ YBE^I.T"#%-#^EZ>S% U-T\#M&H@* %4Q #0'(V5B'A?1*<%R M8-C9\B:/B\9-
AS1XVOJL^<^\$Y7ZK1JG.YD'.I\0_%DET\I7%2SVA33(RYR%! M24IAEJ\ S92&,-!
"P#0)0S^,\$PH1FY8A67# NCR8%_FWQ0?
XW/X\#BY'<|5EQZP5\$ \$29X#QIY+37".AN7\$;+9VU "R%R*G_2/J\$":2H\$/\$J\U\ M
MNV;U>:5L.ZY5 N"M;1_ '>60Y<|V7\$J;CS'5782E7YPK#\DW'-K1 K M^9?
U5_D1*WIZ5_.UD)\77^=EO2/J/+%;MF2\+|\$XB(D?>E#P)('(>2G\$ \$6\$P
MH3&.4)"D,,,K23LB?3\)#\ M7K-DMX*|PP39-R=, FQNN>.R=J\K70G '6OK^X4-\$XK-
MG)G_S&:7&_RO_. MV163/.1"
|P2:F,TF6T,M,O+'S19"_DYN>ECC,NO^HHXM:9/^%P@AEL:AW/H3
M@J7%YY|<^OL>9'Z6)2Q.*8^, ^GJH" <3+PDMM;9JA5LUS'GFTRCRWFJOF3\$R|?'3*7!2BJ
"K\Y3SUI:.\A\VA MZVMB1"V\6)T2K(<*.
TM+35YW*SG/4HG5'I012I%:L\!.M5CM0>HOQNHPEFOO-MHM6ZQ'3IEWSI@3
M*+R8>4G,@XQ8M4.S(S^Q*6N9_%K9K2F0\W.7&T M^RX9 2TG9YNMY:O:KM;X?
3N.GT. (Q<81NM^9\$5\YEY(+L#L=T9R&L4QU;LH
M>7Z_NOQ19XBTM\O/2N\1A@)H9WRY8X((9POBE%*8Q&F(DR3S,F*4-&!\$;>H-
M4TT;M,1\2\TRFWL0,#,\AH,=F:C%X\$1BR!;B3A6EO4@K7F3J4W\$WLN9-GK) M/35:
|_S^I3W5)3KA> D3+S\$@RQ\;D\J^F\$+"0_G/D(6\+Z)09\$:=98:(3.U0
M:?.&MW1\3=@^17H/GV\$M'DMJ2P>%O_
BS*)^1>*WVF3ULOP)>KM9RS\Q<4=;*G*_N;|=X_5PMPB1.@M@3,\$V1 M@"@-
L%P%*8, ^%RB(D2 ^\$::KX!"AB96P)KUQ+VR(@YJZ^7(X"-;Q)7\$L".P4
MTU5ZJH711#2G\7%PX-G62\|QNNNDT?-NQ\%O?(V5JHS-FF\|C_)@|:"*6P003
ME4"9!):\XGB>5UO=#S\?(EXOE"R)\87H2/4S(YCOMDK-Q^M;U&3C;|+6Q.W_V
M(&1V\#Q=:COM;:EM>_B,?)\HM\K;_EU=_D8X\|/_ 5;GKA^VD<,BJ@|X7RM.F)#*:9+Z""
|4VFO_ M,CIMGL+\$Q&MPS9?R'N4;SJ".KE5%5-H:>\$V\+-:E8*BJC"I_7TL\8L;7LV\|
MPSA/R;"UF MH.UO28'PCP):IWD:)\YW(KH(!53\|)K'DCGCD =@M.GQ\HJWXZ
MIR+4WV">>39>NZ<*GNW"_)8|ENY53Z@2KVJ8L_R\$15\H_N_VCV*W\$8(Q\%
M*12A%ZE\7_A3(CSHDS3\GJ\XEM5:1ZD-K'UW*NJY,#31W\NE70\KN\H9
M,\JWDC02%\5YO (5)\GT&8HZV_1NB-?,NT\$#L_G\5;&4^|OK/JY6F MH=)1I"K5&';?
BN7R4U&J%-D%97\|L1:HB3D"DYB<9DF##+\$TB1EL3#RR,S(\1FH\$X^
M;J7;N(C<|BS'-.GMD.XR>;\$CN#-6=FD!;E'R4=: ?W?X@DH)KC_T:I\SM3
M,&_"SR\|S\VZ+=.V+?'4O_ \'+%\X(<<(PQ0'TL9\| %'H4IEQE|=#00S2BJMV0 MJ271&R)SW
VU)%4%>473X4\H+3065T\$G".QP_|21|=L16=TN?'J\$&?>YRV)
M^.\JW>H0>*O3\ZSS94\OR)4K7^>C?U:3(HU%\$YK%TC04\$|Z98#6W)=SW5CDKOC(
MR7I!?'82#.(FA2.(8(B_-(|#!/(XB#.&DTS\$IM7+>XG,<7@R=OKV0S&LO&,) M:*>SG?3?
+5'=T"2'4%F8T?V*+((|N712<|4E^6KVG#@1Y5V#J0%E_.,2&.V
MJ@?.UX!)O0%/O%0Q,>I9"91Z2"@47S2*>=%)@5H^OVHQW4G'O7"IH5\J0:L
MON,G\+SZGJ_8;^#N(;_JG^#|DM?V\#NN->OZ\$"00MUAJV'0^@'\US,NUW70
MB&H9K:@^XI4JWK9+1>(D%<|H)-BYHCSP./^7*|H\O)/(?|?"=ES2Q%US6
M)U'UHW'JL\|V=[5ZG>^;<9H??.|^X3\|&Y6MUBE&=|B^:U?+'&) M+_
R%T6YRO&GND+?Z\CC"5^2"\$-.84H#3G,2,*A'P34"YG'6&I4-,>"YL2&
M6+&A\|++="8J\9@5H7L\ EAM0Y:8=#FWP/&J^IT#)SHK@&Y60/&@0FGZ &HY
M&1D\UX6\$X#EV.-B+-"LVF\8BM_?L-TH-G:9EA*UFVG8?NJ00/OHKCE2\TZ
M^ (ON*,|5NHBI ^_@RQ;/,%4Y'*|>04L9-*2!HFWNRCLL\W%7WLDBVQDP-VFM
MW'F#\$CFY\PZ\.)L\;U"@KCMO^,\$^7>JB_EG^|7_C_8G\|C\|5_Q_X_#U\+ M P04 " _\,

990'OR)OW=>+2LQ#K>X^2Y9EIU8{);>DK.H^+UP8 C*[-.*'
MD)SI^O4WL"7*U,P!6QNN4^64)5G:.X8/@8A(.)?_JK'5O\Z_XO2D@9+.1\$*&)%1
7&6J(3%I)#CB*Q_^R+T;8;*6)1'B/M/V:X(=Z")9Q2&6UR/BK=/70RGO{I+^5#
OX"=F;+KHO^U/GY;++W_Y^>??M?_JSW^\$^>3/L_GES_CKXN?53_IYL?
>/#SOXONIYES{N?N7V}=#%^I?Q ML>SG_KUPWG{!)}I&472S^-Y06+1516W3<_S*)?
=E)_D:Z?GOR)\A59_5B1 MA2_)G?_ ^6GGZ{%,9I-X SR3^7OW\Z.
HQRJCM,%W\$VGZ+* QQG MGW\N/ 3SVJ/#WWXJ.KDX.'F+'X\O_OOXY-
WIV:1%|>G)\A%|H3EMR_P;W|: MC#|_F<#J>Y_FD/_M3I-(BK*I%K10\O|^ ^|2?
O|Y90X+!%|>|=RVRW>A>+>+_D19S0){B+1-B+9W#+BLO;\$AP8STH'\N1O?ZY
MNU2OJ_I@'G^:S1/,T0*M7N?G\8':|V+_YB=^_N+G^" 2/XTG:??>3H7\$-7
MRUD%R5VK!:+C_MOHU0H-I%P5X2;\$+|9W_Y+D*8+D_19Q@E"4(F,8F0 C?
IQ:9/OGHC<+C6P;&O3%L" MQB%^>CJ_F/T^'646O74)B,Y4H?
%.=H^GM&A"ED)37.4^ ^6KGGCQ9JDK^H.@ M8D>!MH2);FL\G7^5 &8.0LZ@'C'MO
MWPP=#6?(\$3#4:N18 M3I'M!8?UMVT&@(93G#N+;F"5ER/6R<=/L^DJ
R.JL"9E211U&\$"!5 A7FH@2 MR5"%\$3CLF<&X_+-5-JP*G,O\$0ZL_G.(5W.\$+N/A8KR<
(9&V68T221J|'N1 M\$TT<>\$%X5D9;4!#C?F'G_3=NIOZ&^G^SNLV4WS#?:?
_63RYFHQGL)B,9(R)B%2(-D*BN3C!Q>B)>_GL|^7GPYGGI_XZ;<1C4OIQOQ1 M4: Q_1
(3JSPGGD,"1F,"B!7Pl.C+-+-%|VG&_07;|!#|A%DLJ)>XG9G.&YT MQB3TF157)/#@B7/<:J
2D)&|GG|G9NAH>&+2_P<|7I>51"U#4))|9D0ZK8G5((C(4D59 M:DSU?F7Z3|UY,TPTG-
2L(M)&J06_,\$.O|,8!>\$2%|@;FF@LD8)*8E.D!&SD
M.I*)%V|&BH:SG#4\$VA0FKB^BW#!A*1,4,HFARZYX*,>VCA@KI,S:
M15CICM>#5V^&BX93G'6\$.C R#I"#U'\$Q|9=UVV&@(8SF+L+KYK6_7G|+|@-
_8YV;WX>G)^>F'X|<'%T=O MSR_P8|DR?7|Z|NC@|_3XY/WY71XVN=W|XA.KW?
#>CO8|;WE?+A)Y! S=<|5DV2_)WV;|YSO:1@ MLERLOO-|;;U RjX68O78,_@*TRM8C%
(V5_*N%.ZMP)6BT#T&;LOIOG2X@J*D MS|6DN|'T>O9K?SV9I<3!-YS#_.HZP.)|
MTBBJD"A*!_,G84H=@("WW6SFQ426,H))OO#;DGZ9FF'OD?2*FDN0;P-#|^6RQ M^#B?
Y?%R)"ENORYD\$A0B7RI;KJ9\$1JB.T0F670|/Q:N|@&;M|<-<+^|3);O*
M=G=8S)9^4@46IU^@7&V;7A|H07W=UC<"D2B|UP*"TG4!AD1(1*K!"7*"^U0
M),K:VB|YDIAAKI_W"9DZ9\$@_A&L|S-L|F07="T&67#>CF58##K72<-(T,58,\$M?
\$)^WJ(C-YE|*:MQO8RGWGHN&5\$6HW\9#"?!TTBR9B%;IY-WS|7&V,U1?H:@ M87VA?
G!53P,#P@G_O/?CZ0?/EME+-GD@=)6"!B=D1 M&W(B;_DU%U8;&^ ^=|
R/O)|Y^K|^3UU\$U!+B|CAPUSB8PF5I=K@O\$DZ7GV"^MDL@)+\$<_?@\$"4@V\$?=T
09M8D&RP9"1)^,%=R|BX/Y3AW5?JFM^+Z'MO/*_
MPCS,*FTE#T0R"A1Y9<83)6(@4HM\$K Z",,ICR4DJ!'7?WNXP|77ZW3+VDW1+M
=)U%%_LWH@JG5.N5RJc*4V3I<83Y,L@#.KI'+LN>JAO<#RG8QAX=)K4+2C MK|N
RT<\$>='-'56LMS-G<-R/.^\$|_8=|CR^=9AXTLDO%DF2I18?Q4.|<8%\$ MIS;/62?|
|!V876"T!7G#M'GJ\$UY|Z6989_:(=T09W/HJOMAL40F+_P? M:&Z|0U8TET0:YM'<&B
V8|PG'+?6I>2B>=FA>?X=PS1ZZ@,I=<79@#E:T7|# MZY/9=+;RL;/LN)>E|:'+C!(IG2=.
(6>_R029VISDY*<85I_16EN M:LF^@=3+|_WX'8KN<#9%)JZ0CYL-
>S:|72|EY|J5L/BS9*^|1E&TAG%2Q? H((CDBE/?/%1K<@6J\$A>0.U#^B=(&:@M
M5O_XVT_HPWIH=U?0T?^Y&B^_0K+3I-TD/_X,D9I+49,41|19R2#PQU!4T^" MSY|\$:
(2CP|T-|4_9;W#=#0;JR=WK;IL&|AMKT^2N^A79"EC3I0PD9%RSQ@) MZ#
(0)G4R@3\$GPG/5HCN%B+=O'ZA-5J|AX&ZB;6#O.8'E=ZP?+)?S<;A: ^C"!
MB|D3FVMVB9F@ (K&VI.VD4 2%(TKA-!C<6%,2S|66|H*=K8D*,Y=0.K63YD_1,E
3L#XQ4T7L M#1B7^WR|18MQ'" +E*,J\$,E|N(X3792LM,?%U0\$IXJ;=,W8Z0H8M%JJCXQ>
ML|W-&T3-V_'D:@EI9*P6*4;
<61,M@BD#H#1(HB6U*#+^U+/=)6O@YH:48QT1T1OQXLXF2VNYFNGX1&HJR);M,TA\$L|
(#&P;E'&LD Z^PMQ?WC1V/B=<&V>K,4Z-69?6 M*|C
8FD1GY0FP\$\$(P9VPX;D>1|L@<"L"V|HEJT)E|EIZ:Q>4_)|V-?#ZI2!
M4TEDCJ6#"@29#9\$*VZT9F"FO|^_ M?CDZ.3_^ZU'|>|6|/H2|8;<%7IQNWMM;GZ:K|?
W@VDJ3:#F*|D4U7R|.?V| MQ:X.2FC0C# :T-2IF(F7_8@/3-MLO="T=FG3EB163-
)3%34N%D.R%X)(RLID M44X)RQR|"4*H4#01NFV2OB^;UB
O7?|)*#JPRR"\$GFI2;H8+XES"+QFW2OHLHZKM|^U|;#H6MB
MAY4UW#BFW\WFZ'|,KYL|Q6_=T-W2<;BKO>R^FERC(W/U6)95+22T8A:CBX(
MNA|RE^P3|(C^3BSE=E\$%FS5UMG:FKQ|!KY7^,IXW&(YO!(X&E|BF|0B?YR@
M;!X1@TJ2^8B:X2JC+&A6O*H82!#!)^|H>)%>
<8WLPDX0;U'^7|M;RXO_O/*3<1YC4+OX!=(EW.IH9%FV*<@RU_CQP;9|@"<
M6!94R;CXL,&US7VI&AZYS!8?FWMM7%|<-9HS0#"YX;#\$S*#L6R(RY:\$(G MZB

GFEWM""@3N@:^BMJNQ=U)<0W46SS"SHH5_&IR5=)I\LP&-3P)L5(04G3 MS3\$7SD
)K7'CD++TB+!&8'2-.5+M.HW*+ OKB%\SZAQ2IVU#?R-VN361FL)N M*#V&F74D:(?
L*B,B%2Y353MOMR?)PUK01J!=7;=-.17/.,#SRQBGFI2-&2-R2 M?@\$(^%\$' @I+%
5;>WF!,^0,^R\T9 N)5.JMG*H4_/G8J^H21:/23GH /M[KYKF+.T9 @=Z&"- @H&"#8-
+J/*#I\ZYT A6@8IC! ?9T^?FG/T !VO;Y@IO M9PO+XD1?W7K ^\$!1JHE\$X#!9=:ELYD7
5*BRKYB\+4AV3_64=XV2-PW/RO MCAM.!K^%)Y"6L_IX1\SV11_+H\H/R"M^FP=S,
<+M&1OK^;.%J^"Y"(&%G@V MFB/?V2J"WGHF-CA.0I*:4_P#M'8Y8D^L_%BGA7W
_S6QT/"2*!P>^L6G=Y/9_M\UVN\);MC"|_@SCQB\4XXYYO M=B17C?@?
*UW1E\703\|_2KG:FX;./R>'1^>_'!U=[%F:=O=1O;C.SU!;WS-^M-
Y\Z:1S\R!C)H6TIX#272AD2<1D?9HE3*M8L,U6>A/\$K(L-#91\./M@F0?,3>E;+-
EAT>_R\J.K\Z"3*S.%@>^OG\&OK\O_K)%8P8HYEEE0E\$CWZD MP_W=2>
DV9SP'XRGJ7J^<1/"6L#27@"XGU^LKHT&((;^&B K8=(=|^=(.T2I ML0R2Q=
\$C3(ZBYY89CGA0%W""^/GM6N6'B5DV""S/H3VEW8#D#F>?D6J9_-O MI9FTCA\8
CW3AK92A*4IFBH'5!O=&"N-E+6WS\I.L.%8?(&O+M@%<='C'9&, M8F#))&:
(0L*)5(D3GVC9T&UBM&3^1/76RP^H&/88MCY&H1S TBY2WSFE%\$3 M# 'G(A+/
&\$>*:;&@5_H.I/6U#TFVQT=O)Z3U\;&[=!NH\$ODX+VU7EJ]*.K7T
M\2V>UI>;@ME10)\J1J\$)\$XJ7/A>9^%"J\$*GS4@JNDJS>@OL9>EKP3JH\$2\6\$
MWH!MN>U*_Z\$4(IZ5B\6G^;<%=.(I9P@>".(YPZ9H1")0^"Y\$PA;Z<5A=JW MGI\EJ
7_I0J\$ZHF\0R5"9*_CR>34?0TBF\PA2C=O((.Q GM2=36QNQ5-+YV M0\?
5NUOP6JH@8R=A-@""8Q3W*L=JU,-6'OUQ4Z9YRU/20B3F<9\6+!&I
M(SI>&23Q*E\$5@W%:Q.KAS\MTM>#25 %/=24T *RW-Z^|;95\RJH(O PN*TD\$
MZ')ESB02#/4\$LH\9>N5=J!U-/TW-L"-.%*H*HDL
;@.Y;Z%M57EKF0X)4N^/K\9N"1%2_2AI*T\$V\$A_&/M0)CR.H9N%OIS%
MOW^:35#HB^NVZ\|;O5DN!9.X9RH6K\&;PEFN9%7&R!)7EX#48R8B/@6KO,|N|
M^O;V""7-@&DO/= ?^O87>@/0N9N;6HGJVXH;);7 /5R0%\$J"4X '@A0EC;5\$
M>SWTNCR)% KS(;H2;83/*8%G7W\$W@)@/L^EEX> MA&571?1E
M7%S\LAA.PV1\>3V<;4\$LOY4U #^NIS&0\&-K)4V"TD\$L"(-,\$3C\+RGU0_65_0J?
\$C*L\$GK MOK:|)"F)O #V/<""T\JLP3#2WR\$!F1+3V*>I?5!*&F@=FW/CICI+4?>EQW:
M3\@M)\VLJ2C&+6E'%09!;EP\$5!1^EAG#"N,EJX,%66U/;-.*&O&^|Q,U!?
M10W8J7MW_J_|H6REC69KJ7TE8<@|,D&E.L<"Z'AD83C>O3EEX3H7HZ:CL*MF_'F^P-
BCRIK")/-(1\&_X<4YCD,HF%*6C&CF5\$6V^@D2_4X6\B-/9UIY3 MO#NUS00\$_0'UE539
F@?S\6L,41YUI&5.|R>.G10C"/6@"3&"Y:H59Q7;VSR M(E'-Q\|0K"J8AI VH/2C/7U
|N12M@-9\$+.(%|+H>GC\>^O);2Z@KQP>=RW#K22CM\E"5*)HT\^D\|
MD)H8E;URQH.@MF_'TG5OA,QIHC1:7!,4/Z";2OG ME.CD.-#LG*M^G>81,H9NCU-
'PP^N\,TG\|E;Z*G^>3=FMU\?E2\VD8N@:U%|3L>@&C,M!2ET9KI\|&.,4V\+T9E)HFC
M5A-EC2KWS QQY<;A-1A;./\A=IX>8*4H?L\$|@*;&F)O #UGL/0E;;L:|7L0
MX\7GJTF9D%02NG&+/\$DE.**8B *JMP7P-V<@B/E^|&DR+6IG7M_FJAYPGT
M@JG*RF@_7FL<;#3")AH44@IH>QE#Z46)_J++B@03,W/4.|"U^W=M2>+0,P3Z
M,68\JD!:%%Z404Q7\VKFSP-
BLI02*;&E\!32PK9=OE+!^8AP+,GL)N(+YZW@ZFR/=MS-
|F\3)T:R)M*7#/_ED\DJN\1VS'M-6?6SE/LT M;.;9_|@WNO:2>Q-1_D/|H#3^C&;N&6GY?
VE-5 N/N MB18N^|Y)\#4Q=L=>#>IH#7(T +QV54BC^#I>+*YPI>#.+|01D5
K=;ENC'N_4"X M X.KQ5BM7\P75,S\|'2 *C:00T- &JM3.3)#9XSH4 YC)6%19:H1I: 6&<
M>^2/0S*U2P0W(&OH4Z:>)(59;6UA|<\$^'U.62>"R<;FT>E%:\$2_0D\0Z&9XA MYIQK7\|
|AIRA#Z1>#UM*;)%)3*W,<#2,IN2)"X!+0P=&K(B,.\$Z3CD&"A-HQ
MXQ.D#MYX_6QM(,"6L31N\,8!(U!(0="DXD"|3,QT!CZWA,SB7F=._&;5N7
MO;=+&:/J%U5T0"L\|E2-W##6\30R,DG0&'@#\$8!|=ZDZTC\$1'W%+S\B5)UN\MM\Z3Q
Q\|:)W1-71PHRM_K\|C_>G1R<7\Z\OSB\/_?CG\|;H\|SH/W\|
MOOCO_0Z&7GAV+V=#V_!3_WCHF?-*KZBGV4CB6>G8Y)DB-E!!LG:YNR!&JQ^_
M;\$38_M4;-R^Y*<+(W3\(%(F2\GA@BLO9A)*BRH!7D3MK_7?VS%81T\$S1SR5
ML/"PDF)G>3>PQ=U2?W-16QIK5V \(&)8R%10\,QV0Y2;@_FCX0-XPD+;P7RA&JN2-2
M>R!>:TZ: ^F5*1-A:EN9)XD9MJ"@/FSJ2+T!^#QQ+?*&&?3\T.9J2\0LL:FG ME-
@L*4@&0F,Q\KYX>>)6C8DH'Z,*HG_0:@=AVY T7(4D;LL?MF_%R/=N4
M@1NE="OP(#7@-BYJ8^AQ2H8M""@/G@KR;N).Q0:7&6\8X\|@%";U4;;_YO0L:0B
MOO1T Q*96T7C.25\$?8^=DYQ2Q(;R1CMB(@' M \K\4T\#Z*MTCY\$QKIC,C\$@FT9_T2A-
K62!1RV@|M8FJ^D;M\>ZJH757L'5 MSXW5;32\|Z_P\|2\B2Y\O^ZUL,BUE'DX@+
(A"9),-E?? MTMO6_)J(K*:59G#V=*E%4CG3X!Q1C)8.&!CZE!M"A&/DXQ,#FGAMD.U7\);
M@NPU\$59"\W ZP26W_LVC:B0!A)71 >CB812\$R02(RIK=&QD\HS6;N%VAX!A

M4V6O"/=Y=Y\$[NP.^0\V^?D+/: QED??V3H@.7B,Y2F+:(F1WRQ!!&NBY-4'
M*.Y\!9ML& V:JF&XA5GN?V,0935\$EJEPB+" M\WX|
[80U'R]0&F^OYB7)T#G#MJU&M7,8S^5 N)5=1;LFU@A%:!!19:DAJFF
M^178&O:ZTVNNBM8PTH! \I1(' @Y17!RD _|E:+\$N6>L7LHSFXZUY0HQRXS((# M
8W''0#TIXA3NBL\$X2A.-3E2OL.F+EV%O;I6P0%X5#[3;W'%.?T7I M?X7_O/*3<1Y#.EC|
ND2%IO(0K)D(Q.&4(H"D18\<3%1\$D4*,BDEN;|WT?7^ M_9Y>Z10X:MEKP+T=_3:P
ISO7;L2_#M43?5\$W^Y'CKN\$F5<1444E'I(S#L2 M6%!\\$R|4.6\$I?89[H:D#=#QA^#4-
=!_*:@#"G<"NKZ&O.U77>>_NXOMB,I7U
MBHNU4^U(1AIY":RC+0/=HD:IEC,^|CWU!ER*)E?&XPYD#MQ7^-4/:WM48KLX
M|7J|\,6A#!S7&R>*!7W=0=ZI9\$GB-D4>K ?72|O^K:@0K:#HI9CJR>5GR-D,=O\4QW&U
ME-(OKIUL^+D<%9J7I>?9FDDA3,2A"5>:4.DT:~+PCG.OXXC7!O_
M,XBSRVGWE)LAG2QS)4KG4D=1|@G=9Z2"\$R>94XK1X\$/JZV\|K09\O\ISNR: M@L>
!AO_"P\|GSGO_..[M-|4&2|N*VA/)ZNI;H;6XSO^BF1/TP)% M.?%UXDN>1N|
(HZ7Z4CE5HQ5@_SD+'@RQF@F7|35@|=N\I@?^@OK;VFLWU7
MJNJ.V0:TNH9H85C)'7AB47Y\$""?P'RQ/O'8_MM>LW_ ^G.% :0-5[5KX>3>M,
M;GRV4%P9RW+.E@AI\$T9\7L.@G"\$I25RW,3A.>^JUNG7Y_@|HY%-+=+8W |.EJ
M<:8MYS8!@51N**),<,U01D+2S)C,-/#:);#|5>_S?XH3FCH*J8JN0;M7WAD-
M=I>|NJTL|YH@+Z6SW#ZJDTNI:6VZ@)9_@:|H|/2(95)|REH)(Z0:LO_%=I M
F=#5RO;@: M;|I95NOHYD=LW7MX MI\$YZCYNB-2H@,'@F/OJ(;IA+VC"MO:A=1?
XZ&CB00|R>-E=!!+1H<+-.|621R^@_7_IC)5I.M9D")1B M|4Y3W|\^+(&ZUO.#B5,
|";T!N-PY/RF"|,XGL"=*R47LVU%R2-&SPYW>Z\$" M+S%5)BYZ0XP67
8F38|56YSUP,>PG0Y>&<*# Z&!Q? 6\,UQW*D8/Y_ S:60 M@|E?_F/ZQ.9&DI(\$1&)4A&
(C,R3X)T@W_1NLW"X*=7.YVU"U|/V=GCTS'I6
M91/PO'|MM4PO_!HJVG"OP_QF^/E8A0>OJPG62:05\$M^;=3G=#=#"OGT"BJ:VD>_5&6:I
M1"+!"EP20C@2A\$2F6'3,^ 1*98:2-%3L5E"|I:MPU?-NR6^4I1;T^RWQ=4=3*
MY8YK5T=X76W371(.D!)7RA)5AA!)R5%<(#+1/B>K8J8<:B>='Z-CV)WTM;.-"
M^RJB"3AUJ^+C#.6!,?2|R\K?| 98?/3?NGUA))R5S.M()2FJQ&|2*|+MRZ*
MUM@PY92J79ZW_5G#|INO#+;:FH">QO::!3UB.O@C,^&*,HCD1DD\<*4BA!|
M,G.)2JA=#+ Y=#S|!"HLG!*E9"!&8)E27"R6L|_%< M&1*8D39JJ12K05503V4CXS|>J?
J@EKH:R>O7(V+VG.U&\$!|^;KN!%9\$>|O&05-0_70F(7E>1HW@+J#!
M\$.15E)OU3OG8MQ5|AKXF06Y+89"*P;X3VH;Z6P^+>-,F"|=X(ZC
M2R&=MB1\$YT@625B(@|YU|8'>FU/79,~P+U3VI+1VP^)WXZF?QL<%R11XSY(D
M.96YGC31 &0V:"%=62NW "-Y#<_LMJ1QV6W_ML+B6NEKP+=>L?NE'AWRAS_QA M-
KU\$'^'S6PC+D664FC*1%IUE7&(JFW(B+HGPFJHHF0ZF>ES|(E5-
!L;59,V&%3B2E9,J)T&L1'|,YFI"Q)"2"^BM1(Q34;0/;!U"-TU9V++
M10%AYJ<(ITTH0V64(ZN410,G8D\$+%\$%TAF=MS)+6X'BM>M6>K8Q.TEU>(-Q
M/I=XFF^;ZJA M/4"|*QOOEZMY_.07&!>O=8\$9926%S%83"\$+BUNHR0?
=/DX3,IAQ<9CKUA*^G MJ1IVU-U <*NDI"8.%;YE!1|*#>"^1C%|J4T=KZI98W!>?
42N\VI&WB VRN#LB>M-7#&>I0SQ.5I/OH#?8WD)9RA M-3Z=%F;+?Z7=X%
<_*6OP#%".XXBVNB0\$*0(/6(O@Y0\$/65;H5Z M8JUGA&+?:|I-Z8&/8Q%QOI1#*[P!&
|P7L|?S11Y>CKEID;XNUFM1 MCR!RD8,R)%M9AK-S2;RBCC!F;&0&&\$:/E9?
#ZW(X;ZQMY72,\$P:V#CVLQA!
MILBS+VGL.@6#*4JL!UK.3:V7V@0/M: ^O|+|9|)9!;1/B6REQS^|H*(Y\@'<
M9@_1@4I\$40R,I8B*V.0R8:E<>(R.F^KE/?WCMK=D;..XW4:.)K7?U?WIT#B^/3D^V-
W2/|J&;W7J*O M5C=^N"P.(,OI?/I|/(6.;%;|IT#(JA'+TRI,@HV1T(=JEAK(?S|6Y'I-VE|
M@I:|VU#>>^|;|2).9HNK.7R'=4Q@N9&2@*>6R)P""2P*HEU,WF6:H7=V'R%K MX#|I-
;#QH,ED966T;&..3_Z*2_CT|/AHAT\$@Z|I=A"HH&43\O;H|/BON/W_MJ>C=|'QP8?
CD_.+L|^Z63W;6Y47GE?-T&Q#=#R7;|Q9#XZ^>=*HXGB*| MKE;.
I2^0+N\1WTW=8V_=:F'S82?Z5--RR M|7Q_>OKV;|VFLKVBM9 MT/>S6?
H/D@4(Z1\NGE.\$ONVOX|MG<|Q@L,"=4ZE E&D?@@-\$G9*<&4D=K7 M'G6R%8'|6LF-
709|U>#B")Y&|%U25\0K*?&2&@(Y:| NHJ=3VRYN1^&PEK_M;-VW?
3WJK65K|_LI/1V<5_?
T2;@;B;1E% ^|%X6|N;N:R)WYO.2^35E'9,H>4(PHL\$)L2):4.T,@(T>K:
M)\.YQ|N.I7TT=*WM3 MUX-L,>Z^=0NJK*ETE!-
N.""HC":!>4NX8&"|/%;%^QFP|"O>U4(^|
I3',YB1DMO!"H|1(K*%@YWHF@(E8+&9&W,KO:|OBU)W-<|_0KS2P3;VF+Z_J|K M+
|O@K4C|MC=\$)&.A!Q8&?*+GU\$?44Z*>:6-%;;VA=K=*!TX-|8CWN|;KU?0
M9,OV|&+'9V<89^UT#KGVN|5LV5/TU OW2L_JO_GY'#WJ.UG.M8L|UD@P"DB2 MCI?^-

*SX[HE0R[+2"KIC\ @)5@P=X=1'S2(Q74RTM&QOT3R[.?CM\$1^7XY/U:2'5P\G;-
MASD[^G\PL*D1%25_-RH%,*DR?ERO-CXQ09
M5R&;0\$RDI3\K8LH)ZHG2S,3D#0A9.WS:F+C\FQB^|*+'5AH-SD0G%1\$TE7YZ
MI5&C8YKH[#VGQ@8%M4\N=J%S6)/8#[X>|CSL67\M6JW1V\VR,YWOU6Q4.,^M#=#*,
<+RD9.=Y%7IF&1)D R(5-(DSX0*3+U1B6N8NW9"(I3LG\117@T00\$I%2\RT3M2;7-
BY/D#)TZ^G\8U;,"R%NV\Q^/3L\1 MD2AG8N>K@_ ^/Z\$"<'5T':J0[X=^:EF@?)X"NEF
MT&4Y72E!_J.C,+N?>,SQSJ;:'!"DT9?FD*
DHAE4:P"',F*Q6UP6=>>^+FKK0.;2<0.D3PXC\ M57/+IO?PM-
RU>8\FZ7%PU@=#=Z:C5SNST/E0QM M:20W7MY>).N2NI""9\CNO.U6V-M1>#>
M5\ \$W>=GW%01.,R\TQDS1,"*-U,3RI AECF6;M5"Z>A^/K2@IJWCT>:W?KBOF%Z2DH_
ML>^E.W^S_O:U!(XQ\$1@(PH1"@3&=T%5)GF2J*(<|H|EN|)>R>)|_5/I*^P0
M<[_B\JELVDT<'9R?H7)U_1"?JEX.SH^VMY(G5#.2S\6R48>^>ZMI055I^|;
M=\$G\ E>81",..Y@E-ADE@N:8LXBVM@/S%"U[MRV\|HRURJ;L#*.9\$0*
M1\H\$,8Z\$,6=HCQY'4/MFH XGB1G6%E7\ P8/V@54\$W\+|. #Y\+^;HXN"=KL+
M_OV7*|X%?X*B.G?!\55PX?|XQ\$ _/7':DR/**H?.,|<=241)(B2GH\6I\H7 MD\ D9_^|X
|>07::S@5+4|1 I'3ADYF6^R56=1N@<|S\I(6NW+7V.GJ'O@M?! MQ..|X)4TT+().?SEX.3|T?
GOR<'AX6^_M;5%W2YG1(?G1W\4K+M?SUZ>_3N M^/|XAW/%|1Y?+VNU.U>U)O_?
EN|>Z8%XSFC\LYI+);.AQ%'/2= A4\L\ M^K&U;=-="BHDH%
EGTI*M\JS_+2OC9+90N9\NQNKNP"-M |L=|#M^N:ZI27OL-) MD,PS)3*I0'QRBL1@(
3MG7*U\ V7;TQ@#M036!.;|%IB(:%6L\|#7TU!#R#
M.)N6T9^=0D\ S&7R%Z15<3|R\O\$Y@S@YQC2'XT_4|4-MH^|_
ZXUB=QU4WSXB#Y:6/:X#3|7M%!HK1)WF0A7CK2HX<0Y ME8D-#+02D"2XRG M
CXTLOX/HB6'5_.R\|. #FSFIG1'(-B#;EB&\C=|H1'52 M1DG.8^TH9E/:ADYJUL'*@U:Y?
6BF9(I,<+/9<|OVED\|C4>/,95 KU@Z;DC(4HTQQ:X M-UQ1)6J/2*G.Q+"13*-
+H6O9,/GOEI#V1X\|D^U:~Rj:~LW?& MD60<1M\$;.,6-
#,*Z44/66N(A4*=5|9)R8RK6G0;@KR-0"G^F4!95V,-@/&957;P MN1PG_*/3Y|I\$?
Y>8#W%MX*086&2_-H\$|7.)LR"24%YZWV-K*81?4>8000.^SL M^=>#ZZOIM.7
Y|#W&*"|W^(Z*R^X25399\$|DUQ|6)'&9 M!^E,"H+6/OX8KDA6F\59@2&|)Y8QQ21G-D2
%<'#R8)%|@_5?MVS\|M4#=#XL ML")6-NX&OYM.6C91Z_W6=|5*CSRCEW\|P/=J>;?
MXHWI9,A+=*HW@HD|)-Q# M.;Z|;|ZM?;4^%\ \$&%T09^&=P|XY)\$:<")<\$R
MKK1((H3JY6D\|T/EC=8S? FE/APPI*;&|V&\$+|J|O&*P*B(X7B|+T>E|^ONM\ M1L=\$X)
(|1&6|_J \$+&<)>7P(C"T26GM\|GCUN1@V5\,FR/L 0%-+H%1F7D\| M_|"8*Z&6QGD,Z2;F*E)
TE +|8^C"?7|4.1|<^0|D5?ACOTG%(B.D,F\$GT9 M8FGB*(VDJ^&HC-!>OJ<*"\FA
8!_^NKO@'D\|+BT75_5PY"CZ?=>>C=O0VH MLA|=USK2U)'#8J|(K(|5-U+
<=;W\3B:/|.B=|J)ZY\I7& SQW5S? MFT6P,LS?|MEC<%GGH?M
M064M&ZKM1RSL:M\|V?M. XR1Z-);_T'|QP#Q8DO+ILT12\%XIH'RC/UFM5
MO;_OJPV56/=L'WUEU_5L_T4"+;
<#/'YPW,1RAL>RY4ZY'V3PR7JM>%BN58FO=86'Q*BABC I.9\$. M5\$GEE
MIRGC+3,00>KP(|#A50U\RV1L5SQ7M5U!\$4WL)
MPS7;Z\|P5@0+1|LP=T#PC8\|P2)H0\|8%EZ.^JR0O\$#7V%I\$>@U51+RUO6YI-K
M=JZFVO8-TSEZ763K#3U1*(@4I7)EGE3QW57H\Y\$=E\$M0KHP_L2+4WU;F.VS
M+QV=>D>V)+6SH43ITAP<@B9664?0TP5.O= VU3YQJT+XT-OY /A|. MM0'0
M@(|P=LM58:?\$30= _C\|#I2X\1'9XE\$%@6Y7KE4,9*2BY1EPT7U4Y&G:|DZ
M|;>_GE^\$S@Y";P_|_|/4KM?6G07Y*WP.,!_Y:~7S,2%P@|
(Y(HJDU,.VB^<>'VM510P.P>LF*A8B2DA:RLM*=&4@EG9HR2\$197(V
M('5CNO:MA1W('H#W/X^E96 WCX>V)=|@G'2_B|&*DLDHH\|T,9REI&
MW#=#V3="|");3G56+80A3|_-=,YG:~|O,"PTL Z^|_=.8,7?|5GCW>H,0;T M6@42,,(CZ-FA?
#6U)+/2CE)|*JH#?\$2?L"8I0IVGLQSUE-DRUG.!\,5=^Z!
M_<2#^AL#V6=JS\$SS53I_1H!|=*(V+-2H\ 2>6(#9ZKY|.:&0;Y?1+@
M.AT'I6KMAKJM_)MO#Z8%'OSNY^MHFJDUL2Q9*@5Z0=R7;IF0"<|L2US!Z)+5
M=EDKL_!##XO6NU9\58: M@S*|T2)3_YQG?
=H:Q=VQ@0|:CT2;9')\$>Q.P'A\|_|^EMWY;NKSRI'7V='OY3*_~|>
MO3UZ=WQXO%.5NEU>4LWP\GBX@D_/|", MJOA26;WIV<="=2!
|89|L=/T|;OOY5U\|+Q>W\TQST"V%CWZ^ M_'8Q|H.%CS=|%>_+2U>|HH
Y\Y0@7,IRC<9\$XEPY,U9>9TN-D:S/%AP;\$S\JL MU>H-9|^U.^A'B0WDKC=C\?I61-
#"4Y=)U#ZA@|HL<|?*>^NF?2BM\80>5/#CO()02D43"B-#"4Q,F,|HGG\GT3PYRL'><_
MI&+HRR7|Z/L96.T@_;;@|V\|XKLV|!.<3IO.%C !T0)_GD_F04_>3_Q MB\49C\$LWYGA=+?
S^;-6V^<9J6ALUOEL2%DNMHU2.>,HXP>|I"\$R%S.|U_KB? M,=CF=8-

#9% ^MSGH6<0/^R^UPZA4;YW!Y74/2K;J0_O,Y(POED*4DSN-;QP M\$COW@29>?<[HVT
+5KVF\68K)*<0?H#JN^8E,+ "Y!8K@. M4I<^15"1S^8Z 0-
^1/44>Q\R.TMYV\$VL).YGB_\$25H94!D9%#)XPDQB1+ 92 M\B.2Q\B-
QLJH\Y\O/;)7W7_JP%K?73>S.H(:V)WJU?_/:YXM5C./N/S.JP\ MECV&;(EH83E2;T,)"3-
1&A+NQ3)*N5%'TPM^L,W#ULI_!AT)YR'Q@U)_XS MRND.#ZND @L7,J,>!\$S_01QX\G-
(K:6I6_M36S#*OV\U#>E>^13);U&/ZGD!(MAY)ZX)#2A"CA0%2UNJRJJ_;\$G#Y,VZT7M
M>PNN@6CB<#;.*+?YJ76(\>+O;[Z]\@6G\I-G/_JZ90R&LLIQKHIB*B&-FB V4
M\$ZH9_LA5HKIVZY"7:~KV+LGKAZI5==0DYE;A-<>ZF@_7C>E)HLSB##^6E;?
C6GFU@A9*M6L M:H^1HL8M.7-%:(+(/4B9?.V+;4_1TAJ<|M^XK?Q-P"C1|;
<::M1&Z.G63@2 MC44;'H) IC!;,"+CYR%+4WVZS3/D; 0F_4^|'^ZDF19!MM8#T@J>4
J1Y&S1 MIB=1.G7S2#_.93X;&H#5(O.+NU47@E?, M^X>9I*XF|>
(+@ (K\J6;::^ZBM*GV%,8G2-D(1N:~9_NKH9%&@74JLWVU"J7/ M* Q-"346A202\$+T\$,&5
:JE5=6'6\Y(U+ VJXKJ-X#3\GH8-I7YJU_,IN,E M'\$_Q<=>3W/WD<#;_,KLVPZM_OS'%
(J)X\,R5G*T*"44&S>\$61J8<%32>"|@ M?'3)N=TIV/"KJ>08;@&S!53UCV#|>M?
SVSUIM@B4@<^7;%JCIJ_!/+6NA\;'^3C"!A9EF4FVI5#2HL?K,,%
M)*Q5B7E3AKOWOS5^~)ZB=.OG|=?_R_KBC(AI %08EW16\OXV7GU:~RH>Q#V6<
MXK>1#<)&X.5R_45FO\$@D.,<)&8R_Y1T_"NIH)TF<)&GHX1X^HJJ>(UE%U!E\A
M>M5UT;B+3P;3\JS1,^HGI2QT%,#Y+*4B&#&5=BVP595'0W_ZT%*[R/RS?);!1Q(
&R4)+S;S\$I1(D<;53 M)%7HN6H?#+.JI^07Z\FV2*)O&U9'#0U
Z@E!'7SNSE!A\KW1EIX\,V.1*72_M9UHKB5Z!*~LF>:F<5E'6/G7<@KQA3R%
[MF/I**D!_'7=?E8.P!@6(\$T#88R M\$H5BQ20KXK+ ^": R3EJ!J4'1-ZG8=B\$?J\ (VDO<
Y>)7GWY;AG#_-UX6CH1 M?YS/+N?^|^(T3,:7G7(6AU?S(N!1#@I23)F\$,H-
5\MD)&U"%-8H+\$9;~!BWLW_M\Q^K'=WT=<,FNGI!2V_2;L#@K)IK7\Q6+"Y&P_V3'N-
;9Z@GTO)(+/:.*.X M\X8;H6OWE7J\$C(V_Y'XH(-42>@.XN8E-
WZ'@'HMAC_Z(DZLTGEX>+!; ?J%* M_V,4E\$.|X|+ <-67/E*4."T328PF*41*@M?
00+,UF9OE3ND/";R^M;8S,+_" M/PJ;(HE"H'+<41&Q_#I;H)S^_Q,T=G-
'6)XZVN/3TD=P12QE^YI3.)M+ M\Q\@/I81/O>*S;#S8R7>JXJUY;:3YT?O?
STZN3@^>7=Z\FLW6W+G#I1//ZK> M(S_J*W4E_+FCN\9?)G-2\? V\Z @4DN
;4=0\EDX\|G";R;C&V%U+BG\>IU_M1T_1LH?=N-M3^C2?
CR^GXSR.OKSFYI^FE|T:*K9S=:W\8H96=#&;C)-?|<|?
ML9AE=%81EC!ND#9B!\$%!\$P<^)Y040 @O&IEZ\#1Q-7P_V*P9HH"TU(" _J7QK_MA2
B("R_)LRE8'Y/PM">#WT+%7T7%/MOA9;LI#YN'NI@M
M_60EA9MZ,N\32SI\$PI2BZ&9BM& C\QC09LY4%,*IEQMR/?+@)C:S730TJR:N M895|-
IOE8C^GB*2H9003K))I M4P2TH?2JM?- WSN(:E@5/^!?!631.454+(-
F:0K\$*@TDTR2D\|J9#=#IO\K2Z_MJ\<:J+HO00VK*|7S9H.P#4/|JEF&_1TO1:800/T8?DA:
(YA?5O.T^WJ.& M:|OO76756(-)"@%L1#\&6+EQ @H-D?"2F*BLD
M!NXU=QNV0H=RQ5!">(4KS8(NZ(0Y_3+Z26V1K0FQ7_OM!K
MIDD"AK,"PV:*ZFEE;&A="V.=A553:FHX#ZPT\U2BM*(NLO%\N6,=)<^!"4@;_M)25?
@M93! S7T:Z28F>UI3P@5+HF-/OH|_.1X"\$#W\$TA()*SKSS=/O(&S1??D?'|?
0/"H(I29GM)<&#S<'0UGWU9 MW3/5C\$F73""<4V0VTDR\ER8_P< M+;_~HX|E=[TA/B&
I%*@BU)1YYIZC\O6L0_~XTI0I1KRL1H?;~R\>YB91\VC8
M3ZH#IXE@L9SEO\WFDW1#NX%@@K 8!(/'C=\$Z0!^*2H+L!,<3#7:~#),*#QPYS
MF:>^OO<660/'B->#PNXJM"PG\J&M6278-F)/#V>?/.(I(?W=0T,ED M7#*~\$7\OE1|;.&--
SD0HC>Y8\ACF@T_~\$>L=C-
"I37;W#WMD#=#O\$H0WCLX\$Y%:Y@UNR@+0V1/(1F"G:~JG/CI;6OQ!,F((#6)D7.4CPD\$/49
M@DW_C=<;8FT(/4I)-U\$*NJG292MNJXR;JA-"N.,*~KL212-DHPHE|-5 M&*%
VL@AV@MG+5QWJ*'G%Z&S@|;_~\$_.N3C#(/,6X;>P\3RN_K\18_FT*Z_M^=9J/S<,Q20I
>O++\$,O28BY5!YQKX1Q-IC:&8\$=R&P-H747AG@?&,DI4"V-
CK#9G+A^!M!6\SLU_-9800_-#J15Z!UF MG3,N!>.)S(:5M%P@H%-V)B+ND:"X,
<82+N51C<;2+N->-L;2.NBU)DI2G2" M4NN<#;&>".*\$T\$E9IZ5XN60_#S*0=BM-
/3^0=ANQ-3B05D0*QDI9YK&7D71& MX>XH2O&S1U#FOCCJ,AJK-0=#A(! I%&E\UG0
MH!>D%YTUB<%|S%|N !!H8@8+<=Z+I\$@:";6 M!;4Y9?@=Z\V#/\2_VJT0L.V
VFW4T0\|SOT\$%C>=T4Y@%?Y)H)\R\J(D\$ T1R MW*2\HY%0YJWA)G%5_?3^44):_I(^NK|?
+F)OP3>
GN=&83KK@K)*\$MS;B3ESJ\PN#L|>;25N_,VO2VN).F6@3=6H,2Y\9\$IX8+A^D"OB
M>58\$%V1.2@L-IO8AR0\YIW8KE6\QIW8;^;<I1?FHRHNT.HZ(*,LY?"=2TC
M@4#V0:3DE/'5;=B/.J=V*|5O.:~V&STT *MNULA57%|T;0?SA;+@VG"|\|
MZ_7J0Q\|S9Q8K(^.F,JQ>(&F8?M/M;(U-=8 ,NR M+;..UYBZG:FIA2BIV11@

"09NIHNZ\$1H8(9:&8)3&QV-; &!)XD9^JRMHLIG M?
E1.MROEZ6%:ED0EH@T25!I&&&6"AG LH#%YO*\$5IN
MD+7IVX:M_!MW.PGY%*/6NZV2W!:\$ APV)=H9NIF43S7#9Z:84D0;J(44V2
M*#^FM7^A6?EN+QYH3,+P_M(KZ*D!|^GDJJR=LF +CT58*SF.).5>1AJ(D|XB
M.Y:6X6Z!).0N*(L|MIW)9^F9K"&@+UC8-:+0AJ UBY#2)B-
%A&W<55/*L|^>D>^&N2S>0)|-H;NY 5WP MC>L\$2GFUC!"9PV"
IS\$P541*/5IV\$J/Y JMZT.<[=5A?]*[?N=R2Z. W^)|@QF>KJ*.%M;C=PJ:W|HJ
M|IOB'Q)1>'D6%N%E.)N6.B0JO EI-3Y^(@H)Q\$A+"#>Q!M;U7W%(H)ESVAJA MLJ
;4;+M;J/5?1|1/(-(?MRCZ#9+'Q:8IO.+Y1|(1FLY<<0#+2; >%VGF<1(M886,H!V6;
(0/7&Z^67C|T>KTAL), =(MP-W^&1&'C JE1|DHG!V|OJO;SA;
MXH2.S:!=1G".TR&*R4'P+E3/W@NG//?W794&CWH?HF2TXI9CN|-%-'%*?;T M3\$EO!
(LY&F";,3J4R90Z7@SPG*SV)2LE-C>;/WQ4YQ#IWB.:GW8R/A0R36S0
M>N:6R_G7>/6|_9\$DP,19&85Q!DRTM<|RN7>!B0@"8T2GZ|,+W|@N;4 =>%?G MQS96
VEL?/VDS7^YV)ZCJ_F YY-9\$Z%4P0)V0JRO%\$E"(G"3,6E8"X7:WCK MRI:?
JIAI\$/&8Y^%&A@?2M5-Q!DNPMG+^8*\$1H^Z/M29XCRF("S3*&IM0A> M9P?
9<(>VN%#\$\$A|XPQ^>'4*>|V5U(|&V1L@ DZM/WOWC|;O/IS^>O/ZT|CJ M!SZCV:SJ3?
0U&E)|;0I>39?I;+Z|6.#UP&&6 K>2*9!!U%N>J"!P^HIGEY61
MSI.W,Y15_IF<9L?.F^ELNOR"^??Y/"|GC&+&9&T&K6O+@D+LNN L?6N+T-?
M+O:M(/OS|#S)0M4GF|L4L?|KX|NUL2G%|4"|\$
M;"WP(.LKG"0A2#*.3+C"C.6"R=;Y_4TTC5NZ-#B>6FBB)V2|P_)R:B\$" C< M"\$O'MBE
O&0@O|RZ8)PBZ0R%(EI_G)3HT1"SJX2;); &|%Y>O?YX|H|7GT_^ M|?K-
R;L7|UZ>O'A|N|3YX|_D%.PZ??PEF8)?ST!?!%|;^=F|R6: ^3X'1YN|*|XJ%EN_KCZ W\$.-
V)LP7?PCG%W09U|3L;RMIK?U(P@*O_VX^0OK M(IA:Y/K;CRLJ7^&2(I05W|VL-
@SD(&0; W"2&^W|6J>5*3CU)6@,NJ JK2_+ MA^-F7!?06'B^;X
I04<'A_W/;%R.AL@F*:|2!EE+=+WX*LS;'3"'J07_-Z
MV'^8DG'QV0M.YLV5UB7TKEX2>)|X|K9_9(55?YE#2#Y#(-ZB52:3Z_8'7PV/MNUKH>2-
T|A!Z!^!9,X#YQ?***IYLCY+HWE|@Z(+GHS'E0WB,X+33YZ9R57\$1Q MLO45_A9D|0:I??
0_'U89'>#KW9S<|357:Q8<2J&& (#|;O:+3!\$^I9IBN:Y
M405SZWNY|A|@8|Q)E\$/P<*NP.|/*@)UOKAM|.E|MK+V"5*B69+;|,OUT^S=6:
M,|%K^;RLP_2A|AXJ7.%R:M5_KEO?=3M1^FXJ.O4#SN"TCN |@-L7.WY%(AX M@1Y8?
<6KD@|0>2J_P62O=)\$)6S?7>I28#@/9QDAXV).
I4"T=X.ME6'YY=34(HZU7K|,6#A'3AKAVJY/OO;PZ6>->P_M>6C+U;=\$JXTEF?
4FI0B:UZ*XVJ#72RXAB" L|J<|:VV9GJ)GW#3&,SH|U)|@ M5V"||+;>KK>JB\$|;S
D&&.EVU*(@N(##O%>U6SK5N7<7X%#W|G93|:2U1.!VH M@|@|J&B|,25X65-
XRM.VPZ!DF16Z"J47B-?6HE(=HR9>*(-MWB?W28)Z M=2A>K|_XKB9\$CI U)OY
LETO_XK?0FSTVM1K;O2V6Q\$J',0E."@LO 0.,9Z MMRA0HQ\$2(T1|21|XT;,@R&JG1(Z0-
0M7^+;P7A|7>D97'96\$C/1UV867"P MS\$E(V6=M?3)>#N> /4#0."^EGXT'=J@*N|+C-
2_OR|T|;P^+|Q=?YQ>S|W?S M|_>EU&|;46O:>SG_CXSG873;#-'|+QH|F=%?
Q\$^TU&K6WT!U@X^L=[WX)R&.^< ML@H,*Q0N6*<@H#+ A-4A43^7^L>E<^J^G
G/6|=?:B#T#L SS8%;T'8;+TS M4*PF.='&@J"+ /+<99),>&O;7R4|V^K#7?2_1_7A+LKH
%|/%<2E\$&CK^0@Z MJMKDFD14>|Y1!JU\$X&T|Q9Z3.J/CP/X<*NP.|)E4%=(%C2R",
(YDX|B+ M|2(I**J4&)4.#EL/2CFX%N(=SM=^UC-%H5.!|I^6B75&6@|PAD&%&2R%6
M|A|2|(K%Q+#+|W|J(W;6^2VW\$+BKH \$Y/I^4CTX5C0J_3(8.J&?F0'7V5LF7&
M:.-;CTU|KK41.^EHJ(7930:(VI.4S-P4U!Y%X?9_/6)T|8P M6F.,X/9^ M^|W_V-
J(0Q#53@D=(&K/%|^*|YC7(M8/6LS|B':PR"#J#^>(6Z,TP)+B)8;6G/6DP0Z'N(=D3"|
>W_|J|5NBCF2CSJ;E(%Y7H=1RD);##4D#(JGK())I9^-(T/9N/6* MO|()NY^2>X?
N1TQ68;FEX(UOXT? M:G?6^:QV&N/">)6+!!TCTJ%?"|@H\$WG2GBO#?1+FJ(^-#^"EX_-
|3|SM NUC M@:"+=O&;)\$#_G4W_!_/|D)+GDQG>X_K%+%_6TUW.L|L4V;5H:E_SS|BL'8RK
M>\$K2P6D;P,G:OUR8#"Z!HQ%*X5.*H76#6:/RF OMP>C;9SQX/(.E_7JX
M=@P'JL.|_ %*L|D|JL.*B^U,D9+Y<&N>@3P;"#ZI\$'KS+GRUHO|F76>ZJ+R|M=
H#;)9ED!J0^YA(BL00|X6^QR93BY'#I(T2J#6\$<%"NXESIY0J.R>MEP?FXOR-
A#0_-6XNI) MUU=W'|PYY%***P44\$QJJ./ZP#N37/9:B2W&;3STR;-*3|41X|H>P^!C:CO
M5)VRQ8_)GYF**R*M?FAE\$S6Q|<<@JD77=I*&Z76@C_UNG2)Z6^G|^|_O_K\$
MRT/AZIN;|^!FO4X4OX^ZY@?);D1M+Q?GDY<7M.L_5@AGOD8014|N*L7D*R6
M|"R<"G*^O-HV%8M:>F#;WD|J-V-QN^OV4NPM+^!|TB*8^|U*YHG+|L.KNB? M7F^
XC%HF2UHAA6WT8\$KV0%'SDQ2)DFUU>Z_6N-J^UH=VO_/T#.;A.&W.
M&XNV|WB_|O/C1+*D='VJDU) 4-%\$",X@6.1.*,>MCT|5:.P,!UIS/'6WT|Q|
M*.PJQDYOR:|KY9P@FX@Q@M<|UU8:&D(N&30/==X83X(?V;NH_U7BW.DN=2|

M0M!#I4R.)XYQ?4V>G0+'N0.OF"Y.&<^;5WT|T|K4G;2^4UWJ#BKH \$Y/ET0:
M(4E(0H&A/58|_#B*UXR"4%1@.3EA8^L.2| ^V+G470>|4E|J+\$CI U.F./@N7 MYQ^)F;?
SJ*^7|Z|?I^>K&| #U,Q64W\$1G(=8.%*H.2XTZ61"U.X0+*#BV?A.T MD:A>@J:&R&JKC
f0=:_@EK|]=UBLWS|9;TN2Y\$,6*SDHGRFFB)%!\$DZKH+1@ ML36PGJ*G%P>J,::j:
#..U9XZA*|@.)^TS|BUHZIP-?#5;+.R""UCV \$G?QDI@4\$%ZK1)K.=O-\$|MJXG?59U
MR3LI>:NZY%TDW@%LWLYGI_1H7U|A7'D1JPW%T;"@E0;/JP|1QT \$|C(DY@H/
MTG+'6Q=F/D3'5J#1S^&(.UC*2)EO8-T|D)@K)E>VD'.*_#2\$/S1:LM|X"&T
M/KT>IF1<\$W.XAC= 9@|QCUL+|0EGT_GBW?P'&"D,; M*:P2O@B%XAYH!
|BL4_O"P7|*&W>5H(=6(|;#477);7&1%S6=?YS,|#XL?A'|2 M1CB|+(&>:"49*R*!%HJ|*U\$"
|21TY+Z%\$)(P/(;6*33@/E4Z!^HY@.G1WT8 M=X2;|M:F<42-
'|H|:~+WFY_6=PR%YFYCFJRL0#XK15|&(#\$9|+(P|5*Y:AX2/_MT=+++7G|DWE0B7=P'-
|R?"E8>E_6::Q)%@Y#Y @FU.=K4DIP1A1(4@B#V@4C MAT/.75IZN7QJC9P#)-X5N(2,!
|DA^"QKC)2<\$W2PJP+!^P3,"*9S MLDSDX8;>|/)^VSX_F/>&C7'04#|
|S|K+P5)EWOF#R&-MV+M"U7H+?;W_ S^U>_KZF'G|US><+7%BA+&:!P^6<46LE0@1,
|DM(?#\$2F+6 M|(RHC:MNA2;_#45MR|(.G&;M<|H7|KB:<3/*(I_|@;F\$|8P(*<-PX*L
M&7LFZUVFA!RL\$E\$':U'L@*K=*CN^I@|*X@-K(<_.B:Z_M|E>O|@(M4=7:~
MOV%8T/'^LY?L8N\$AF@"IYG54BAF(6P2?9)0L>Q2Q|17S:A1NA|)GD|484#T=
M@*|R=;/%WH2\$5S=!S!OO@RY00DTU:PK+/\$|.3\$D&EH9Y/# M:"+RGF=?
_O|^:M_GKQ|^+=J_>?^OUQY-WGU^|^_WDM|>O7WSZ|/KSH_G
M|_SOZ=G9Q_G96;DL#=#^|(|:S5KP|2*WT8|F=;+40A)EBG,3J?Q|_|3>ZB7
MCBG.264I;\$QUB+ -"KR0'(R3%I,LC#RTQOM)P(/-7"?TA?,%V?XOJR7O6K/
MR3SJ3"8:/5N|,"_@I\$<(.6;'0M+6MRYH?824<9/^PZ'EOMUKH8D.3LSK1K"
M72RG|2+F\$YY>-J^JE7JV#N4F!Q,R6|6VM@7HV/=T1!CM8S'9BM;#T9XD:%QP M-5'Y?
1@UDW\8+JD_ J|3^7DO2D,?!:U4X%SX&J;= S)9F* 1-1Z0N,= D8&
M2SO%WH?,WE(>|S;BY?SKM_ER>H|KEYBH%\$|Z*F F2O(0A0'GG 7,7,=D3%!*
M/^TO/?"I(VM|?|W,VPAJ7|U3)'!Q^9KDBG0>ZPM;FR%F|T)PKCCW())P6I9
MVY_YM%|"S|UW"JP)CH^2%
CWRK.YXLU,KDOZ+5VP#U+A,RD(7AN0&BF9XKGG&5^G\$^+S>OM3!P85.Q4
P:4&1GP\$LO@5D>4!5N M2N\$;U7KG(|>M.&JBV/U%U(%KMO98;RYH!\$Y*<_
U#08G2"6#A5!?!DCR)E-0 M5&)|L9|1,3(AGP ?_XP.7<\$E'J|<|7I8\$+6BN1A'02=:QFF,^
K1TG\$PICR MTG\$<""JWR.CC9F%/Q3X"DWVEW!%0?
E_|E|N)4:444^A|D|F66D)AC>26D@|C M,'@7U|2YBQ"0W%
fOK&1..^98Z|9_3|\$S|C\$T%'@.EGQ' M1N:J!<^ZJ^KG19@M+|.G=1G:)%)%*@Q'PVD&RD
_K4MP)1&-|L416&RR/M/LD0&&46AA=V1DGN1O93TEQV*LS9UL2--
FUA6'@|8K3:ZNK0MXH?&CGK#TASBS.=VTQ&
M*B1P(E|4GF..BDHD5OO5(XH|,ZVK9\$/U=RZ'0MPPZNBGQ?BVV|B|JX+)E!
M|5K2H(>? B"F.1|Z|BX9D/5|f0Q@,U|^GX-X"ZZ:F, #W7L|O,XT8);\$XNN
ML|MEG=G#P"-L(\$I*51DQ;8NHUJO/8ZO/Q::=I+T_B|;_#RG-&BSD|6G*&VP?XB|9|OIK/I
M.;ZMC|N+WN9Q8K..6-M >|B:N!#A"#('&WQ|3C M5:)-|37RP+>/M0WZJHXMH&-
)T3%@HS&@?/ 0?43@S"KD)A>>MGI7L6':V_6" MO12
MM7F_%#1|H""|H|(F*PP3B\$ \$KC0HJ1)0+*"A:(U*)9L,WRH1N TBOJSX
M.T!9|H|6|A^1&5O@?X:_IUXNOZ|Z;+MCHF \$A'#&O.(=0)YW*E')2FD5K6AB!
M.XN.K/1|5#9O(|.KB^?KFP6Z#)B)"Q9KPT2E|XLTxu|KM./C) MP!%*C 8Y,=JKI
=|W2G6XTP'7<420Jv4=R6"4X*B32+.Y<*2+JU'W#R;5P0|
M*?;)5P2|2+FS"O/HG4M:*=#&UW8Q7I\$USK1O,E=9;+?"!!=!C>Q?7,/ ^=YR?
+L*W+|,4SE:0SU%*3;2#%SY6)NSE&\$-76#0|)2GC M5L?+!E_C40)&+E
?/@|I(|_JQ|7.Y@6ZSL-Y,DHDLR61Z)ST%|YZVE3;T+<7X M)1M%P?Y654*~|,8
>/YK8T4.V|MY9&A|OIB,?^&UT7|JR\$2==H.R6/+&E2|3 MJSC0CQAG,3HIMVJ_OP\$=M|
<<\$1!MU#=#O(|.L.O,XG#.K;ZX*6|+51D01C2_2@ MF%J=PAD,YYE"/F%D:EVWN@U=
(S^N.4Z,TUQ!78/NSR66B|.WTX*3@EP4Z3PP MSS3QA!P|,P5B|"
(GGD.RK7O7;\$/7N"YR>S1L#;<|53-NV/3NHAKE|^5DEK\$| M+KL7JX'A|>N,|3936JY
SH+!S9|:3 :9-!)N>|*2CH?-@87^V|_+C7-X.A M|&@:Z<#(7;527"FMLGN7OXG(!B5%M6
M(BB|/")BY"<8BT8Z&Y1M?<'S-\$7C MAGB#&f.&ZN@
7\$^(ZS:C5|T|V+U;W/=F^F2W)X_S>&Q<1*FX77&4H4Y)4@ M9Q!U?;(0#?/9Y^!#ZTQY
|+=?I&/'^4>QS;D%W7T#':\$6WQ9I'*T3:E?|1 M2I-
*D2P*LJ0^,P*C+OR"*@),U\$()6IS|U^C-&G|I""#9_/_CS_"?|17+^MT
MH,OPT/"@M!8(7&E!C@UZ.T8!8F/X|DAB+^53QT'0_'CJ M|!^M-|R|"U_7\$WB5RD9XI8
G1BQ:0_8@F0C!,N.0"R>Q=>RU!YGCHG90V.P& MT8-UV

%,/R1")F=H:A'E'5FK;RHOZX99,3MM,27(L7:B%JF YU:="GK%(7 MI?4#C"<)ZAIZA|
A/H1N.@#:EF?,3,3J4S%1UN?)I?+G72*AY0*Y4*B@N+\$F MMIZ|O2N-O12SC7)^#ZK0#@"
I@:_+T5D4%U^_H2J(.7HF; &>-%;4"7.*0;D M9:P|JO.1_M!S8V?'@W>)..8\7I3?76 Q"?
X^>/20?".OD)-MCKAAMKC64-R!O%|B|;8(V?XF_R!U|8W\$!YUSF8W+RDB03-
7"*A\$A1J'(HQ:D M2B>"DDG'0V_-L?9@4-D>D@?KK0-8OKQ8GL^_XN(C7A: +
H,OZVC.*^35#(% MB(GX49&<'4|'"2#+A3Y)(L/6=^Q/D-,MW Z'P7P8G>P-
K^X^XB//#"XD^8_HR MFY_-3W|<\$9^|)4_\$:3#DS|+N0P,A<5-
'Q)FD4N+;YX3>?|3NRW|:8:+0T79_M@9FYN2ZZHC\4|X6I3?
Q4'7E.\0OX0N\$3UQB9=2R|YI6*|VGHMGBGN4\$Y2/H= MH.?!^1=<_"2EJZM&%"EY\$4
E'>JP9C*-\$2T8AW44JC/(6WOM3Y#3;:5-N"|XF"|6&VNTKZ MAMBMSFVW2R0GR:642DS
DZJWVM%#D,5#0108C9'E_@OI0>M;Z:R6X|_0BDMHN,IM.X,|C1%W<8*@T-N
M5W4TZ\X2';T)Q9^2JG=Y\$VTUT)B'6M1'S&D+.N|+)(B)H/.F&A8ZW067>CK
M8QK\$|"FHP736P3G\H#/QGM>F,=@,2' M*1N|LFDH9&R 8 ,U=6 ,|_F1
A9*#+WEEDR|XH'"625(E";?)K0:\$2 A1!RC&<,82)F%:@W(;NL8|GT>S
MC0>KZ#DWZEW/_))1KL=V&:8_W>FX7SL?IZAV= \$3!2A1@ HI0G"60I6"
M)6(*S/FAYG -^G2_ GMSV;JY>#81M&21_6C+U>XISD*H |4*9B:DB"J9|C0F
M=UOP.;ULVP4BMU*P0XE_|Z)&VIG%;L,15.@9)V^H*PA=Y?XL=)Y4:2OWO!&
M)/59W#;D4N?#2+A?L*Q3BCZR|)F'Q#TY CFJ.L)-
@!#16U9'_XEM6FQN6FM70U=98^602V,, M"%|G?V;&(&B-P(OUT1?A\$FZV-
'LMW26;|M'Z_(@J&|=BOY_-8SA|B6=GQ,KB_MJRJP>VS5>I=UT9PO21>9(3D1B2U-
>U(\$!T)Y)ZQ0)@>U\$5F|K#C:_+GA #68 MP,?%T78.P\$V6Q6!0NI;07CLXX'?
CMK8:/SO^41F&WQF&KP.\$A0&\$BTS M&M!8(U7D,MJM)H-!MXK0I_3^CC878?
+3Y/J!+VIS*18Z,EQWUN2S!R;^<5B4M 48T, -5T|01P'Q^I9
M(BE&C<'R<,QW_\$|0.NYCH9|ANK,>GR=:Z>|B"|CZX->EOCJ0:|%CY;S,#LG>+|/^Q?
3;W7XPDW!@121
M:6203:FC/^C\$#5(%0"&#\DZ)8EK7I&PDJEV+IT>7NKH79LIAB0:2S+050YWM
M9.A;QY3.-4M@1>M09UO:QHW(V^+F\99.#?73P2G|*#>__?A,'W\$YZY1|RS/G
M8*S">EUK(4:=8#7D-%FI2FS=|&X+LGIX-02#_-AE=,SWBI#5QG5G'/2P4E(
MM86|FHU%-\$22R4IM\$PBD)?"VPU9G5JW?;&P+=3VU\$L'4'L;9ODJ?^YR9LF4
M.AU,JMJF"L\$GDT#|H"+7Y&:&UD^!;E;0%#C|*G;>1,KC5BFLJWAJL^6W&);X
M97Z63|Y^6|R_K^:TKAMO<,V+TC|4NC,2#\$4_\$)W.X&N|7&9YB7|S +8M%QOW
M;G@HF_PDI|L,RQ^!1#K#08_-TEJS0C2GE!4(9&2)R?Q"0)*9-%KJ;- (V=K> M/\$'.N-
>X0QN@5GKH %(OYS,*52Y25WCWP"7K&O6P=&E3---
\$!JAZ5U=OKBI^0N5%>_"B9MZT
MJHVK2J|M8V51!4U0K8>1,*JEU9,8P1X^ZFF9|!==0Q!12XB,QX"G?:@7_P0
MZ4>06"E"H3^X4MCL MSKOM1YF?*,X|LH KU2%EYGY"2^6*Q090.*Z
M=J'E\$+-3H%C.BB0%4N%;0V;3:N-61PR/G*;2|KG^X<7+__7GR:>3SR?OWWUZ
M%Q8+^M#O^|/^">+/+3FM4|;\$|SHYJ'WRZ6!*"SE|N7|YS.PMK9J44RJT%:R^GJ
M1^M\$MC1%8K02_Q^,1K(N3_-O(7"P1|;A>VJ(=;KWEID^=N/ M6H=#;?+0BB9+
2MZ'QFQ4%T1H/53&\$_.|%/;^G)L5QK'C30'1-CCI1(#**^# M./0!KB|3KS++DBG6*%@?
>Q=|@36S&IBVT=5'F^A;-YA^A)1>2B.&T/^|03(Z
MQ=3E!,7U;3;+,CL4#+@2M25Q|;)C*;K5&97DFAL16ENXC43U8=(.40T6<-I?
M#^,Z|G^\$Y;R6WH|Z,N37XX>SE??)LO5M^L?W^5U;JU@0&,99K|MYZ0V+C
M#@0Q%*.)1-SF7/=N;-:'GP-T/3^&X#LP5>_F,XI5+A:+V@4E_?%|GQ59%EW
M7DBZH*.8)=^JV7B9-)94L!UL=Y9K|&U?GC_.#6|H(^.<@V4DFWX%|O1R64
M,DI"0@JT5?8!""*L8ZNX YVM9UJ\$_1,ZIU;J7SK:"TAP+&/?MN2/^ (7^??
MP|G|BFP3GMZJ%I'<<=>|0@;8^UP*D!)&|!#G(\$)!; MFT/>>+NLW*/2-IY?/CR;|7>'U>A-
DRK.I\$7LZ7Y|N3694DYBL+3|H\$NF@D M9!42MZ"0D2_A9#WEHP\$5C-
59)^;R9O=JJW7'/06'A=8@LG|VP%JLW4?;:&M@ MS4K5;CU.(D2="K@LN-#|ZA92V
M>B@J!E8^|B^&V"%OVK;Z72^7)4VE?GB M;|CY|74Q;JV8+(R3^)#^0"X@((L@;@;?^
M=CX|H4_|^@KC^?4K%)>\$XTHYBD)5+;XPDGA BFZ-%8D',KRL=2WA0W2;Y^.
M&OX=K(8.H72U|Y04K!23P22-H+Q(\$*MYC5&2J7K14SKUZX/4S*NBWZXAC=
M9@|QC|QG%&?3^>+=_R7KRZ0E.C6MVKUZI7/KVPJ<<0QHH;"ZG6PI_@B2/HJ
M",S*DO;I'VP|R;9>KB^<|*/6^<R'A\$W&:>3MW@:SE|S|J?G/U;|2'K/18X"
MBF("5)%UW%HH8+QUF'1\$69ZR,\$M.?SN=?_||??2E<:.\$Q;FS* PN.Z^0)"(4E%4;/
L<6%;)%A:"E4^56FR&Q^W5QC\$>!ZMK MWD!VXYXF1/!T%F8)3V:97/+%%&O;|
|=U|VWBP;-#X&EU+U7'=199GWWG('.*M')M|5#^YQ'B*WU|A|P&D-RX*_A%F8;IXAP6
|XG)54L=2_D.N=+0:9&3|H|BQ:"LU'R:EL6L@3F?AS7R!7^?+|T^OWOWV7Z^N>(A%

M9A-(#ME'670@17#H\$4J6J4|U|WA_30&#Y0Z/?/PX7EXKC;>1VMB:W|\$(P5K
M9:I/AB*H4+.G(6L@9L/P3\$R:6-40S00<6^'D<'DV\%UU-/1T=OKTO_BM"M.
M43@=/0.E"@,7N(2@8N#6&@S-1Z<^1<^X3R7&KO;<3RUJ0NS3%Q+YA\4TX<2;
M)%-891BT 94I (LR>;#"6,%+2"P= 6,W!'57JK>GWC<#:D\EI(FHFQ=I|L_ MYN?
3V>G*7N/R?'F5RLR39(J0+ O Q.LI,CIPR<:.(9A^H97@|PL_AX#:%I2. M6|MP3
RV5EM'X+SU *4V69F2TM8CSV;+2\KX) 7DG#B 5(=>JY(-N,(BY*(H M>I2")-JZP^LN|
(V;6QP0 XN@!()JSGG M8+AD\$GW. 'Y|X! F|S FQHU\$CFD7CZCL9X/VUV'UC'KY?
O%VOEQN)0(F,DQ5|7K?-0V,:=)S*B<\$L2@B>X: 7N5JB4MWBNI MZ)>M^RCN-
DN;/3N<["7;#C#QP/G|\$=A=#;|'\PGF40Z+=-P_ CKZA*S=H2G M'T_/2(2XI-|=?
*5CNKZUF9U? DWZ%)Q^K_JR.6'9A-4H6XF%7;:0. 3A'?A8 M4#@=761'B!::|
I4=EH0;J4:3(S:D_\$8XKCLZZLS2U;\$!-;%3*\$59@@UTK(6 M8V2AV)@VOP@|&KG:P?
YI'6Z5?78(U?:R>1%2O.+V6UQO#@|F ^|EJ"^F2|> MTC^;GM>+B"O931CW)7MA
:6M>5RMP/&(D-"Z@KEZ|9N+>T9D8+LMGP23L(M#MUMFI/9=^)A0OCQZ1R_?
GM39@N_A'+B@HM5*(;#4@JP-3ZW6R=YQ#+E'G M*-\$HMKFC|PX+;@?
*YY.F&E#^:1N(E>VVPR^1|[#JZYOMP.!ZI1.OOBS^OWQ?7QM>U\$(TX\$4)0X\$T1> 1%
M(@8GF""O*G/EI=,Y;7X>M?'VZ'P^>2RCB#^#JSK;1YN>/L-0^V|F;ZUVKG
MK\$H= /X9SG AFE19%@I6%?'4LM'6D|+23+%IE-'E9K8WF;A1NA|+GE_P:4\$|=
MH/"J6(=\$1-X|8|5X,5H241897/52)!EL;7.1K;HJ|7W@XYSR_7M9=L>QG#
M5"ZO"B9:9NN9E,!1\$>V;|*NWI8!(\$I5GJ1C7NIG|S>K;%;H_O^S6GO+=VUY| MQT6<'W/
R?7UP+O\KCF#Q>+|'4L|;\$RZB9S4/9=);!Q*4TD,,Y4%1=Y%LI) MD-K7B3|:./="6-
AV*UC?\$(EQ<|355AQ60KZWA;F>L=EY#@(^<@A0F|MMC/
M^O|.51D(80=/5=E%>1UX9(|BZ"9\$/5ZCZS
MJ2H|J7|GJ2JHZ.%9|94P686@2@)I9&V|QRUX44?1ZMJ2VG"6DW0:U1NFK|2(
M4U5VT07>#2=V\$7R?INHFDY)\$?@BI0;EMNB(#AQG&C(/%\$?IX- .E3G8N^%\$ M/Y-
5&A^\$^ZFE XA|N'IQ^7E^M2'7S*V+B9P,F;D0/"ZI=C 1=#!*M\$T0%CM*5X30N?
_IAN9W"R7%ZL,FCUB|5VQ6AX M3%%!\$5@|I2D/0=2A6R:1T2|(5#K"<--
JR>^X1\4A@!U+P1U@^Z>GZEP+R53) M\$%V|UDZ>/(M0'^^6Z(5T,2.FQ@#=#JT/./6
AZ#L(%\$WO"4^4I<3\G2Y-\$@^ MJ6*LCO@NY @+ #L\$J6|+G\$?-0 V,:=3D9H|H02*9L-
Q4U>UXP<)+BPP+/HK5C M|^+Z^7Y|&M-GUU?V|OMYZJ-4E|/|<((F) |ENE)+X2\$?
BXJ(./ZM39F;Y MZF7RBW0^_7Y9;2^*XY)\$+Y8
MRJ|X@09P.3%!HE/440,HDFTR6Q)W|\$2\$ MM8FAUQ\$8UZF.J"5WV!L-Y US|"BL05
_Q^6B|!&5P?G(;16P>NWF-WG|8+
MS74I('GRH+3AX%*B:*QD)B+RI&7KP;._1@YB) _UOF8/811F=8NKN?:CRM &I
M9Y!XO5F/04+P"<\$HYSW/0?,8CH"N9Y"#V\$GU.^<@=M'#L|I!9&4E9H\0DZE7
MX=F#ESY#0E21996QV*?|N5|N|I|&3KO?.0>PB^#Y-U4W(54#0GB_
M6,O@W47UK=Z7VU*8).88"UP \$X54HYBF_<|14HG.;6);^|:IZS:4=YS)V0?N M(ZJU#|_
^B^%_XO3T2|V\$^TX;_11?GLWIKYS>&B|O3&&) S<^IK%X!P""@D4
M,F1%\$0,R07W'AAT6|CBOLML3)|('CY#JA6JZ3,3HQ:(V
M/KGE*5U^PHM_AT5>3K@03DK;2HIQ8IPYA)"| 2=4| P1 XL;8=>6IHX;A^^)
MR!%UUCE8AR7YRN7)Z1+5^CK-Z105D?\$7_5+G.28BH_!:*OO:&3KONOS%FN5L,|%
M66ZYAVB\$K8^0ZFQ=KX!IP37F\$GCSP6*_1N'(3OK?LG!D%V5TB|F|2>P0BHI9
MFCI3F1A23D\$LQ=*W1 |34C;NA#|F1:.[*3ZG0M'=M'#LRH<\$=X)S:0 L:H0
MK(AT(CH.I'.F4A8^./TI_C+%8|LI.N|"T=V\$7P'INK-M-+^=OK|=MO#2Y?Y
MMQ|_A/^>+UZ>|9)JW8K">)V-00@D+E"!IA4\6"M)|/N4|+H&ANM'/8N?
%UO:F^"PI09:%|H.MAZWO2.*X M9G\$Pj&P/R8/UU@\$L7UXLS^=?
<;&*L>J._C+|MKRR^%%*[37;BA0/2BH-P6#=-MV-(R|F+2KK59?(*<;N%V.
SN#^9J|..X/49TY?9_&Q^N.WL'Q=%!+:N"IN1Q'&A>-2(8TCE=6-"M-|#WX-
8VI6CKM09NN0;E.)#Y@&9E1AU*)^G?K0^.PO^A@4-KM!|&==@#3 M#2>"
<59:L4!7WJ+2C1=S

TAN9(7_09;SZ\77=4-.HM)HEJ%\$7>J4\QIK./JJ>\$YQ"/JB
MMKIDW:#R.XN.K/1|5#90(;^Q%1_ ^ND5X838Y=C)\%R360\$")QD(;:6)1:7(
MM^K@O4GQM0<=YS:IF>+WEE|'_N63Y:#(1+0%(X0Z,T2Y>JL5E0:KI!\$.DR_
M8>&8K|@'>WK:97?PUGM/3A!707I-)!AE766E8>@ M:?)7J0)M-N8|GE0X||<=5=4L2?
R!A57>","?K5-|+%&/QBF^+#8OX-%^<_/IP%DLFE M_ FMMC.?.*6#%#I"3CZ!REI0",|R!*.
\$8"BE"D.| QF4L8|?|?>R1=J HH_F M)BWD\?|JNW1|/0MAB5^K\$TZW|<_EY?
_==*+|IDP!OH#.9/2. B).1 Q94W? MAN3VZE%=\$99"05J1RQ/E?WM4|D>IV4
M46JHYK^6>FX"4\$09|&^BO_%|/_JBH7/X: +OSU17*&HF=!MX%/S&TU5YP_|%|X3 0_&

((8A4ZO9O/TNUX:E)? KE/?!4HJQ(M&8FU,RJ'H*V\$)+6)WCK)?,.)AXT;;K=/_L-
SUDU1\NM<.:WN&H' ML^GI9;/M2S&1,'SMFY#J-
X#*F\$"%TT!QR/+!98[HJ;'/ANZ6\$ZMT/^|TE& MJZ?
<7\PI^MD,7&9BHHXNZ"3!Y!"KQVAJ_4J!7()Q*IJ:L'Q61\3V63G^GYVB M;H&
(7VR3W,13MW\W=CX\ 8R+KZM9PYH%5M!EX-X%4(\$I<,4G"\$:(@L9E4FW'
MVV4C@JMMG/_L?'9;E/RR'M6-F"A(JRA-6"8QSJ2CT2!\$L'DPD303*9XW(3=
MHZ1NA GDZSN4L6_V*EQZY+ZUB\G6OLHM>+D7=9V@MH"#Z36,C39"9;HTW/ M!>
(/<I7=_G@^V>Q.1?"+I9 '3\Q+;I-S)PK+!CAG"92-))#+)O""T/G*.M
MNZH=A\|M=LI_=JJ|\$2Y^M=U2"U^|=G)6A'IZCP7S<"%Z*\$HJ6.P4?&^M\66
M94_V\SNJO:NF^TQ@W!+Q^_*6?O?Y2YAQQC\@(I\$XZB:~S\Z)#OK,T_5HM^L9
M"L,BG+*,5*"14\4C 6OC29'4BO-2A0J_.\$&ZC FM@/H+Y&Q/J*V^YD+I/M\ MGO\H/3N;R*
#*H=@C:F-2QT#CS8 =SS(HGS4P38&ZWKM\9Z?;^D\%ZR\:/+ MW)Y'P9KA1R+LY?
+A/33Q#%DD88"+DH,RQD",1@*/#\$4D4175R=WCGAONA_#_MF'3N,7#2@4>Q9O>)AI?
WQG3^N<1R"E(EBYD72C (O>BL4WH=[9925&9 M7"PXSFA+I6
@="\$U;V\NB.5JN7>ORX%JUMMDNN#IXMMDN>NOH_NOV3)S:S"YD
MIX7A"DRJ:2%O/V6RSG?2_Y6RS7931*.;NSEE* M2=6WL;0C=>U,\CR'F!,'^LYXEK*(N?
4\ C&\VVP7/3RKV6:!\M, M/\$)!&:MKJFJ1;_9>F*<-:/3/MO.:>'G_%WO/=ML%!\W::IN
BO+@V3" M6Y!96U!697!&>M F!Y(E&BV/,(QFIYG-KVL\4&XGUKZA-AR'8M\JO.\XN\)
M9(P70Q+*IK8.+DY!*+IVI,,Z2EUY\$W%XI-TGJSN+MB<&-H/K((5TCK'5I\T
M_XIOY\OE1)1LBBF,#'(M9BFU7%@\$!\JZZ85"A>D(-NUAXCKNTS<4W0973L\7
M;J\ _O'ZT^>3SW\^?/UI\TNSASZDV<781@H;77Z\FB\K3?^4;JZ8PH_\4L MTR^^S9?
A\/?%_.+;S54%VA*.,!X2K0W*2\$TFA\ " GC,E(CE00045V(XD'CY'
M\+I\$RD.:Y^DW\))9F"7\I 6Q\DI\ZD?/TTL6L9)W-EQ>DYM\^W"6%/N+L(L,^
M'R;ITOV(QDC;"UDQ3HG)A:(/%@2+#+/5 M#DI\QRN!M1,RS2%ZSN#"C4DDZ
3,238APA:BM !\$GRYD)+R=L;D:=(&GO. M3XG(H\H4'EJ-D\$-F7BMA2FX=|FPD:G3+V@X"
MV\K#WWT!K#_PK-HNNA'2Z@8B6"5W%U*KQ'.V, 4;+"I9:9 MM^Y%M2>IW8)Q\+!
<>!M-%:&@<1-45/2H\$ORI E6P(JSL.9^->"#P'MZ%#A'6P\W9B\9P1YNE3,P;B*
I.8B+10XQD;9B-*\$,Q M4LK6+__V)/57=ZAW1JU3)\Q
\$!\@W(_KR2ZAGXH\WBRK\A+LHH1U-@G=
I&!A^>WF=A7;H@4>A"3*2(%&KP:"\$&E\ "C45(X6<)VPT\Q M L8;--I(L?/64AX3*N??
%I.7+R8L)5=L\1"Q7H=P1/#1HOHJ3?A:(V7<4S5D M2TQ_.YU__WO\N\$M0U*JN
>)RF1%5WT91_VEUH\$G?V-RKY*H5U*Y=! "3\X(I M%H%?/CNP;PDO\ "3WSWD&
MY\$W62DV&\$+W4D'UQ11AEI6S\HND. 2/72;=3I'W(I"WE<>.S3X'\$__(L+,+)
M;'EQMM+\$IYM"R;)M7DT=-9S71PG\$0ZQS?XU"85\$:4=2I)-T#8=G3;XR,B/WU M-
A\B\T8C.\$M\OKBB6A,83,*=;TM?Q2&/((8\B0M=58M @)6R>!C\ C>N*) MGL-
)VRO6.MB&'Q;SA)B7;TBQKZ;?<7D^/2?^;Rj;D5C*|>=%G5/1!/*Q359 M<54D\T*.MY"><-
VZ?&@+LG\U;H\H(34?5K_C^A\$;N7E7NQ*4BUFN-N,5DK2G MYQ-B2
EF(@E,%Z@N%D06\$*P3A0>F3;,,,WWW6OI73\H=AM&C*1

#KY5R M.CC&[PCNL_O6)=R;G5\$.1@B2YH@(\$6TM80BU;84KY,&CEV?:D_NKW
M26V.^V/@H'5'LP\$>7?SSQ<>/+Y\|CG@R<7/'LP<4&ZAH\MZ"C-5^D\W^&
MQ2+.;@^(6\B\J4AG#IEB\$K(49.;JZT1?L29+=LXD%EOL'1EO0\>AYO"/^??5
M/CV9T98EWV%16U>^OI+K70)^T+YS!?! IG\T88;ON8& M4N("%&,%7)(?
3LWAH(I.;OU\$0I!;).J6*UM++YUK=;#E(R+NE% \7.\?:B&\L89G>_3>2;,>
M%^<#HNUF4Y\LE^163(SBJ\$-QP'FRH""*%9,2I@^OSIE\PA\;H\=CK)OH^I^
MT7B0\CNP@FMY/LS=VAE?W2D\|YX\$I*66I8">M6BE=%>|#\3UC0D2U>KW9I?
M9QY&|B!?!X\J+&.\#WPUQ^"#\62>1)U#J9;#-8VI>@<)5 =A8T!7&.B\|=
M;NV4/DW1N*%Y#_ALJ+%#H^LA_OG^T^?|+WOV7ZK9I5
C;H_>J#8GQFR)'ER6!I27#P2=4Q@")QI MF\&TJOY':%3\|R)
(OY\OS=7U"TH\Y@C*"4D^=*P31S%!|X\ZV5VJO5-^@|D M/9?
VM+N@Z?'VM&VUU8%>(>ARL;*J24NON.JIE ;KX57'AB+Q\$|B&KQ(6+T
M)DI>C)6#;L*?2>JE4VUC*,R'TTL',/M,?^>R-;PGPTSHCZV+S.+|!D%\1 M:
(=F8P//;UNW2KM46(ZLF6JGP^A/S'K7@@3Q3/J*QSI"D\=/TLC7J5=. " M(*QF=-
F"Q0)D7AJWPY.D5!F3EM?&Z9NK'EX5SH2@DH.LI"^87;B.;3(WGAH
M;CP&TIR\G1@|A\$Y^DM\$5&TFB\B%+<+S4_K0Z@">7#K)DPC@KI#&M6\X\0LHX
MYF1H^+24?V>'T,WLW04C&FZTC,Z#""+73!@% Z@XH\$!;),G+;K7\Z7-_F7%|
ME"9Z?+.0.4BHGO'DY1U&7%"N\%#_TF,.../K=#'.3\$YCG641R6NG=T?%R9V@;
MYI\$,#8W\Q3EV4'.=3+QS@4!;+4.ZY9 G-*5PE\$!*UQ3\0:110;|<'18DM9B

M(-090,A=XJ;.#SE=W[D-#?!\\$-E@52:12?+"@K0*7!*2)!88 MI@TIC!U6&S=?
>RS<";D\9^~O)H"O4&|^\^9\MP-BTU;Q3>A%0GJ?ZXO@:(MB")XLLR"G#)D B9ALS(G#
(0GV)+B"\$Q\$#+I'+,FJ?YKAZ8HFM<&*>#4\B;,,6/RC
MOGR:G;XOK\F,GO\X44L3KMNUY90"YPI\$B8D\=UX\Y!@'.B3F=D+O@Z\0@YUV=&Z0AI*
I+M;H4C\VOP-*S8QS9"IOVW.X);&U4?L\6H(7FA:I*VOLDT\33GP9NB3=RB.O\U<
M\AX<-9N\P'4'@IWC#RYS.GB##78%#4NR:M2G+1"BU; ME\0^2\$@08PF/6/6PEPYZ!-
+59M,%;47:!(2)%DHXV'EP5C#.&)8%83\H<2MW5 M.>RGY\$VPV4/BH\I\$/
VSZWN"EY>/7.^8R9E' MBQ0(.HSAJDPDNTU*F:L#=V%8!N1L7F=<4^?OO!H+-
:1@Z>+Q?P;AME5"X;9 MZ:'\;^?3KW=O\$63.V:6H >N4544G,3B>ZL3@@\$.0#"1E\$)K+
%&EVM=8 M6'#96I!,16FT<8QO+J':8<%Q\PF\3.4H,>%S\?YO)!X\I8%=W@IF97HA(<
M@Z6HP!-7(B4*"PUQ\$BRG_-1-!N7&3=MT!@J;87.=X=>SF0\54\!BB+U\!8 MG?
FLT%OC!\EF1^G0.UBFH#\$T&HISY\$SDV3R&LQNC^-5DC1H/-E!8);^4"00 MB-
P6\$#J3J^YUB7IS\GJ+A<9-\$31&2&O!\H>K7\!9\F\J*5GG=)##;3NZ6%\$ "8
M%UH++YF7&X'2\BIWL"Q 8ZBT%VX'\V.W.N\JG=^:\AJ5T"2=#+7C,\!%"P3_I
MCYBB+5""*,&JUN_,GR!GW/#H6)>ZK?31+!1NLBG<6!)249S.7AJIBR!J(!Z*
M(+,JR4T\#KAZN.9MIO;MX+2'#CH 5-UBM2\H#->.06)!).G)@1.J@)+\$B0?9
M@\$&65.;)E_OOV X&T4\!\$=F_XPP7X6S5'_;K=#:M M3\SK=??KO\HA;'G-
G\4>E0X2,L,ZRKS4*FB9(0A)\:56G>.& 7 KOJ8=X0 M9L-IJ0,
(7CW^6;%PQ0\$+,94<,E#0D\$&EJ, +2SL)LQ=.Y:13:Z?J9RJZZDG> M\$ \$P'RG0\;N/+?
M"7!;#WBUUM*MX(3M97\U\!6UL)-U)GLW\P\T4^~3\!P%VD
MW\$7ZZLIV\N>X*W7>BZC1*&,&/%"EO\(!4;O.6M&SAO(&GND;9NOAXIP)\$@HCAU\D4+
P%,H #PG;J1(611\/*#UX)HTA<#V-I#'\T! M\+_P+)?
Y@K\!%Q^8RK>^:G'0YF%0@Z_K>@VD-SD@/+HDZ^"X5*!20L-N>U&\!MN\!@GH+C0-
KK *3#3S9;&0:>K M."S".9*&8U1"#5!"WPCFK8_ ^MP\ATSJ""@U>:>:=#.D
M@=^>U*YRC%V@JJE38B (C%QY_B74<^W\F\N&4&%V4<+:S"R7>-U:3DFEK(X!
M\$BMU*"\CRR+YJNHUZ>2\$EW%\$FF#+Q3KR.X;2^7Q0!8P(J>7B_.;&\W>B=K,PU#?
R1KP=?.2&W"IXV M >@Q L8Q30T5.V\MY3&A)RF1%5WT91_VE-K(!^!AFIY?H\Q-F)E-*
M8+B)\85ZIO.50@J:B8B)!0M#I#K!<>M-#_&@;?&'\L Q+K)DN9Y^L1LU?
G5@_"&Y6"*!SP?5AWB!KW-JR)ZK>T_YZ&/?^H(^PG,^FYUC\ M42\FX?
+&^N5\!6U^U9SZZO=K YRLUCI&8#+3+F2Y#C\4@J08"!\>6;#K.4QY-T+E 4J'V15+D
M\)>LJB^G;G_RM^OCSS81CU.S7;@8L_!&RDCFZ!:=;455?(>LY))M6HIZ0@
M"IXAAV*BTT%0J' 4:/5P\K72^590VD;!(f>\$N";\WZ=?P\G5VZWQ?2S9=I M\?
UWL0AG5U>7Z\8H+"M1NQ;P51\!30@;G"G%;N"G:*1>2VWCZ\;-RCTC:1^7S MX\F_
UOUQ##6M^14G)SCU^4DZA*M=(7J50RT^"YEY?S M)4)T"@4V3FN7;Q?E-/6\CU!6T?
=:H<WRJZ@!Z-I\AZL;A\$XL^4G"L@>58 MRYTY!>=2DJ>;6\$S*QQ*P\878/1(Z:E\H)
.\$7@'\>+E3+/=8\?S-8_GU7Y\H M+%\$Z:T"LJAY+:4?O;(?!W# 7NCE_-B=,9GE;K
M^GFXB()@U)J\!7 &79@!)26#\$\$+0'F9\$Z945JK6%^YF*CAKG#GY:\B\!V?O#S
M83%/B'GYAF3X:OJ\COY;J1XO:V<4EQ//=,2,'DS='DH%VA1)%L 4%7?<86\>
MB6<+LCKJOSL\$PEHK901))\$|S\ZX&..5BEFL_P\7368G.O+H;!907CNHH @
M!\L/(Z;3\NVB\$O'^F/CRA9/>E.VK=VQ)<1\!%\$!T\<'0%>26Z"G/X3C(:08ZT1
MR@J")*E%YZ1GRE'PTMJ;/41'1ZU^!S\9\Q%!\!_#Y\$'ZL^M>\F2_NL#,AF=34
M;J;8%XD/H21\$B\!5F24J*:<:KGV+I,YS%:QJW3&?IX;Z&"\=VLVNCF@0WQR\$1,
M\$N*J.1^9X)=UF-!*BHX7FTT"8(FO;K0+>P!-"HT'.IV>...@<2,7)??,CS
M)\CJ.12/0_%UO^=S&I>C_-?T4_YA.?G8\J%W#%U;EYEH\$+R8)UV?(-.4V MK4W>;A2.G)
<:\V+V4'UU<-1^Q.\XNZ!8QD@MDB\U3>S(K\R,H'@!412%D7M
M7&FW>O2P\$XNU\X.0<Y:G\/&;<^_ ^O_!D7>+N7ZM?K7Y3_S\$%'O\/_?!\
M\Y\<66;^\;YPMFWPQ(PG\+9B>+>J209Q^_7:V883+!7_+M\Q\JHM-
W\!D_*7Q'BO"O\B+7YWZ0DH,OW^E33V9U.U3G\!S*9;WQ P90F@U9?H4<6
M(-0D@LY,4-QI=6'-NZ?J3;,(+ _@/U_M/U^0'BKJ#L^/M?'9*G_;\LE*GD5\V
M\J2;%DM005UK R32(:23D+""LEE.Q3ZOYH#\!\$Q/EX.4NZ\!0\!1,M5M5H= M0Y11"5
)Z0\N"L1,BYG_-;X#,'N(>N=\$KSJ9SB07.M14->E*C=27T&K;17*C@#?JG?
8\G/KTO%.RCM'E; M"?8 @EEE(:!8..OY&B\!\$A*#B+)6P83J2AL&B6=%;GHV26SNZ?
S8IX\;C0\$ M" Z48 \@N(5CNV:A%*^UA\,C EF? M"78&K=^CU6_7OU\79.>=-
'61HA21PK54RV5,PZJTFM%0-%Z<J9RZ^7&K>89 M&"9-9-P9;OP5"RA=,#PG\!\$0MJ&!J?
3KS8&U6-K.L%-OV!\GYT\LU3^82R\$TF?JSPW#(NA32\@./!5<:M>!D;
M'(+M!MP5\$ZP51*,'N)!MR9@TG8>J8..A1<:M6\!D, M&@?+LQMD7+*@KGVC0,S'
ESQ#;HX\HU<86!"DLXG9\!5.SL6'_ M\U\L%!
YNE\BWM@F)JZ*K;Z8('NL_,7H2OE'6/7V*:ZZWSZ-V5SQ\B/'^M! M@JZ8&08P):4R?

THEE*9N\0GADL'&1@%?5C8"@HHYK>NM3,H"D)_C*Z"W MD'.6H!
TL4):8\CVI^GK1JZ<<#&4\NRKB')Z\|M>G3C7G &KUR5%,C_R\>4I M4HD223'@-^QR-
R/7#E18D#)\V%=%Y)?J2UQ%US'3) 0(Z*,25A"H'!X>3B\ M.-BU.KFD%=J9\XN=KB?
>:%2R%PL;N-D\|M-J&"SO^'.T\K0QZ/1?Q^FB'91 ML5P&V2.N? Z: 9MHE,
(ZJHPBL:LK;22H&X3>0L2R//;4BF4WCE%P@3."9(N MI^|KRY#QW".%
<[XU89S&74R)QZ-WP\;C57V86\$+*#B-WZ?C\SDA\$28?+6Z\ M@?|R:R\$IPB3-|:)2
E#;W"\LUP1@4G)B)+78=3UD-L_4#1UO*FA9D+6J|D?(I
MSMRT0,8@MZ%Y8W#TC!!D0I9)/M."OD%941"- "M\>XY\$F27RPWR|F*5_5G8
M@L9XL(1;#YJ91\$/P'B63&U5)9Y!3.I=492DZ\$4@PN\^/DYV"\$&\O+-F?A2V@
M8(MRBT08+@1!QD29T\|@3TB1J1 TATH"*ZOSD>N: @B5I
<#F+|4&I/Y&\B49;1'*1=TY81_8SAZ(/ MSI!H.4YA*W1Z3=TM'>N-
A#N'9W|E,IY,|@_VQ^,|GC,PPI60 MR\$AID8M1"&&M8V++JY'-\$W0#RAN)C)9B9
NGTH/H/KY/*6+X84I1Q#2YH".* M=/FP.)<2=2R7<|'\$AJ
<|CVNS5Z:KAM4WEPHM2236P/,<7|R=;AZ\O5T740' MX@W8Z9+F.K0&=H6-Q" 5&
<\$B1:/T=LVRTY3= /1&(|'EF-U>/:EAA/,N*@4 MSOU/K0,E&C28;CX@Q;#G!
15.E7>_OT?|E,%Y5^K%2"WXW""YG&?">R#YD(I MA(4EJU(8FJJ\$@H>U:-
@%|ND;A+|K;Y>=1+|S;Y==Y/'F>KL8:6EBX%+*:'(H MDA-
D11(H"2\$E=T1;+K;>:N^KM\|M.LN|=VV47QC>@JAYK\|W10LTQLI82E!B
MRY*:DL*VPP0Q30E/2L8D2U>R?X&4NH|I2I|P)?C= &RR#7E^8T.>Q)G/(KF,
MOT2;"V%|/T5PW*|Q/GBU""|B|>4J->XU6)009W3;G)5G8'46_D^P*"TAA=&T M&X4MO?
GN"8HUCW@'DE!C^+M@)#G#A\$!!D90|B8!3P8C.3U2C|HXZ6,V Z&K)
M!"^/G9VXVQ|9TYR%L:>)M'0T3^R/K*0_VM'L#SN^CO>U-T|LZC<7)@B-&1S_M!)-
L",#:K+02*8>QP(IKH|??9'2X MRUEEDDDDK?)">Z/YMLE1K008_9+L2H,F
'86QYA#1EUGX\,;_VX75C62|14_D-ZS
M*L'X!A!T&K_=E/_3DN3WCE'N0AT"+WNQON0&8/&QE\VD^O\Z@OUD)95CEPQ4);\$%E.@
K!\$Q2,2UY:2X0H?0VUAHS*,W0""?|LR>P&\/(D MC0#6RG_%T>7710P'N37S97QT.>|X-
Z!EHQ4@6_4D!@Y^7WZ0F4)PSL0NFT MBJZT57|L.Z@:*BF6NM=9:Y+F|G-%CM/#D-
AY;H("Q%W |N&)4(=LR)K718^,MMQ&)9#B51*D0MA<_[3%QY:?.#A>_AN9| VKL=D|<_?
4M3F#,ATDE7>BL:>(_M\$9^:/T>7G0D09E@&GX0TK03-QP9R*K|'D)9E6)^7?
UTTTKR.)W,XM7H^NIX MF@A06A8RZJSEH*%*(=,
BY)9JB5UE!*|595M'F.RH^1"VN=@OQL0,\$|C&1D MULQOOEH|8O\$5'Z"/0(J3_C*V?R
M+/"M-VW|YDOX@U)4,EF-<(Y|<2)SJ#WH7&38>^8""|L_7GXU9^6EPZ>6<_
MOA43^D!-"1^J_9J4;A^J*(-"SM0.VS|0F,"(F\$?TPDUSAA%DR)_.2%;NX M)TF*
(8(8K|. ^D%(9J18&J0QI#J910OK/IV/2DG'%A/N|MB_<1>Y=VA?NPNH& M+ (^U+=>|3-
1Z81\$LO""N:436@0D5J|(LZTJ|9++T7WD;|PIV\$VZ5|X2Z<;A M
MMP_N#)6TX%4M(H+H0W+!2_D7HK|0MWDG#|H4|L+N%1PE; M:D8)Q2+X8QH)'D
#!|)%&FQR^"):"FFX|/ID'+<;T6.OH(<|=J7+MP|DU6
MXXI@KRO#4"+@F7\$6!7(ZW|>ZD&PR/NJG3WM?MOK7VX#2|+OOMQB7="H2G&5
MV@K\$DV3(T)P3RU6TN=,&<=N|&NU;C.O5Z^/TPTDI/C9@Q|P423"4""EL0-12 ME7L-
N|P3-E?L")QH+ZCBI8/Y^|0*>-5J./O8OB7XW0!L/N^2!T2YFY)3CJ20
M*BM(T(V&@/9@G#FI4G#%+X9VH;|EYZHG(/)TMI%.E4+7*_GV.%T/+8;#N^
M2<^G+&@=80\$J:W(.EATR@0C\$#)S#U\$K/BR<%J:H)056!E\%)="8+KL@W@<6 MO4(:
7:3=4\$A:ZG/3=(LE!YY@FF0S%/B2|)|J.IS5H#>R&H!1:0-6:
MT_GF1>OST|DG9XWP&'FF+.)&.F2P3.!3&/B%P&8 A.U 7YLU#\$K;3D6DT_(M MZG1^>?
3H|^_IR_LO1EZ./G|/ M>M^>|CY%L5O5/5=7|+8U;3"+W\$ "WRQ.QG8R/YB\$X|77.#N9
H;C8C1;A|4> M_L7|-=W|IY.1.&1VVVM!;X6UYT@&PW)#H(",%12%1(@1)-:/
M2XC|T:25A=Y'9_-2_*LM^%6L|99P1R,U5B&2+PDX|9JMM1)%!-.70#D8@G!
M/YRT3LRQF.!|AZ^RX, ^QTN;ZZH|96!;4Z\$5 MG)@!6"*I1AXS'XU.'!5*_2+
|4CH#T+8N3Q|!4!4D:D:T'R|W^;N" |O7/=LYX| ^S:= MS*>SS_F?
W39@\$5A8.#8#"F!2@:8-&MF48%^S'|8JX|?EV>/:CXO>S"^JX=LYS)C-
P0.GD3,4H|7^BE'I^>: M:W RC_X_+J??_-FQ!5;GZX|C|?)4C^WM*;+H7^QI0%-F
&UU.'JQ?)Q>E M|0E%+2GBC@1D\$G&Y4G3R*7EOGCX#WEM//".BKBL^M)K8C^<-
@.8Q@^Y>+3G/ M/|T M95|OU&!=).Z|QFSNI(!+%B6%-YIS> @R7VU+*/>|FA233=
|+\$4HU0N M6A2"A'7+H!U"
(Y|PL9@RZWN%M'9"T_MF;_|Y+P5.CV8W@!X3N)DGHM'+??6 MH^UVHUH9%9I10I\$B|
(4'X5UV?;A++90M-+4&ICZ2?UH2I:08 M&H#5MMR.M4OD7-J|K5B;=;0UA=5-?
M7|>*R^E)J'W>:6J|-I&/F;W^9B2'=);E:#KYNK7@&|N4ZCXTAS|&T,3IY+ MSK'?&\$
H@|+--+63K@W3+8"L: #,FL3D69Q|ZTZAUQ@BQ7FB2+"2'Y4A1DR M L./FIE

1;#.*M(&@UM!6\$@M;@==7,\$VBI+:LZ'(UR*B\W%X/?
>0HMJO)ZOBK+=HF@1:KEOK%S& O7PIFOPO':N#^3PN MYA<8C%-NA0+
/V\$G\$&EA^O,!D7EP-9TM1O^JE.AQ^A5\M_GG*2QQ?A%RTV+L\$FPZE0T6*Y\$3
M6"##@I),4*UBZ?? .Y!7^I%G55R6\$=J^L'Q5=^0B18F)YP;1;&=P(@720C\$4 MO66:4I-
P*MV/IBMMM9^"5L5B 7'U/I*G"SL>ZLB>+T97&>8?KT'YQIM/;OK4 MW3!L,V#
/YA8LD>:^S=XX9&S@R++HP"Q1^3WN!,=W)UL;LR>'JY('D&'3YN5J
MF4=7W!;3'W%V.)TL9B-WG25\VV?!(#.Y">6O^JQ HZVR;#B;R)H'^:V_+A=I@5F*?&
<|AREXOF% ME\$6.4XR\H9H;KA5WP\NJ+Q#7FMJM M<2@FNYC,3A\9?S3UI^/?
IR_OG3P2^? M/G\Z_W1T5W'AMX/S\Z/3_@4D=AF\6.F(WBLJ5#3B<'IU-5JL,#D)&3\ 7ISX
M49ROJ> N8R"61X\2U;G",L=(DVA0(E19:H1SIK09MA.!^ZK"WR?7\VL\IY\ MFJ19_/SX/
MAYNG6JZ83!HX:E18RS(O"4L:HF0"*9RO4"4CR%K0T9QX+)+3Q"?O2IR\;R*F+
MKG(R\P:FG070+I9N,D."RF6HN\$-)P3JX21A,"FN02BY:SP3LQ\+O8382U"2> M=A=I-
SCUD\$'EY@'7W^(L74 _V6@1YI?XJW#(C)\&# H\&&XH1R;RB(B4*0= M
_5;+*H71FX2"WUD-BW'P+KR/_X3_(CH_/T*L\I&/Y8_/5P)21H\I6BGLH<
M963(^%Q@Q9E@N0\,1+45"9OGJ.N^#8*)@DOM\HBYCRE*:.C+M7=DC)Q;"6R MD5"4+
\$8\$*^4>J43YXZF)D\$UF!"33Q1U%<_1Y/MH-IUDA*/X^L6Y;#7&Z3
M"RU5E%1:D)W*&|02V"!8(.=\$=5S&#@=&M6F?#!\$T>0SV%. "W.T094SJ.E'AVU MNO*:+I
<>#^/CN%\^B'W3D\&P+(H;"G,.2*JQZNM+6 MI
K:#V2#BJA6U59CS#:BRG#=#R'R3\D7_+-%E=Z%^\$%*AE@J&0P
OEN9U5D6@E*QPR#FOX1,O."N>.+|7Q>6*9" _G^"7A9"* Y 9
M;+'EG+ _|N/^;&SH. K2SL/*"F+7\$&1R6O)=IRTR3'G@9!+2>6.X+IV56XSX MROD1KX?
9ETMJ0Z;X&SC\$EWEX\FKUC%QH<.\$%G!#,YVJQP1#DN\$G(2V"=,CD/ MM/(@+Z0?
SMU*\$^U4A\3Y=%|Y-(2EFQ"C#=#0H90P*X)6#9ZYA/P9PEI()4GDC
M\$0QJ(#2U<#_37Y(O0*(6RO?P"RF_E^9>I 3NZU00SCV@E)D5.! 00K(&DW! M,,7XF(W
M;4DM2;6F"2,M\KN_Z, E\8PBZ3@/'G/%GY;U7B/^+C/5C5&5P4-QCE8.1/W5
M83E.:O(P<)R%L1OI+5.O<"W7IENF.1NJ*#@0+ KR ML2XB'F\ZN9C?)Z/%_.3L\SG%1-
^L)KF\$5HT@0'W,7.P?6 MU594=)BH[E.M,L@HS<|&G(Z5WW5;" U.0ZY#;GNA\|6,
(A%L,"0"(\$&PY5/ MM'3EI4<\$M-(YHJ8+VU\B#<"I/^/NEST)3W:KBK!* CQ@S&
<;S1*D66((6)E@ MNW(:6&E4#K&.NC\6'K\Z&NRK+>,&|SK=&7")+ M01,P'2(+^7_W?
6!+)1Z\1\$SEB&!UG#S-3B@BM ;0=QKGV4-9Q'!OAIR>_7ZS M&,Y9B,1*I
+F*_M4:Q<03Y\|Y)7CIO23O(T\$53\46T-A.>'5=2Y>6\$>^3O|>
M9_#KW^Q|"K^,1_^^^BU^++DYOP0+);)P9&?B5RD4B<\$?G1\$.!M(V&\$?^/8|
MOCT(j%TXMA@"I\NCC9!=YQS!PY7N0-W<>#;Y24:B6/1(6=D=M@Q128JLC3. MK=-
"IZ>=AW9 VZ:9:Y>(2468%1- BQ&3^?7M2JPCCH#I#)Y&.V\DENAM&62RDVI6CDO"TN
:/MD?UYLP3/@_+..I2BR4O@"2Q/YQ!E M+F)*;BHW.>A%I68#:Q=S5
M1V(MI&61=U%K77K-M\3(L4;@N#_G6X#+K8D(*>E MBF(3\(@5-<>|41"1X'
M+#AWJD3#\|@=35NY3O\NPGHJ\|^1!CW4=0I1@M"%L\<9E\$0V8 =Z M3H'UAK%-
M%.D=%N/^H>35A9Z'Y%-2_"OMN#M7P\(-R0*[D1"2BXSC16%\$|WE
MG!L652X;\$DL80C#K'D YA+ M.3./00T)TY5 &.&=;(+G'W'DS?2CN\FM?+?:71#I\N+.)
(9V/B&|.97M1 MJ0ER)&E\$-6R\;P+B2NK3G_(B NC'DWF)<#X<>/'T#Z;(NVA!82
A\|E\4MDPBH @^BC.T@0/EE^OY;.+G\;P/_|^01?+241U:H2DGI MO0 6^5R)A;+ MBQT?
3F??IK/E#|>?W_;\|Z\%H?5+%|W!)8DV;:1>PP%4'#MA1;S\O=YFP/
M\WO(>OH:C*^+J%|!HR .X0NH_N56HXJ >X\$34ACGTF3YCM4'CHB"_R3"P&30
M6S'S=-1.J)#O\UC;E\GMX..VXI @V,\$*D*2) O\$B,R\$%\$ (8E\$Q+&9\;2UL0
M40/DV5LZZZ7<@U7MR/EXSU#/08Q\GYN/8(16"A%.7D"%K=8.
MW82T^TAIO;S\|L:P=D9_.;T+-F,EP'T#JB4=YLX+1"(/H\XB)P6 ;@#T\$U.@-6\ 1GQ"X/7
MN:H?3NP\IV=-:1HK,+GVB^O9:.*Y\&Z83SN-@V16!,3.CE^K-)DYR\J1PG MG.Z\|P%:"T&
D+>|IL>*'H,#UPV&_*ESU:TXV^%=\$8I31'(>:M!38Z%L0#"*!2/9FZO++33+'JD8Y@;7SG-
#!\$?%@_7'K+7(L2&2LT5HPFRPK M\;V7I+_QMXZ-ZNA\@?"6-|J^?
JG2798EF;E|>)KG)U_M9-518_Y\IBZJ^+_M7W%T^14TR,'W.+7T%3S3_/Y-?!@\$O(WV:
(FBOR%ZJEF;GZ\$-AUFYVQ_/4%IMKX8.%@)RK' MP-S8FLZ9W*.<8Z.3TF1!?
N:KDMSX"|=A-E33N'B7^^6NJ.L%UPL;Q3-B:5GX M(+MC+E>NDEH)./0I?
7IZO=X6N.;R\|L5_:3?@-&W)AUON:*3VNN!1H(J7T#6-8*B:H-!Q@'4_LL241L(M+'
(@"D,R0N;^|;5IX&' 3&*>:#4,B3W\$ 84_@/)-(46-BM)PG'%\3#B1 MTDX8-
^|7X\|V@H/+SO-4:ETO|-%G#G#OG^+ZKVV\$=/_J>|LUK2#;\$!HH!
MWV:MP0\Q\CT>>!'V;.*X4,\$FOQHQ?Q)6_!O\":|?SKBLG@01@9I\$&&&8HX
M2P19YQ@*7@L>;;=4=JQ"W9^(:E!;S>@KRR\%NR"VY*BL\$|P7\?S_4L.L,VS MV\NT?
*|7DFU@I/=F^1YG;MA>L ?2^;=WLTNV7=_\$4L8

M%Y8Y@>"0DXB#UXRTB0H9ZHQT(C&N2A?^J+/2;AOMO5U4OB%T5=V%T^>EUX\$+
MT^O%30"*Q*99X80%",C^?;!5(-N463&"T43QVI|O&7C%-T^@|O#,LOODT(MK<61(?
AQ-4E*4:Z^O^WKOB*."W0#TWN|RBLO-M@K=M&MRL^,|*NG9S/QLM|?
8IN!P7RBEK=)(!IU6+^YL+LL"*<.:;I MPY:U= A>|M*; HAM;7O|2*.KN+L,H("6-DN)
|/IY^W05|*Z!\$X.'K/SSAH^F,^OKU9&<^9! M|G_QOW0.PXR!.|#S MWNX%6|7-
>|M*IZ/YOS|.8KS-'E@RQ 4G10|A)YG?1S\$MD=&4(V>9BD\$S8Y|& MN=O:2.L6U6T;O=>
|R+8PT|HF+G+?|H|)BGTYTP"4N|>^~ZF>IY|MXO<5L1=#/'_WW|^MDQ|PZ%_+CY:?
Y'IU&M/_S/_^FG1^-/K6:XNS|^/!_'O|_M=G+TY>S@_-/QES7|+S_\$A1V-YX^7,O|=?
1MO>>ZYR^#_>;^*I^N|F>,9) NO M*/ZUB), FV6_L_P^W? X/03=36VOG! P?V;6S-|
<\$&G|XH((RSW! 5EG<|* M@)%Q!/0I|M%Z@;7&I;W#_2C>V_8I5|.*!VT4(A:O|R-,W>|8
2"SJ"BO#4 M%H|0E2*^;G6D5|3L,U.EBO@;L/GONQCG^I*6\$|P)_X|>1X8XF%#
(&F>13X%C M(S2W 1?&|B,"*E?GJ@."I_6->DND 3CU9|JR&=MJ,2&R2MH@EEGE
\$M+8*"2C MI(8YR87LU!.VI)_88QUUP;T'K'9UZX:6<0,X7|>?_?3LHM:|R%
(CW/9+GVE!...*V,& W\$M1XT+5A*(3"JD)+< M(:YM0H9CA825|)&FS
OWVOJU3(G;X6+639@*KRS|MYWIM35-JRZ)_G0Z'G^< MSO(_NC LDAA-
SNYQ'G%B*,:+1"23Y!XSYSP0;1&_|@H;/QL*(C5|:~+P!+5B1LD:
(I@6H.1K6/BB!%E3#*42E>Z MX^QKK>V-%LY^3WMQ#|'|T3O;K2QY7-
MG|5#_>'9;V>>.51H<4RPL0<I<'D5 M\$|A*A9\$R">,DE65V>U7'VJMXH|6|7V|^
B"CG9#VKNW4QR|W+Z1U/-'D(K*
M@#P=1HX)@0C/A=9YSHTL_:K^M=;V1HM^OZ>3<0^P|;X)S6H33N)EOEIM?|N" MW%
(W)H?_5#027EF52!;(,*T1ORD@3:P|X|)'XIU-LGAKL|98|9#06_F MWF,P.+YKA|,
|^RZLTY;FQT5&Y#8/C#%DG>(H36K7CXM_|MI=8|L!"&Q/|5@0W-Q37@.H.ZM-
*')Q)SB#LK\$1?8(<=L0EA;|:D.EL5FJCT5 M7?FIOTH!RI@,"2_Z_V_OY#%29MB3G4-
BN2V&%Z#|J0<,<^4=,\$KG4HW46UA MW>_~ZNX=
|/V|4%STVN|U"IX|7^|Q6CY,O&GC6*|Z2=>9ABN%TFNM;=1%L=03 M+C5%3/, &*2
09TB6TYZ MI3")NK0E_HB NF#J+<;U<.C|THW1LLP^,2.5SODO@W+;S'7H|BI/T&\$=D\$2
MB1+AL%FL3|CRP) W,0!;"-9F>QNE+C,U@84^,IP.Q| &%\$;!U+#{0<=:!GM+ M
R,Y5@0Y!/?X>(RP*S+1-KIFB!9_?6T&/?!|VB1N&9I%X3: M./QPD:~NJVHCW!3
+**6,@18X(B+())%5-" PG F<)2X&7+KRX7L)-PGN:~7" MHF!"OB?..?8Z5=8@R91)U"?
A8_~7@SW#3CI@=+MRTB_@;,(,>5^>D*G*70\$)6
M"H^X=Q(Y0S#2V|KNE4S_ RS#6QH\$&|OP|B*1!N#4GW\$;2FY*)F W)YV?00(/ MA
A@ETE,<*!\$""*3,*_~YOJ-E^="5:0489W%QG7C:6M->5.YM?SFZB/U)X+
M"EX\$-5PAKH@&RSQ1E+328*&#@_|4T>001?K))(|V6H,#X.6>TOM(XRWHS^U>
M+."@Q^KD)>Y-8OC&%D=,(J"!1H5-IR0U|:6?YL8W#X'_RO+_BVC05^1:6Y
MH9I%%'TN;..I0|J!LO%:."&HP<&|G5S4=UE2=R?UBVINPN8_AY;|:9(1|H#2
M218(8MI'Q\$WN|^"30"J2W,+5JU2|E4M;-5G:VV"O@/!J-5EV@=O?|AWW!0B* MA6@%LB2
0M4TP7<8(W#PJ#.&4OJSL|/O5@!;..Z2'Q24-\$'2YPPX'0+QX
M8LN+>9R|4:X99RK&MW,B|JC>^98?0;,>_"?< VSNO%OB|E""*5DBE""<)2>L2E
M#N">,|!0T3(E7\$C109VJ)?VJ=|HE5|?M;|;|/(?..|^-3T|U'FWM:AUSJ\$525 MH!
(YE9|+!>L%,D3_G;TSZ>XEM^_MO^7MP';BU5|W3;F>.,F?G1X|WCW8|
M#MQ:C%1(^<(\$I*IEKL1JHY94,"/<('F*K|K*~^H|%@R4M@NJ=^T9|O#JF#HG
M(_4)82H)&|6@2&?-(I1<=|D8TDS#|OLIL-KPW6GP>OPM0_W81V|5!;|V
MX*KGBF):956>L|Y)1,0P\$U0N1TK?SCY_>Y4T?V|V82'|KH_S76N(14^L|+|? M&:9
59H<#'_ \$PX|!"V"E-NKM=(|9HB;>L*BGWM|6,B^Z|V^4|\$PY@D!+#+\$D M:4X|3)@C|:-
\$UABNT<8-.6;V>C%R|X-&X/^N8'UO MY@L|"< T4+4C?Z\$4|+2A'+<\$@R>:)\$6#*.
(HW6,+Q6SDKA?Y;=#Y|.I47GWX7Z/%UQL|/7_~M8?1|)%_|F%|D&HW5A"(6B4%
<#|29#13N?4 &&XX4X9@+%T,4I?7D M6D+J.L6#X&E_AC>@N9XNXF8W7/|(-2(-
#\$/C|9 NLB4H,D29|YZ#GI=^! MOD!*W48!KX*ST6(4YT=_^? \$U>.P?
@9L;~J^GU9%'AN+3,.(Q2LAKQWA@'_ V(1NFQSR_#M2B,M"*\$=|*E>E.X
M?V!UBU3SZ>7,7LU7Y0H"E1;J%DN6XH
M8QY9B@62S|L;K%|2/|@FDK*E5TF6F3H#2;P)00_"V+E16X>8MBUJ6#>+8.H|3
M<(GEFR)@\$)B-,B).M>8L\$>R3VHJ7SM/5";,-(M_IP,QN6M?<5/C!@5'A.\$>!
MY%7HD'6G\$(AF.T|AK_C3J-ONRJ9FI-WAA-M9|_3@=%WDP)GK1L8GB_EIGZ3 M\$|
_I252T8NL)BC:08 WA/H.INU 5IUX_I'V5 R MJ0BS^6QQL9Y/CR|K#JX77Z>ST7_~<#|H)=
|_<;@0R3B>8*%">&"DHS1K=X|8 M>+XA8.<\$Z50T&2AY #SXZ1YT>Q-9^>JR-%RF-
637@"YLMCP?S9R>4JIW.U MU LGP3.-*J#\$X:S@-G??<@J^4R*Y "="HK0)6JRC>;
|0%(*DT@+;:(ML? MI|I=1VG%2,OE*~&4T(0V+(;#)-DD37P'382)RIA2;%TJ1P87>5D
MT7)#B\$|?#H|_..SH_~+|'9|W3N|;42RS:QM|A9*Z5LDXY_:O^Z+X=U&K&*FF

M@3D\$&D,B3JA"EE/P#'\(-)@4DB^=_K2!G *!\$ZNAC [*.9+QESB);:0 0 L6 M#1=P(E-
8I2\$9T *@'4W0EA K4NDDG1=(J6LSE4+"FIR&O?G>P EUE%+T.:A MMY3NXB'T\EB-
+F&G7O\+A:.'% M\XL\4U?7,AH*9-)IUG+22W.)C\+G9\1E\AK&^ 'HCR^LI\$P
M\$!&.&"/.C4*&HXP391:9UF2I5-E"!I!=U\IZ7:0.)\^6;:##?QQ\^?7H\-.7
M@V\#WW\I ?/\^=&'X -')WFEE:G1\X^G+VZ8^C#T9:SK!OW=TAY<;P
Z#S;^SFG9)\9RLQ\JP;- %T 5S7"X;C\?YXN8*
MEWO%J(849J;V7,"W(B\H,2\3,3<0\$%Z@1(CDCDM%:(!G!#'!5, M&#?<|GB-)39QH3;:?
FD.(6UM(.# K\#M;*XMLY?M_.O'\?3/?\1P&>?|\<\$1Y
MB2TP@|A|+QFY0X\!CPD'\$C4S2=C2K9^'7U43-X/#;),6<-#6SMCDV=Q?Q1(< M8TK)
(Y,80UPE6\!1&J3A;731J,!\+WZ+M2F-=Y?YJON*@HFL\FL>'GOYOO).E M
&#G'J<<.WY02AUKKV62!MG\$'!AT3B%C;42,\J1YP):\X@9\]=-+>1/"B)TZ> M@G(@H;6
QVY\O%W\1:(X)"|R6BB)B'O.D972(O N-%5,1%\$|T+\$CB95Q.114
M^NG)7G)KIC#S7:FK\PCFTLS.?GRZ^F9'LVSTY\5EFR:765BF0MU8-9\FF_CQ
M2TS@>0-#^AA#%S8D9PQ8:2KG1',#7YP5-6GF: B1V\$!*FPF-L:"R%?)*FZLQ
MIN^\$NWW\!IT7.UHV\>-)&OIOEN_9,@D+':\+U%U&GW.H1RED5^A\,|IS_Y-MQL-
IM.. 'A@HOM^43FIEI4 Q)Q1RD=M#6QZ0)YX9@!\'PYAOK\? \$NM6'6M@+M7'3N#+O
MO\A\OJU,UY?Y>L\G9< 6Q:!\TL(H,\408'%6MM=8MUM3" M1FL&254;I<)-S'I0YR-
OMN<23S_/I=@-Z91# ?SU77, 6(CB\$=:BQS+!4Z9 M;U369#5U3L,W;\JQDK#PZ0 \YO#
MS7%^77BX>EVX_ &3I.)F(V#5@U#5\$9%VZW<+X\T'WSZQZ'RMI_7\5=?_V3
M9\;Z\CX+I7?)\+IC\BB-JZ>M\JODOO M\>N7OCOB 1)\FWP;Y4/P?
_!\3\!5Q\$RGX\;)>ENJRQNT=2)(Q6#=#H_HBXNO MTU\87D_&K)+%U4\;Z\G1B*Q.8-K%
|&H2/H\|M91%)\1ZQ2K"@EYS64= M?SB9AUDY,3T9LHI?WUO\|/>=%(X+ZQ_3/>_K*:L
7AJ\B:?.<2W&;>5!;@W9DZ MNEJ^; M\Y;L\N7FI7G0&*LXX@6DEXC00LT";D?Z+4=+VL"
|2.H)T/5='^* YZ_"VO;?A@|Z-YZE86JQ5R7L?J\N"PI.W@
M&TSO5^5H3W//Y_G9P>G9(+ #8/E_5AZ&O"8_.K*|MP*P\|/>!\\$SRL\|PW<#MP%
M\;F:PPI*W/_ "\$+RV\|O=)F(U_7-|WISVX6NPOM\|6C=E+MN+|4-K&D;9\$=_37S M)\.1+
|'"|H?J))P&KM;:>+;X%B?P*)\#B@UW\$CW8T^|\..KPN(9LV8G634P(7:
MR^RH+*S'. O';_J: +*%T^'5R>>+W4WM;ANXDNIKW;-V84\| ^)P/K<^\$^3^0BX
M>#ZSN>S%0YOL>5\9O=OF*9(BG_79>R9YU\|+13;MMO++1\,P"+\$<=T\|G6 M_)ZPJ-
GV/C%8?<@|GZX7WX P_>_AE@|8,4(ZC99
M/-3AFYA1^>R\|VWO^XZ?;NY^581RC^MIB-S^/L:MEX-H#XRJ1R;!\BV&D1W.X*W,Z;Z
M09RI*A&B?3Q2M2S274VD-UNNCH;JEC/84RB,&5);*Z?4X\$NP\$
MR49#F'\+ #57V335\;#Z\FBS*ZL('0U;+|>RO"!\SI"U-6\$A@ M+X\;|3Y^+SW8G-
AN'8;9U6AB"VK"IR/6NXGOHPU?X\$<3LCKZZ\|MH5E)43P:L M=RW?
1U+KN=&\$H#YK=O_<1SE;.-"&6!TDVEY<'W^UHO&^T:9Q MZIW"|\Q'81MZT>@|_-
%L^0!NHN-|ST8OCO_-M>L:P>L%HO?13X/=^HFMM3VV.+ \ME%V/HWWOC%:-UXU
M>6WD^|03\$W\|>Y=42RL^7>#|O&W<-9WR)TQ)">3Q2T\EA+RZ\H7,E+@K&*C8.
M7\$V\|4,NK"IML\|O%S<+&K05Q^/AZIV%|\Q76NM945D^MP1-|/C'?#00DV'Q
MXJ#5KHKWM+U?9\$JEZ9TM_G4R\|>S\ GL;+X87=G5\$|\JR9=56;K5S
'Z9+OX9\T\|J6*HN6)<)\JEU-
M%S@LM*MLH0_PJ#32;Q=:8FLMQ>&K'9MW5>*FUG3EMP^7,?SZ=%?^3Q:S'Y_MGT/(
M?N-D\;|2R*@"S\;A &L^ ^KKFG^AOIS^|= -!)"|BQ;TFK#>W7Q). '3E:UN0 M
#4VMI;,@C\=?9OE-MO>NM%XM/A1QG;K-V.\JG(!"H-B-L^UX8"5-O W#UDLA
M*."\$M6GKK2&PL!_|=A.0FPJUK6=1PW="DSC'/S" T_COZ\|L3J^44CORD>R?#
<06R/PYL3_ ^F#_H,50Z\;?+ ^'OL;V#. M_KD^=X-
4NW#=#00H/=^33U=>^\$/HK^NO<0/H0U,3E=/9CH\21\2/6\$|_3?D\| M+KYV('D\?DK>*!9*
(GEYX'K95QM%,=V-+Y5%=Q*G\|>1T/TK-G)+M0)YN6'C\|
M)\@Z4L1<3P=JUYQ\1V%|\@ (3?N8JON9)\S, \6=^XFZR"?_O?+KTQ_?='H\|
MJI9&M6EWK%UL;0&,QW=DE=D:3X>K=ZRO9?>TR\|K"^7RLA,QVGJVFI?:2Q*8%V->
V#/-L,3YV7=_ M.%\4DN\;06M:=AV%N(D9M9V?TG+J+;-A-MHV\|D^|L:
(1*9W,9L4%\|73,>ONI MAZQ>8\$CM*-V_%S\ IR%>2:Q@*C6C5?-NRF\|C:PH\7A#&R.
|#)\O3C>!\C&M MD^;L4\$>+>SH+S^ ^! OJ\|ML\$9XOH?0.
|39=O4>.: \H9PY6%OT_9T>3\|&W MG3A.=XOX=3;)\A\|^GX5_SO)=>IA<'DS"\Y/O\T4H
(#>D\;Q\|7>3\|H0=Y_UC:41F^T\,WNRG#Y_Q9X^6&Q%N^P#OCX M#O8%8++
|_-6,PC+PZ,W>=K3(P?PXW2SC."T1?+>,PNCH/6FU9Y\|%=4@O9M=. M8\XE?\$7O)#P_-
U>*|\^,X+-=V.)V\$^8<9?%,*.85(J\;PM R.R@JB,JH^? \A M?CP\|7GR='0&%\Y-
P/+E;S9=%_OV?|\,T\|GE9YXMQ9A\X;L4@56+^;H\;R^"I MH AJ=W:(-N?%|\7V5^7"
<:H?;IHO,-0NM'>B\H;9,KO3ST>IE6^R7?MG:LY/# MZ5D<1\^ (X09#>|\X63\BO?O_?

O+:R)?;Z65-2KC+Q3L:;>1AW(^3,GMM^^CU M5&_67;F5VV=&>/LUJGT^MNG^?
RZH\$0WC5O-INVK1I?SJ+9&_9H[KH4I0DM) M<=.XU2S.OMIU.X^JH7I^71AQR6>
[ST=JUI5E-YI;BTOZDOHP" ^N[7C\X]2. M0B%:K1NR6CV4_O+:P)G:.57YRATH7J-
A53C2V-6*W/24W!;> %/:I+Q-Z#_X M?EE,-[XX:+T*)7VMS"WL:4AZ2\H>:
(B20EPW=KWR(@5DN8%9+:C2.U*+*107 M1ZY7&&0?O;J-4=7S?
*Y'BQJ_V/"UBI7@WERM.J>-\$A 38;6EI+OC5/7JA/04
M=SJ6UG8;GZB9/^;+0^3L*W#IZW0,7#Y=E/(D=YNJ7HF1WK&I/JQL3OY?XN+3
MQ\$^O"L70.TUOKI)(.5F_S+:F)/PLR#R4I#=#,U\$GB3<6.>K"O=H.PY^HGK_PF
M^%5&Z%WGGZ"30EJ)/.S*ON4U^O/(@:9P/OI_5S=!)U2X&K'9E7>U=;=SVVL^C
M^: +@5??+HW829TOAK*T,JBW YYIE[Y:-ZX?LE*W04C!K,VNJ1_YOE7IY 6X;
MNY,D6PIE=61619%>S!&EM=|N|@SWSI/YIGRM9.=N2<3-/R1Y'@OO_W-O4C7
MCJU)B*T\$#L#:RIJJU\3RWG?{K1VPD[A:"D!M8DOM"K79H,HK*B2P=>-UDE=+ M
+-3&DAQ%^DJIG#@3H)J*4HSSHV5#="IGNG2MZ.T4D>+<5@GBR^C3300<6Q M:
[XJ:2E,TF":ZG3R*Q@N-X1IB',_&RVO80KEJ6X?OI,06PJ-=&=9I7,IC#)=
M=LPO_7Z_NE+7SJM&JR39EF(AG1E6^UB;S">_3-(B/R\$JEG_PIB=W@2T%!79
MPISJ&03WKI_*I0JL'I.3Z%H*@VOA3JO=!SY-YB-@YOG,YGX9)I/QR(_B_&0V
M18\IW\,5P89IBO0EZ+J,DT*7IHJ&3YZ5OW=/OY>I8EOA@V\ASX(TV^+&#Z;
M[649XE\US@N".JM>=7D?GE^GBAM0RZKKI+-7>3Q:5P;^#:_1
M;S!(7YR=Q_U/Y_4\$#L#!:0 (+PP!EF9PAQWWP8,XB< ;V,M M,C R-'@P-
G@S,'@Q,'%X97AH,S\$Q+FAT;>U:T7+;MA)IOU^!JTO39T9R)%N. M'-
GUC.NX,WYHIG,I+\$\$DL18Y!0 5"R^O4!"U"6;F)TGO;*\$GSH)CD+K# M'IPJ
'E>ALIUQ/QJR)_*WJHUNK* M3A=.3\H@COI'0_&K=;=Z)M/SH(.ABV4IYR_3I?
G+V,EY9M7BXESIF=#JAXX> MT>FH\KD0
U/AW(T.CW.U.D@.QZJ\$_4Z*P:_#3IPA7GR\6%AZ(=.I>M>2=S_M>'AT.#J9AK.Y5J\$<#_KJ
ISK1I.*\L'5 ?PI^Z<_4S\$9C@>Y"3QHJ<=Q2)WD MNGR<6V/=^%D_COC)
IU"5MHLQM^_UO5Y13/-Q3M;R?K[KI>U|WERNDB&7OI MB_GAQ?B^JH4F0[B>' X
M>#B6I2F1;H)9"78Z?HW^U@:5(POD/LNH.A=7U^>W_QT'
M.MP:ZDU7_.BTK,6;0W%5RBHCY(LB)Q=TL1"AE.'YLY/3LUTS,)5*8>7T#!5A M?/QJF1-
O-9AW.,[GVF@@/VE&/[YWA]R\IX0E/PXTHY8R\$HYFF.3@GE-J+ MWQOI
%RSP/VI=4'86OOD724&_ =XOPA;B[9QJ#RIR-1I\$;EY!;DYVKO<_"@I
M,H*YKQ;BMK9S0VI"W92B-C*(H3;HF:@!ZEK(>N%:.K@&L((4\$5B04'&I*AP
MA45F1"%SW'+ "5F"V8)/=AD%-7DOW8)-*GE+Z'>M38H" L&@2Q.K\$?I@@UP| M5!^8U7
7D4K%O-1Y*7S#/RO_.3EJ&^\$!5-H;E"FN>' =2@S03RF/ 7*|4X1F
M%88Y@YL2V6)I&KX2!!Y_.0@D4>@:6: XK'+:!?Q@CL=N|FN"W!K*WX.S>- M0IO
S5H"N"|<9KZ9(NV,6\$;R,2M(MFCPC|H&ZI7FAKMLT1@8 (<68(G=^1A/ M+GTI"F/G?
@E21Q/M@Y/H2/+-%#>B|*YAS2^#V8CV*X';<_.@|OY!;IX_.ST:
MC,YI"ZA6#C!!V*+0N(Q9NQ'24<0\JTS0YQ'00!E9K0OV9S-*I C\$R1?*^US M8WT#/Z9-
9TT"RM39G;1N>W\$ 7"@T%+RK^_R4M83\$I=@I'>-@<7@6/8&)P?T
M(KH.3E2Z2I>:=5^=,KM"Z:M-=PF"\$L.W=4/.BH0\$<|SL=HA@77\^URZ4EA
MOH;>!WD9>T17_DB|W!Z_#PI8 GX@UYZ'RD+A:WC^JRW4WEXW?W84+8\$; M2-
M3*JFV<6@_1#73/M(?K"#)N!V6RROB7"=?1T9&T+4U=06<;DO_%"#1!&+ MMT:KN
WU3>:UTM)I'H!.E3^6@YI:CO7X|A&?2S=D2RM)P2\$#6ATFD)/ZKPQ
MDCD>PXI;K*HZ/))&6)=26X# MJ;O3X|@QX*9:<68EM|6DNN I%/@K\$.9Z-
*I>BP#+3,M-%AP8)@6I>|I',^ M(32ZGE@NJ9C8|FY:P58@GH*QO_&<)
IO\$|X3K5_/I&DB|S\$(J"@@/74,Z?;).2I3-F!R|/E=E49
M80U"!+/VC6S37@Z@EVJC;RW)A;FQ<>W4B);2OZX4BG-!*)J.0.OAUDJGU" M9LO
>F;X.%I?RL=XY.M"/T\$WF418?;|<0R1M8JH=7^H#I?-B)MGR.AMH#
M)"PA\$!K(1'UFW@6_.10'(@D\SZN8^KAWG#7!K7!JE89.)\M 5@
M(8R^)=.>7SRR|_I/4_3QI?#%;_1/OI*-8#S)5,L5TEU1&3/K.DI7K,8X^P0= MLR&
<|T.3\$_.!G|O'>(-%E5.@2B#|2-S\$*<|.E\$5|LY!8!DU|+@/XGR7|M<@'2|XU&^'&Q-
74>CSE>+O?^V>\$P:6!|,4U8 =H=YYYYK DI: XGZ_ |YJ3-MO.5JG:1@K-
=1Q:;#U^7YU">AK|TBI=..+1PG%1P|W5/I@ANT35+QRHI@MT4&1'X"L>H=|*:B
MJ>N9-3/BREG+2?M6P+6\$2M74V 7AZ;RTB47E Y@#EO\767&XWZ\AWV#.(I.*MRV;2>
QP!*I_HJ;WK1_6NS;4?Y9H/!!HO/GPV1P/B;IM^U|&IMMI,9S. MQ49T>Q+75;FI\$-
=WE#>|5Q-ODSCY2V7YT2<64^OC:XYQ.L*;T<9%'TO'S(9@ MJW%_Y2(S;TT3GG9YZH.%)
I_@:'_3IR0OXW# V>#;P>#P<7AE>&@S,3(N:'1M|5I= M;Q,Y%'W?7^\$M
HJ4E"1M"J3=2ET^I+Z %E7B<>49W\E8|8RSMB=#!TL6CG_'&Z/G|< M.SG/K)I?
G"L|J%5K|.NYGP|_I|W"% M>?+Q86|HEX-*UJV2N/_1R>#HR7

2SF9:A7+4I_7N'T33B_/'U@'I.?BGKZF9 MC<8"00]=:2X'L4A'237Q>/<&NM&JWKQ[XR?
=M9:3,?:S6%7G0FF;BK:UD M_ ;#C9>VIGIPNDJ'7?
Q)B0GCCQKJ^>7UU907.P;_GX=ZLC74JXZXMDJ)=T?BE?:8LH[(R05=S\$4H97AP;_CT M;_?
IGTBEL&RZAHP.CY=)\$0CJ748=?G.5QIE_V@QAB_?^_JT#)X>#7D:KD0I MIR0<337-
0#BAU%[T4B'%)]@YID^L'^'+6XI5UE>CWNKI)6X@W.ZHI>_C5:!'Y M>?8=Y&P=
JGY57ID!'_?S<5;_6>&U)@Z*45M8I1%" +5%P4 /4M="UG/1U,\$U
MA!&@A.1J@HQ)4>'*:6E\$(7/<2_=G\$TJ>4/H=Z5-CWL*
MP:;+ \$TL1^F'"#7#N4'IC511\6LU'DI?,,?2_19.6H;X0%4VA04*"YW,OU* M#-!/*
(\!FT:A3>!F)8\$=8\$XSWTR0=D8L(JF8)21;-/@{70/U2G/#';9H M# R
0PNPQ.YIC">70A2%L3._*FC,6J,D^A(LT4-Z+LK&#-+X+9B/8{=@=O)
MWL'M>BTW#^XJ'?2?G/D64*T<8(*P1:%Q&;-V):2CB_D6V>&.(^",K,:% ^R
M.9M5(\$2_?)^7LAZ3N 0C MO6T,+/K'LML?'M*CZ-H?JG25+C6+OCH!E-
L73%LKN\$TXEAVJJA8ZZA 1SS. MNVB&!=?S[7+I@ZI!;UK>7DRV".X'LI'>X/7DZ-G?
9Z(%^0A\I&Z6-P^C:L. MUJU<-GYW%RZ &0\$C;4^H-
K&H0\$0U53[2'^P@B3C=E@N+XESE7P=&1E!U;4 M)7
Z+3'S0PT212S>&JWB'M0WF==*2Z=Y #I5_E@.:FZI\5R-XOKUL71'LK2> M\$!!VG|%I
CVT\9(YG@,*P:QK.KP2!IA5=K@6T9L"!J&/ZF/T^X&<^ ^<;AG M^P3WXY--
N.I.=P8_%LQ4*!.T|+:67 >DQWI@'9|.Z!)XR: OH\")L^M4S& J&C'5\$.7 M&*P
/(*\$)+RTV@5I/*,<2U!;P_@^&|WR?<)>YH_>54FB9R'X. B@+24T^1/K|%
M0M|*E!VX/%UN5Y41UG \$#_ND73/A_!L\$NUD;?6Q,*|_/162F0+R1|7*J69
M0#P1E=S!CX_,M4_(:!DX)7T3/+SO;Z5C?+(5H9_!NRPB;)XWCB&R4K&WM%I9 M'W"?
3SK1EL_14'N) X_X%(ZV#\$J9MX-BO43RRX-,NKF-ZU&*JI3^5MXP
MEI:U02H6F3@?;0&8"Z-OR+3G%W?L_ |XBCZ|'KZ9C>#P.|D(QI_,M5@AG265
M,;NHG3):HRSS| Q&|+Y-C0)\1RL|?2(=Y DU6E0R#Z2-W(+,0)/U<:|<5&
M#H%ET+3G,H#_+.\$7"Y#^:#3"CXNMJ?-XS/'H_ W>EQ\$&EP;2#U)4 W:|W^:=
M>ZX).&F+^ ^V^:T;RAJMUDH*Q7D<1&P|>%^=3GX6^=HN43CNV<)>Q4'B^(T7%Dj4#!Y
NS%?3EL:M)WD_H!S8PPW9):I^X4 U':"# M(CL"7_\$X005B)Q5-
74^MF1)7SEJ.V|<"KB54JB; &S@E/9Z5-+"K78 Y8_BNR
MXFB_WT&^P)Q%)A67S;CQ&&#_M'=VVDFOV3|O\NTH_RK0^&5X:;R,2YH
M=&W55UMOV5S84?M^O.'/0-\$D1Y(OL2770.:F@/?0H\$F&/@Z4>&01H4B5L.*H
MOWZD9&5)/0|=T"V9'P13Y|O.X?4HC E7RX*)'3YT^>GWX?W.JM+% 8RA<0@
MA5HSL8'/%/4=^/Y.:R6K1K%-82*HC%|ENJ.W9-;ICAN.S|+,ZZI>*L#;)(
M)6V6"|KN@=%W Y:3:#*;GJ?I:|2.<4KGP7PRR=-T/IV/(QR/?@|'UM2J=S;: M-!S?#4HF_
)=_@<#<|GE4FVC)HB#H/|@S:|572YR*8R-IZQ|H|=SL^?,X(/Q
M"6<;\$,:>HV5>T.=GTVN6V2_G<^N%,8%|'&_5ODC8+BIE4Q# IXEI05\$YKL+Q|*%C* M#
(RB8?B|EJ=;0M3&|HJ153RW\9X4E5D44+U(58/ES>7J=GWU\$<+1)(#5Y?7M M^L-
Z=>%>?6X|_>RT@DT)@YL" +3,%F+A4TV4W4S>P#564AFPP@J2 ME1
&_B>0.5QM46C;'DJXKCEQ-L='LR@*DI4L*R*:=A4FIY!+U;K|NBRLJE* M"FB1I_!K+?
#X*)P&R2CPNBY|ZJT+WSOS8.W!+XH1 >^'L"l(F: +2'F2H#,L; M#ZI:Z9K8;302PAG|-
KP9KH9PTY77A7\$(>4
T\$ "HKU_A;9YISH.I*|5E8FW@4#B=|@S\$+E3"Q'Y>C* @GX6F?|W|?/GFV,|/A.:SV
MX=8"OFN/O.:6V)FE/F|F|DKQ6!6T.FQRZ@AZ|D^ ^>W1?"6?ME|@=0 M2P,\$% @ O#
&60R) W9_P P P P !P !O8RTR,#(T># V>#P>#\$P M<7AE>&@S.C(N:'1MU5??;Z-
&\$'O7S%U=+E\$, @Y@|C89RGR)9+|<-\$EKO)8 MK=G!K *
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ParkwayToledoOH43659419248-8000Common Stock, par value \$0.01 per
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align:justify"><span style="color:#000000;font-family:'Times New Roman',sans-
serif;font-size:10pt;font-weight:400;line-height:120%">Unless the context requires
otherwise, the terms "Owens Corning," "Company," "we" and "our" in this report refer
to Owens Corning, a Delaware corporation, and its subsidiaries.</div><div
style="text-align:justify">
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<span style="color:#000000;font-family:'Times New Roman',sans-serif;font-
size:10pt;font-weight:400;line-height:120%">The Consolidated Financial Statements
included in this report are unaudited, pursuant to certain rules and regulations of the
Securities and Exchange Commission ("SEC"), and include, in the opinion of the
Company, normal recurring adjustments necessary for a fair statement of the results
for the periods indicated, which, however, are not necessarily indicative of results
which may be expected for the full year. The December 31, 2023 balance sheet data
was derived from audited financial statements, but does not include all disclosures
required by accounting principles generally accepted in the United States ("U.S."). In
connection with the Consolidated Financial Statements and Notes included in this
report, reference is made to the Consolidated Financial Statements and Notes
contained in the Company's Annual Report on Form 10-K for the year ended
December 31, 2023 (the "2023 Form 10-K"). Certain reclassifications have been made
to the periods presented for 2023 to conform to the classifications used in the periods
presented for 2024.</div><div style="text-align:justify">

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New Roman',sans-serif;font-size:10pt;font-weight:700;line-height:120%;text-

Acquisition of Masonite International Corporation

On May 15, 2024, the Company acquired all of the outstanding shares of Masonite International Corporation ("Masonite") at a purchase price of \$133.00 per share (the "Arrangement"). Masonite is a leading global designer, manufacturer, marketer and distributor of interior and exterior doors and door systems for residential new construction and residential repair and remodeling. The addition of Masonite's market-leading doors business creates a new growth platform for the Company, strengthening the Company's position in building and construction and expanding its offering of branded residential building products.

Masonite's operating results and preliminary purchase price allocation have been included in the Company's newly established Doors reportable segment from May 15, 2024, the effective date of the Arrangement, within the Consolidated Financial Statements. Please refer to Note 7 of the Consolidated Financial Statements for further information.

Revenue Recognition

As of December 31, 2023, our contract liability balances (for extended warranties, down payments and deposits, collectively) totaled \$101 million, of which \$17 million was recognized as revenue in the first six months of 2024. As of June 30, 2024, our contract liability balances totaled \$112 million.

As of December 31, 2022, our contract liability balances totaled \$89 million, of which \$15 million was recognized as revenue in the first six months of 2023. As of June 30, 2023, our contract liability balances totaled \$92 million.

Cash, Cash Equivalents and Restricted Cash

On the Consolidated Statements of Cash Flows, the total of Cash, cash equivalents and restricted cash includes restricted cash of \$20 million as of June 30, 2024, \$9 million as of June 30, 2023 and \$8 million as of December 31, 2023 and December 31, 2022. Restricted cash primarily represents cash we have placed as collateral for standby letters of credit and amounts received from a counterparty related to its performance assurance on an executory contract. The letters of credit guarantee payment to third parties in the event the Company is in breach of contract terms as detailed in each letter of credit. The amounts received from a counterparty are contractually required to be set aside, and the counterparty can exchange the cash for another form of performance assurance at its discretion. These amounts are included in Other current assets on the Consolidated Balance Sheets.

Accounts Receivable

Our customers consist mainly of

distributors, home centers, contractors and **retailers.** Two of our largest customers accounted for 21% and 16%, respectively, of consolidated accounts receivable as of June 30, 2024 and 11% and 11%, respectively, of consolidated accounts receivable as of December 31, 2023.

Related Party Transactions

In the first quarter of 2021, a related party relationship was established as a result of a member of the Company's Board of Directors being named an executive officer of one of the Company's preexisting suppliers. The related party transactions with this supplier consist of the purchase of raw materials. Purchases from the related party supplier were \$33 million and \$65 million for the three and six months ended June 30, 2024, respectively and \$29 million and \$50 million for the three and six months ended June 30, 2023, respectively. As of June 30, 2024 and December 31, 2023, amounts due to the related party supplier were \$7 million and \$5 million, respectively.

Supplier Finance Programs

We review supplier terms and conditions on an ongoing basis, and have negotiated payment terms extensions in recent years in connection with our efforts to reduce working capital and improve cash flow. Separate from those terms extension actions, certain of our subsidiaries have entered into paying agency agreements with third-party administrators. These voluntary supply chain finance programs (collectively, the "Programs") generally give participating suppliers the ability to sell, or otherwise pledge as collateral, their receivables from the Company to the participating financial institutions, at the sole discretion of both the suppliers and financial institutions. The Company is not a party to the arrangements between the suppliers and the financial institutions. The Company's obligations to its suppliers, including amounts due and scheduled payment dates, are not impacted by the suppliers' decisions to sell, or otherwise pledge as collateral, amounts under these arrangements. The Company's payment terms to the financial institutions, including the timing and amount of payments, are based on the original supplier invoices. One of the Programs includes a parent guarantee to the participating financial institution for a certain U.S. subsidiary that, at the time of the respective program's inception in 2015, was a guarantor subsidiary of the Company's Credit Agreement.

The obligations are presented as Accounts payable within Total current liabilities on the Consolidated Balance Sheets and all activity related to the obligations is presented within operating activities on the Consolidated Statements of Cash Flow.

The Company's confirmed outstanding obligations under the Programs totaled \$188 million and \$211 million as of June 30, 2024 and December 31, 2023, respectively. The amounts of invoices paid under the Programs totaled \$257 million and \$307 million for the six months ended June 30, 2024 and June 30, 2023, respectively.

Strategic Actions

On February 9, 2024, the Company announced the decision to review strategic alternatives for its global glass reinforcements (“GR”) business, consistent with our strategy to focus on building and construction materials. The GR business, which operates within our Composites segment, supplies a wide variety of glass fiber products for applications in wind energy, infrastructure, industrial, transportation, and consumer markets. The GR business generates annual revenues of approximately \$1.3 billion. While a range of options are under consideration, including a potential sale, spin-off or other strategic option, there can be no assurance that the strategic review will result in any transaction or other outcome. During the first six months of 2024, the Company incurred \$17 million of costs related to this review.

Accounting Policies

There have been no changes in the significant accounting policies from those that were disclosed in the 2023 Form 10-K.

Critical Accounting Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (“GAAP”) requires management to make certain estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from such estimates. Accounting estimates and assumptions discussed in this section are those considered to be the most critical to an understanding of our financial statements because they involve significant judgments and uncertainties. There have been no material changes to our critical accounting estimates previously disclosed in Item 7 of our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, except as follows:

Fair values of assets acquired and liabilities assumed in acquisitions —

Assets acquired and liabilities assumed in a business combination are recorded at their estimated fair values on the date of acquisition. The difference between the purchase price amount and the net fair value of assets acquired and liabilities assumed is recognized as goodwill on the balance sheet if the purchase price exceeds the estimated net fair value or as a bargain purchase gain on the income statement if the purchase price is less than the estimated net fair value. We apply significant judgment in estimating the fair value of assets acquired and liabilities assumed, which involves the use of significant estimates and assumptions. Changes in these judgments or estimates can have a material impact on the valuation of the respective assets and liabilities acquired and our results of operations in periods after acquisition. The allocation of the purchase price is preliminary for up to one year after the acquisition date as more information is obtained about the fair value of assets acquired and liabilities assumed. See Note 7 of the Consolidated Financial Statements for further information on the fair values of assets acquired and liabilities assumed in recent

[illegible]

Fiscal years beginning after December 15, 2024		
We do not believe the adoption of this guidance will have a material effect on our Consolidated Financial Statements.		
ASU 2024-02 "Codification Improvements - Amendments to Remove References to the Concepts Statements"		
Amendments in this update remove references to various FASB Concepts Statements.		
Fiscal years beginning after December 15, 2024		
We do not believe the adoption of this guidance will have a material effect on our Consolidated Financial Statements.		
ASU 2023-06 "Disclosure Improvements"		
The amendments in this update modify the disclosure or presentation requirements of a variety of Topics		
The effective date for each topic is contingent on future SEC rule setting.		
We are currently assessing the impact adopting this standard will have on our Consolidated Financial Statement disclosures. We do not believe the adoption of this guidance will have a material effect on our results of operations.		
ASU 2023-07 "Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures"		
The amendments in this update improve reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses.		
Fiscal years beginning after December 15, 2023		
We are currently assessing the impact adopting this standard will have on our Consolidated Financial Statement disclosures. We do not believe the adoption of this guidance will have a		

[illegible]

[illegible]

The amendments in this update modify the disclosure or presentation requirements of a variety of Topics

The effective date for each topic is contingent on future SEC rule setting.			
We are currently assessing the impact adopting this standard will have on our Consolidated Financial Statement disclosures. We do not believe the adoption of this guidance will have a material effect on our results of operations.			
ASU 2023-07 “Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures”			
The amendments in this update improve reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses.			
Fiscal years beginning after December 15, 2023			
We are currently assessing the impact adopting this standard will have on our Consolidated Financial Statement disclosures. We do not believe the adoption of this guidance will have a material effect on our results of operations.			
ASU 2023-09 “Income Taxes (Topic 740): Improvements to Income Tax Disclosures”			
This standard modifies the rate reconciliation and income taxes paid disclosures by requiring consistent categories and greater disaggregation of information in the rate reconciliation, as well as requiring income taxes paid to be disaggregated by jurisdiction.			
Fiscal years beginning after December 15, 2024			
We are currently assessing the impact adopting this standard will have on our Consolidated Financial Statements.			

SEGMENT INFORMATION

As a result of our acquisition of Masonite International Corporation, which was completed on May 15, 2024, the Company now has four reportable segments: Roofing, Insulation, Doors and Composites. Accounting policies for the segments are the same as those for the Company. The Company's four reportable segments are defined as follows:

Roofing – Within our Roofing segment, the Company manufactures and sells residential roofing shingles, oxidized asphalt materials, and roofing components primarily used in residential and commercial construction.

Insulation – Within our Insulation segment, the Company manufactures and sells thermal and acoustical batts, loose fill insulation, spray foam insulation, foam sheathing and accessories. It also manufactures and sells glass fiber pipe insulation, energy efficient flexible duct media, bonded and granulated stone wool insulation, cellular glass insulation, and foam insulation used in above- and below-grade construction applications.

Doors – Within our new Doors segment, the Company manufactures and sells interior and exterior doors and door systems.

Composites – Within our Composites segment, the Company manufactures, fabricates and sells glass reinforcements in the form of fiber. Glass reinforcement materials are also used by the Composites segment to manufacture and sell high value applications in the form of non-wovens, fabrics and composite lumber.

NET SALES

The following tables show a disaggregation of our Net sales by segment and geographic region (in millions). Corporate eliminations (shown below) largely reflect intercompany sales from Composites to Roofing. External customer sales are attributed to geographic region based upon the location from which the product is sold to the external customer.

	Roofing	Insulation	Doors	Composites	Corporate Eliminations	Total
2024	\$22.0	\$10.8	\$1.0	\$1.2	—	\$35.0
2023	\$22.0	\$10.8	\$1.0	\$1.2	—	\$35.0

[illegible]

	\$	244	\$	121		\$	(87)		\$	1,709	
U.S. commercial and industrial			37			209		—		(2)	
			187								

431		
Total United States		
1,086		
591		
244		
308		
(89)		
2,140		
Europe		
—		
184		
30		
119		

[illegible]

[illegible]

[illegible]

[illegible]

40	223	—		237	(2)		498	Total United States	1,094	547	324	(85)	1,880

Europe			4	201	—	135	—	340
Asia-Pacific			1	41	—	116	—	

family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">158					
Rest of world			24		
116			—		
45			—		
185			—		
NET SALES			\$		
1,123			\$		
905			\$		

[illegible]

			For the six months ended June 30, 2024																					
			Reportable Segments			Roofing			Insulation			Doors			Composites			Eliminations			Consolidated			
			Disaggregation Categories																					
			U.S. residential			\$						1,972												

[illegible]

Total United States	
2,029	1,172
244	593
(172)	3,866
Europe	
—	360
30	240
(1)	

629		
Asia-Pacific	—	
64		
1		
171		
236		
Rest of world	33	
224		
36		
65		

</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">358 </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:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">NET SALES</td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,062 </td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,820 </td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,069 </td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(173) </td><td style="background-

[illegible]

Consolidated		
Disaggregation Categories		
U.S. residential	\$	1,893
		694
	\$	
		694
	\$	
	—	
	\$	
		172
	\$	
		(148)
	\$	
		2,611

U.S. commercial and industrial	
64	
429	
—	
455	
(4)	
944	
Total United States	
1,957	
1,123	
—	
627	
(152)	

3,555	Europe			8	395		—		272		(1)		674		Asia-Pacific			1	72		—		223	

[illegible]

1,824		
\$		
—		
1,205		
\$		
(153)		
\$		
4,894		

Sales to major customers

The Company had two customers that exceeded 10% of consolidated net sales for the six months ended June 30, 2024. The first customer, which is a customer of both the Roofing and Insulation segments, accounted for approximately 12% of the Company's consolidated net sales for the six months ended June 30, 2024. The second customer, which is a customer of the Roofing, Insulation and Doors segments, accounted for approximately 11% of the Company's consolidated net sales for the six months ended June 30, 2024.

EARNINGS BEFORE INTEREST AND

TAXES

Earnings before interest and taxes ("EBIT") by segment consist of net sales less related costs and expenses, and are presented on a basis that is used internally for evaluating segment performance. Certain items, such as general corporate expenses or income and certain other expense or income items, are excluded from the internal evaluation of segment performance. Accordingly, these items are not reflected in EBIT for our reportable segments and are included within Corporate, Other and Eliminations.

The following table summarizes EBIT by segment (in millions):

	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023	Change
Reportable Segments	\$1,000.0	\$1,000.0	\$0.0
Corporate, Other and Eliminations	\$10.0	\$10.0	\$0.0
Total	\$1,010.0	\$1,010.0	\$0.0

Reportable Segments

Roofing	\$	373
	\$	338
	\$	659
	\$	547
Insulation	183	
		163
		344
		319
Doors		

34	—		34		34		—		34	
Composites			61		87		107		136	
Total reportable segments			651		588		1,144			

1,002		
Restructuring costs	(47)	(47)
(47)	(61)	(65)
Gain on sale of Santa Clara, California site	—	—
189		
Gains on sale of certain precious metals	—	

[illegible]

costs		(29)		—		(47)		—		
Acquisition-related integration costs			(21)			(21)				

[illegible]

[illegible]

For the three months ended June 30, 2024			
Reportable Segments			
Roofing	Insulation		
Doors			
Composites			
Eliminations			
Consolidated			
Disaggregation Categories			
U.S. residential			
\$			
1,049			
\$			
382			
\$			

[illegible]

1,086		591		244		308		(89)		2,140
Europe			—				184		30	
							119		—	

333		
Asia-Pacific		
—		
37		
1		
87		
—		
125		
Rest of world		
19		
104		
36		
32		
—		

191		
NET SALES		
\$	1,105	
\$		
916		
\$		
311		
\$		
546		
\$		
(89)		

[illegible]

[illegible]

[illegible]

[illegible]

24		116	—	—	45	—	185
NET SALES			\$	1,123	\$	905	\$

[illegible]

Reportable Segments				
Roofing				
Insulation				
Doors				
Composites				
Eliminations				
Consolidated				
Disaggregation Categories				
U.S. residential				
\$				
1,972				
\$				
761				
\$				
244				

[illegible]

[illegible]

Asia-Pacific		
—		
64		
1		
171		
—		
236		
Rest of world		
33		
224		
36		
65		
—		
358		

[illegible]

[illegible]

[illegible]

	429	—	455	(4)	Total United States	1,957	1,123	—	627	(152)	3,555

Europe			
8			
395			
—			
272			
(1)			
674			
Asia-Pacific			
1			
72			
—			
223			
—			
296			

Rest of world		
52	234	—
83	—	—
369	—	—
NET SALES		
\$	\$	\$
2,018	1,824	

[illegible]

Three Months Ended June 30,			Six Months Ended June 30,						2024 2023			2024 2023		
Reportable Segments														
Roofing			\$						373					

	\$		338		\$		659		\$		547	
Insulation			183		163		344		319		Doors	
			34						—			
			34									

Composites	61	87
107	136	
Total reportable segments	651	588
1,144	1,002	
Restructuring costs	(47)	

(47)		(61)		(65)	
Gain on sale of Santa Clara, California site					
—		—		—	
189		189		189	
Gains on sale of certain precious metals					
—		—		—	
2		2		2	

			Paroc marine recall			(6)		—		(7)		—			
Strategic review-related charges			(15)			—			(17)			—			
Acquisition-related transaction costs			(29)			—			—						

[illegible]

(63)	
(54)	(118)
(107)	
Total corporate, other and eliminations	
(193)	
(101)	
(283)	
19	
EBIT	
\$	
458	

487		\$	861		\$	1,021	

373000000338000000659000000547000000183000000163000000344000000319193000000-101000000-

Inventories consist of the following (in millions):

						June 30, 2024		
						December 31, 2023		
Finished goods			\$			850		

[illegible]

December 31, 2023		
Finished goods	\$	850
Materials and supplies	\$	742
Materials and supplies	726	
Total inventories	\$	1,576
	\$	1,198

85000000074200000072600000045600000015760000001198000000DERIVATIVI

FINANCIAL INSTRUMENTS

The Company is exposed to, among other risks, the impact of changes in commodity prices, foreign currency exchange rates, and interest rates in the normal course of business. The Company's risk management program is designed to manage the exposure and volatility arising from these risks, and utilizes derivative financial instruments to offset a portion of these risks. The Company uses derivative financial instruments only to the extent necessary to hedge identified business risks, and does not enter into such transactions for trading purposes.

The Company generally does not require collateral or other security with counterparties to these financial instruments and is therefore subject to credit risk in the event of nonperformance; however, the Company monitors credit risk and currently does not anticipate nonperformance by other parties. Contracts with counterparties generally contain right of offset provisions. These provisions effectively reduce the Company's exposure to credit risk in situations where the Company has gain and loss positions outstanding with a single counterparty. It is the Company's policy to offset on the Consolidated Balance Sheets the amounts recognized for derivative instruments with any cash collateral arising from derivative instruments executed with the same counterparty under a master netting agreement. As of June 30, 2024 and December 31, 2023, the Company did not have any amounts on deposit with any of its counterparties, nor did any of its counterparties have any amounts on deposit with the Company.

Derivative Fair Values

Our derivatives consist of natural gas forward swaps and foreign exchange forward contracts, all of which are over-the-counter and not traded through an exchange. The Company uses widely accepted valuation tools to determine fair value, such as discounting cash flows to calculate a present value for the derivatives. The models use Level 2 inputs, such as forward curves and other commonly quoted observable transactions and prices. The fair value of our derivatives and hedging instruments are all classified as Level 2 investments within the three-tier hierarchy.

The following table presents the fair value of derivatives and hedging instruments and their respective location on the Consolidated Balance Sheets (in millions):

	Current Assets	Noncurrent Assets	Current Liabilities	Noncurrent Liabilities	Equity
Natural gas forward swaps	\$1.0	\$49.630	\$0.1	\$1.0	\$13.373
Foreign exchange forward contracts	\$0.1	\$0.1	\$0.1	\$0.1	\$0.1
Total	\$1.1	\$50.330	\$0.2	\$1.1	\$13.546

Fair Value at

			Location			June 30,			2024			December 31, 2023		
			Derivative assets designated as hedging instruments:											

[illegible]

[illegible]

[illegible]

The following table presents the impact and respective location of derivative activities on the Consolidated Statements of Earnings (in millions):					
	2024	2023	2024	2023	2024
Derivative activity designated as hedging instruments:					
Interest rate derivatives	\$13.96	\$13.96	\$13.96	\$13.96	\$13.96
Foreign exchange derivatives	\$6.36	\$6.36	\$6.36	\$6.36	\$6.36
Commodity derivatives	\$6.50	\$6.50	\$6.50	\$6.50	\$6.50
Other derivatives	\$0.10	\$0.10	\$0.10	\$0.10	\$0.10
Total	\$26.92	\$26.92	\$26.92	\$26.92	\$26.92
Derivative activity designated as trading instruments:					
Interest rate derivatives	\$13.96	\$13.96	\$13.96	\$13.96	\$13.96
Foreign exchange derivatives	\$6.36	\$6.36	\$6.36	\$6.36	\$6.36
Commodity derivatives	\$6.50	\$6.50	\$6.50	\$6.50	\$6.50
Other derivatives	\$0.10	\$0.10	\$0.10	\$0.10	\$0.10
Total	\$26.92	\$26.92	\$26.92	\$26.92	\$26.92

[illegible]

[illegible]

4											

(a)
Accumulated Other Comprehensive Earnings (Deficit) (“AOCI”)

(b)
(Gains)/losses related to foreign currency derivatives were substantially offset by net revaluation impacts on foreign currency denominated balance sheet exposures, which were also recorded in Other expense, net. Please refer to the “Other Derivatives” section below for additional detail.

Consolidated Statements of Comprehensive Earnings Activity

The following table presents the impact of derivative activities on the Consolidated Statements of Comprehensive Earnings (in millions):

Amount of Gain Recognized in Comprehensive Earnings

						Three Months Ended June 30,						Three Months Ended					

Six Months Ended June 30,		
Hedging Type	Derivative Financial Instrument	
	2024	2023
	2024	2023
	2024	2023
Cash flow hedge	Natural gas forward swaps	
	\$	6
	\$	9
	\$	12

Cash Flow Hedges The Company uses a combination of derivative financial instruments, which qualify as cash flow hedges, and physical contracts to manage forecasted exposure to electricity and natural gas prices. As of June 30, 2024, the notional amounts of these natural gas forward swaps were 7 million MMBtu (or MMBtu equivalent) based on U.S. and European indices. The Company has designated these natural gas forward swaps as cash flow hedges, with the last hedge maturing no later than September 2025. A net unrecognized loss of \$2 million related to these natural gas forward swaps was included in AOCI as of June 30, 2024, \$2 million of which is expected to be reclassified into earnings within the next twelve months. In 2020, the Company entered into a \$175 million forward U.S. Treasury rate lock agreement to manage the U.S. Treasury portion of its interest rate risk associated with the anticipated issuance of certain 10-year fixed rate senior notes. The Company designated this forward U.S. Treasury rate lock agreement, which expired on December 15, 2022, as a cash flow hedge. The locked fixed rate of this agreement was 0.994%. In September 2022, a gain of \$6 million was recognized as a result of a change in the forecasted issuance of certain senior notes. In December 2022, the Company received cash of \$37 million upon the settlement of the rate lock agreement, of which \$31 million will be amortized as a component of interest expense upon the future issuance of senior notes. In May 2024, the Company issued new senior notes and began amortizing the \$31 million over the life of the Company's 5.700% senior notes due 2034. The unrecognized gain of \$31 million was included in AOCI as of June 30, 2024.	Other Derivatives The Company uses forward currency exchange contracts to manage existing exposures to foreign exchange risk related to assets and liabilities recorded on the Consolidated Balance Sheets. As of June 30, 2024, the Company had notional amounts of \$117 million for non-designated derivative financial instruments related to foreign currency exposures in United States Dollars primarily related to the Brazilian Real, Indian Rupee, Chinese Yuan, Korean Won, Hong Kong Dollar, and the Chilean Peso. In addition, the Company had notional amounts of \$58 million for non-designated derivative financial instruments related to foreign currency exposures in European Euro primarily related to the Polish Zloty, Danish Krone, Norwegian Krone and the British Pound Sterling.

The following table presents the fair value of derivatives and hedging instruments and their respective location on the Consolidated Balance Sheets (in millions):									
Fair Value at			June 30,			December 31, 2023			
			2024			December 31, 2023			

[illegible]

[illegible]

Derivative assets not designated as hedging instruments:																	
Foreign exchange forward contracts			Other current assets						\$			1					
Derivative liabilities not designated as hedging instruments:																	
Foreign exchange forward contracts			Other current														

[illegible]

2023		
2024		
2023		
Derivative activity designated as hedging instruments:		
Natural gas cash flow hedges:		
Amount of loss reclassified from AOCI (as defined below) into earnings (a)		
Cost of sales		
	\$	
		4
	\$	
		14
	\$	
		13
	\$	

[illegible]

(3)		\$	(2)	\$	\$	(4)	4
(3)			(3)			(3)	
(3)			(3)			(3)	
(3)			(3)			(3)	
(3)			(3)			(3)	
(3)			(3)			(3)	
(3)			(3)			(3)	
(3)			(3)			(3)	

(a)
Accumulated Other Comprehensive Earnings (Deficit) (“AOI”)

(b)
(Gains)/losses related to foreign currency derivatives were substantially offset by net revaluation impacts on foreign currency denominated balance sheet exposures, which were also recorded in Other expense, net. Please refer to the “Other Derivatives” section below for additional detail.

Consolidated Statements of Comprehensive Earnings Activity

The following table presents the impact of derivative activities on the Consolidated Statements of Comprehensive Earnings (in millions):

[illegible]

weight:400;line-height:100%">6</td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">9</td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">12</td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">8</td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div>-4000000-14000000-13000000-32000000300000020000004000000-4000000-6000000-9000000-12000000-80000007000000-2000000-2000000175000000P10Y0.0099460000003700000031000000310000000.057003100000

AND OTHER INTANGIBLE ASSETS<div style="margin-top:9pt;text-align:justify">Goodwill
</div><div style="text-align:justify">The Company tests goodwill and indefinite-lived intangible assets for impairment during the fourth quarter of each year, or more frequently should circumstances change or events occur that would more likely than not reduce the fair value of a reporting unit below its carrying value. </div><div style="text-align:justify">
</div><div style="text-align:justify">No testing was deemed necessary in the first six months of 2024. The changes in the net carrying value of goodwill by segment are as follows (in millions):</div><div style="margin-bottom:9pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:43.490%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.426%"></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:9.864%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td></tr></table></div>

[illegible]

[illegible]

Foreign currency translation		
(1)		
(13)		
(9)		
(1)		
Gross carrying amount at June 30, 2024		
394		
1,507		
1,299		
424		

[illegible]

[illegible]

[illegible]

macroeconomic factors that impact this reporting unit and a sustained downturn in these factors or a change in the long-term revenue growth or profitability for this reporting unit could increase the likelihood of a future impairment.

Other Intangible Assets

The Company amortizes the cost of other intangible assets over their estimated useful lives which, individually, range up to 25 years. The Company's future cash flows are not materially impacted by its ability to extend or renew agreements related to its amortizable intangible assets.

Other intangible assets consist of the following (in millions):

	June 30, 2024	December 31, 2023
Gross	1,000	1,000
Carrying	1,000	1,000
Amount	1,000	1,000
Accumulated	1,000	1,000
Amortization	1,000	1,000

[illegible]

[illegible]

family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">331					
Technology					
436					
			(221)		
215					
326					
			(203)		
123					
31					
(2)					
29					

[illegible]

[illegible]

#000000;padding:2px 0;text-align:right;vertical-align:bottom">1,528 </td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:9pt;text-align:justify">(a) Other primarily includes emissions rights. </div><div style="margin-top:9pt;text-align:justify">There are two indefinite-lived intangible assets that are at an increased risk of impairment, both of which are used by our Insulation segment and were partially impaired in the fourth quarter of 2022. A change in the estimated long-term revenue growth rate or discount rate for the segment could increase the likelihood of a future impairment.

The following table presents the carrying values of these assets as of June 30, 2024:
</div><div style="text-align:justify"><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:79.747%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Trademarks and trade names</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30, 2024</td></tr><tr><td colspan="3" style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="margin-top:9pt;text-align:justify">European building and technical insulation trade name</div></td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">87 </td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;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">Global cellular glass insulation trademark</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">80 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div><div style="margin-top:9pt;text-align:justify">Amortization expense for intangible assets for the three and six months ended June 30, 2024 was \$39 million and \$55 million, respectively. Amortization expense for intangible assets for the three and six months ended June 30, 2023 was \$24 million and \$42 million, respectively. Amortization expense for intangible assets is estimated to be \$85 million for the remainder of 2024.
</div><div style="margin-top:9pt;text-

The estimated amortization expense for intangible assets for the next five fiscal years ended December 31 is as follows (in millions):			
Period	Amortization	2025	2026
		\$	\$
		163	149
		2027	2028
		\$	\$
		140	139
		2029	

[illegible]

[illegible]

[illegible]

[illegible]

	(948)	Foreign currency translation	—	7	—	Accumulated impairment losses at June 30, 2024	—	(941)	—

[illegible]

serif;font-size:10pt;font-weight:400;line-height:100%">424 </td><td style="background-color:#ffffff;border-bottom:3pt double #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;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">2,683 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>39500000015200000000425000000234000000000130800000001308000000-1000000-13000000-9000000-1000000-24000000394000000150700000012990000004240000003624000000094800000000948700000000-7000000009410000000009410000003940000005660000001299000000424000000268300Other intangible assets consist of the following (in millions):</div><div style="margin-top:9pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:top;bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:30.186%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.572%"></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:11.180%"></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:8.256%"></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:9.280%"></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:8.996%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" 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:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Gross</div><div style="text-align:center">Carrying</div><div style="text-align:center">Amount</div></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:left;vertical-align:bottom"><div style="text-align:center">Accumulated</div><div style="text-align:center"><span

Amortization		
Net	Carrying	Amount
Gross	Carrying	Amount
Accumulated	Amortization	
Net	Carrying	Amount
Indefinite-lived trademarks and trade names		
\$		
1,228		
\$		
—		
\$		
1,228		
\$		
992		

[illegible]

[illegible]

		12		
			(2)	
			10	
	Other (a)			52
	(1)			
	51			
	74			
	(2)			
	72			
Total other intangible assets				

[illegible]

color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,528 </td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>(a) Other primarily includes emissions rights.122800000012280000009920000009920000001797000000314000000148300000

following table presents the carrying values of these assets as of June 30, 2024:<div style="text-align:justify"><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:79.747%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Trademarks and trade names</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="margin-top:9pt;text-align:justify">European building and technical insulation trade name</div></td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">87 </td><td style="background-color:#cceeef;border-top:1pt solid #000000;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">Global cellular glass insulation trademark</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">80 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div>87000000800000003900000055000000240000004200000085000000

The estimated amortization expense for intangible assets for the next five fiscal years ended December 31 is as follows (in millions):<div style="margin-top:9pt;text-align:justify"><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:79.747%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-

Period		
Amortization		
2025		
\$	163	
2026		
\$	149	
2027		
\$	140	
2028		
\$	139	
2029		
\$	123	

163000000149000000140000000139000000123000000

<span style="color:#000000;font-family:'Times New

Property, plant and equipment consist of the following (in millions):

	June 30, 2024	December 31, 2023
Land	\$	\$
Buildings and leasehold improvements	1,509	1,263
Machinery and equipment	6,183	5,402

Construction in progress			520	665
Property, plant and equipment, gross			8,434	7,498
Accumulated depreciation			(3,794)	(3,657)
Property, plant and equipment, net			\$4,640	\$

3,841

Machinery and equipment include certain precious metals used in our production tooling, which comprise approximately 8% and 10% of total machinery and equipment as of June 30, 2024 and December 31, 2023, respectively. Precious metals used in our production tooling are depleted as they are consumed during the production process, which typically represents an annual expense of approximately 2% of the outstanding carrying value.

Property, plant and equipment consist of the following (in millions):

	June 30, 2024	December 31, 2023
Land	\$	222
Buildings and leasehold improvements	1,509	

			1,263
Machinery and equipment			6,183
			5,402
Construction in progress			520
			665
Property, plant and equipment, gross			8,434
			7,498
Accumulated depreciation			(3,794)
			(3,657)

expense, net on the Company's consolidated statement of earnings for the three and six months ended June 30, 2024.

The fair value of the total purchase consideration transferred was determined as follows (in millions):

Fair Value of Purchase Consideration	Closing cash consideration	\$	2,935
Pre-combination vesting portion of fair value of Masonite outstanding equity awards converted to Owens Corning time vesting RSUs	Repayment of Masonite term loan facility		216
Total transaction consideration		\$	3,186

The closing cash as part of preliminary estimated

consideration was calculated at the price of \$133.00 per outstanding Masonite common share. At the close of the acquisition of Masonite, there were 22.07 million Masonite common shares outstanding.

The preliminary estimated fair value of Owens Corning common stock underlying Masonite outstanding equity awards that have been converted into awards with respect to Owens Corning common stock is calculated as follows (in millions, except share and per share amounts:

	Amount	Number of Masonite stock awards outstanding (a)	Exchange ratio (b)	Owens Corning equity awards issued for Masonite outstanding equity awards	10-day weighted average closing share price of Owens Corning common stock (c)	Fair value of Owens Corning time vesting RSUs issued
		639,608	0.7642	488,778	174.03	

\$	85	
Less: Estimated fair value allocated to post-transaction compensation expense		
(50)		
Fair value of awards included in transaction consideration		
\$	35	

(a) — Represents the Masonite stock awards that have been converted into Owens Corning equity awards upon completion of the acquisition of Masonite, based on awards outstanding at May 15, 2024. Masonite equity awards include awards issued under various stock incentive plans of Masonite.

(b) — The exchange rate was determined by the consideration amount divided by the volume weighted average closing sale price of one share of Owens Corning common stock for the ten consecutive trading days ended May 15, 2024, in accordance with the terms of the Arrangement Agreement.

(c) — The ten-day weighted average closing share price was calculated for the ten consecutive trading days ended May 15, 2024, in accordance with the terms of the Arrangement Agreement.

On May 15, 2024, the effective date of the Arrangement, the Company transferred consideration to Masonite to repay the Masonite 2027 term loan facility (the "Masonite term loan facility"). This repayment was required by the change in control provision within the terms of the Masonite term loan facility.

The Company has applied the acquisition method of accounting in accordance with Accounting Standards Codification ("ASC") Topic 805, Business Combinations, and recognized assets acquired and liabilities assumed at their fair values as of the effective date of the Arrangement, with the excess purchase consideration recorded to goodwill. The Company has not yet finalized the valuation of the assets acquired and liabilities assumed as of June 30, 2024. The Company is continuing to obtain information to complete its valuation of certain assets and liabilities. Preliminary estimates have been recorded and additional adjustments may be recorded to the fair value of intangible assets, property, plant and equipment, goodwill and deferred income taxes among other items during the measurement period, a period not to exceed 12 months from the acquisition date.

The following table summarizes the preliminary acquisition date fair value of net tangible and intangible assets acquired, net of liabilities assumed as part of the Arrangement (in millions):

Fair Value			
Cash and cash equivalents			
\$			
			282
Receivables, net			
			330
Inventories			
			379
Other current assets			
			82

Property, plant and equipment, net	861	
Operating lease right-of-use assets	253	
Intangible assets	1,579	
Deferred income taxes	14	
Other non-current assets	91	
Total assets	3,871	
Accounts payable	196	

Current operating lease liabilities	28	
Other current liabilities	187	
Long-term debt	867	
Non-current operating lease liabilities	235	
Deferred income taxes	413	
Other non-current liabilities	32	
Net assets acquired	1,913	

Non-controlling interest		
(35)		
Goodwill		
1,308		
Total net assets acquired		
\$		3,186

The details on the methodology and significant inputs used for fair value of valuation are outlined below.

Goodwill

Preliminary purchase consideration allocation resulted in \$1.3 billion in goodwill. The goodwill is not deductible for tax purposes. The factors contributing to the recognition of the amount of goodwill are based on several strategic and synergistic benefits that are expected to be realized from the acquisition.

Receivables

The fair value of receivables acquired is \$330 million, with the gross contractual amount being \$331 million. The Company expects \$1 million to be uncollectible.

Inventory

The fair value of inventory was determined by the market selling price of the inventory, less the remaining

Technology		
5		
128		
Trademarks and trade names (indefinite-lived)		
Indefinite		
240		
Trademarks and trade names		
10		
19		
Identifiable intangible assets, net		
\$		
1,579		

Debt

The fair value of Masonite's unsecured senior notes was determined using the market approach, based on the trading value of the notes in the market.

Joint Ventures and Non-Controlling Interests

The Company's acquisition of Masonite included joint ventures with Dominance Industries, Inc., 45% owned, and Vanair Design Inc., 30% owned as well as a 25% non-controlling interest in Sacopan Inc. owned by a third party and a 50% non-controlling interest in Magna Foremost SDN BHD owned by a third party. The value of these investments and non-controlling interests were determined using an equally weighted value from the income approach and the market approach.

Pro Forma Financial Information

The following table summarizes, on an unaudited pro forma basis, the combined results of operations of the Company for the three months ended and the six months ended June 30, 2024 and 2023, assuming the acquisition had occurred on January 1, 2023.

	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
Revenue	\$1,000,000	\$1,000,000	\$1,000,000	\$1,000,000
Cost of Sales	\$500,000	\$500,000	\$500,000	\$500,000
Gross Profit	\$500,000	\$500,000	\$500,000	\$500,000
Operating Expenses	\$300,000	\$300,000	\$300,000	\$300,000
Operating Income	\$200,000	\$200,000	\$200,000	\$200,000
Interest Expense	\$10,000	\$10,000	\$10,000	\$10,000
Income Before Income Taxes	\$190,000	\$190,000	\$190,000	\$190,000
Income Tax Expense	\$47,500	\$47,500	\$47,500	\$47,500
Net Income	\$142,500	\$142,500	\$142,500	\$142,500
Net Income per Share	\$1.43	\$1.43	\$1.43	\$1.43

Three Months Ended June 30,

[illegible]

[illegible]

accounting policies and adjustments to the historical results with pro forma adjustments, net of tax, that assume the acquisition occurred on January 1, 2023. This includes removing the results of the Architectural segment that was sold by Masonite prior to the close of the Arrangement, an adjustment to cost of goods sold to expense the step-up of inventory to fair value, increased depreciation expense to reflect the fair value of property, plant and equipment, and increased amortization expense related to the fair value of identifiable amortizable intangible assets. Adjustments were also made to recognize transaction costs incurred by the Company in the beginning of the comparative pro forma period and remove Masonite transaction costs. In addition, adjustments were made to reflect the interest and financing costs of the 364-Day Credit Facility (as defined below) used to fund the purchase price, and the interest, discount amortization, and capitalized financing cost amortization for the 2027, 2034 and 2054 senior notes that were issued to pay off the 364-Day Credit Facility in the comparative pro forma period, see Note 11 for further detail. Finally, adjustments were made to remove interest expense for the pro forma period related to the Masonite term loan facility that was paid off at closing as part of the consideration for the Arrangement.

Significant adjustments to the pro forma financial information are as follows:

1. Net sales were decreased for the three months ended June 30, 2023 and 2024 by \$92 million and \$41 million, respectively, and for the six months ended June 30, 2023 and 2024 by \$185 million and \$119 million, respectively, to remove the sales of the Architectural segment that was sold by Masonite prior to the close of the Arrangement.
2. Net earnings were adjusted by \$56 million, for the three and six months ended June 30, 2024, to remove transaction costs incurred by Masonite.
3. Net earnings were adjusted by \$29 million for the three months ended June 30, 2024, and by \$47 million each, for the six months ended June 30, 2023 and 2024, to move transaction costs incurred by the Company to the beginning of the comparative period.
4. Net earnings were increased by \$13 million and decreased by \$98 million for the three months ended June 30, 2023 and 2024, respectively to give effect to the tax impact of pro forma adjustments. Net earnings were increased by \$45 million and decreased by \$89 million for the six months ended June 30, 2023 and 2024, respectively, to give effect to the tax impact of pro forma adjustments.

The pro forma financial information does not reflect any anticipated synergies or dis-synergies, operating efficiencies or cost savings that may result from the Arrangement and integration costs

that may be incurred.

133.001133.0032000000002800000000311000000250000002900000047000000			
The fair value of the total purchase consideration transferred was determined as follows (in millions):			
Fair Value of Purchase Consideration			
Closing cash consideration			
\$			
2,935			
Pre-combination vesting portion of fair value of Masonite outstanding equity awards converted to Owens Corning time vesting RSUs			
35			
Repayment of Masonite term loan facility			
216			
Total transaction consideration			
\$			
3,186			
2935000000350000002160000003186000000133.0022070000.00			
The preliminary			

estimated fair value of Owens Corning common stock underlying Masonite outstanding equity awards that have been converted into awards with respect to Owens Corning common stock is calculated as follows (in millions, except share and per share amounts):			
Amount	Number of Masonite stock awards outstanding (a)	639,608	
Exchange ratio (b)		0.7642	
Owens Corning equity awards issued for Masonite outstanding equity awards		488,778	
10-day weighted average closing share price of Owens Corning common stock (c)		\$	174.03
Fair value of Owens Corning time vesting RSUs issued for Masonite outstanding equity awards		\$	

<td style="background-color:#cceeef;border-top:1pt 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">
Less: Estimated fair value allocated to
post-transaction compensation expense</td><td colspan="2"
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(50)</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:#cceeef;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Fair value of awards included in transaction consideration</td><td colspan="2" style="background-color:#cceeef;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">35</td><td colspan="2" style="background-color:#cceeef;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="padding-left:18pt;text-align:justify;text-indent:-18pt">(a) — Represents the Masonite stock awards that have been converted into Owens Corning equity awards upon completion of the acquisition of Masonite, based on awards outstanding at May 15, 2024. Masonite equity awards include awards issued under various stock incentive plans of Masonite.</div><div style="padding-left:18pt;text-align:justify;text-indent:-18pt">(b) — The exchange rate was determined by the consideration amount divided by the volume weighted average closing sale price of one share of Owens Corning common stock for the ten consecutive trading days ended May 15, 2024, in accordance with the terms of the Arrangement Agreement.</div><div style="padding-left:18pt;text-align:justify;text-indent:-18pt">(c) — The ten-day weighted average closing share price was calculated for the ten consecutive trading days ended May 15, 2024, in accordance with the terms of the Arrangement Agreement.</div>6396080.7642488778174.03850000005000000035000000<div style="text-align:justify">The following table summarizes the preliminary acquisition date fair value of net tangible and intangible assets acquired, net of liabilities assumed as part of the Arrangement (in millions):</div><div style="text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:80.771%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.029%"></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">Fair

Cash and cash equivalents			\$	282
Receivables, net			330	
Inventories			379	
Other current assets			82	
Property, plant and equipment, net			861	
Operating lease right-of-use assets			253	
Intangible assets			1,579	

Deferred income taxes	14	
Other non-current assets	91	
Total assets	3,871	
Accounts payable	196	
Current operating lease liabilities	28	
Other current liabilities	187	
Long-term debt	867	

Non-current operating lease liabilities	235	
Deferred income taxes	413	
Other non-current liabilities	32	
Net assets acquired	1,913	
Non-controlling interest	(35)	
Goodwill	1,308	
Total net assets acquired		

family: 'Times New Roman', sans-serif; font-size: 10pt; font-weight: 700; line-height: 100%;</td></tr><tr><td style="background-color: #cceeef; border-bottom: 3pt double #000; border-top: 1pt solid #000; padding: 2px 0; text-align: right; vertical-align: bottom;">3,186</td></tr><tr><td style="background-color: #cceeef; border-bottom: 3pt double #000; 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: 100.000%"><tr><td style="width: 1.0%"></td><td style="width: 66.923%"></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: 9.510%"></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: 19.105%"></td><td style="width: 0.1%"></td></tr><tr><td colspan="3" style="padding: 0 1pt"></td><td colspan="3" style="padding: 0 1pt"></td><td colspan="3" style="padding: 2px 1pt; text-align: center; vertical-align: bottom;">Estimated Useful Life (in years)</td><td colspan="3" style="padding: 0 1pt"></td><td colspan="3" style="padding: 2px 1pt; text-align: center; vertical-align: bottom;">Preliminary Estimated Asset Fair Value (in millions)</td></tr><tr><td colspan="3" style="background-color: #cceeef; border-top: 1pt solid #000; padding: 2px 1pt; text-align: left; vertical-align: bottom;">Customer relationships</td><td colspan="3" style="background-color: #cceeef; padding: 0 1pt"></td><td colspan="3" style="background-color: #cceeef; border-top: 1pt solid #000; padding: 2px 1pt; text-align: left; vertical-align: bottom;"> 10 - 21 </td><td colspan="3" style="background-color: #cceeef; padding: 0 1pt"></td><td style="background-color: #cceeef; border-top: 1pt solid #000; padding: 2px 0 2px 1pt; text-align: left; vertical-align: bottom;">\$</td><td style="background-color: #cceeef; border-top: 1pt solid #000; padding: 2px 0; text-align: right; vertical-align: bottom;">1,192</td><td style="background-color: #cceeef; border-top: 1pt 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;">Technology</td><td colspan="3" style="background-color: #ffffff; padding: 0 1pt"></td><td colspan="3" style="background-color: #ffffff; padding: 2px 1pt; text-align: left; vertical-align: bottom;"> 5 </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;">128</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: #cceeef; padding: 2px 1pt; text-align: left; vertical-align: bottom;"><span style="color: #000000; font-family: 'Times New Roman', sans-serif; font-size: 10pt; font-

Trademarks and trade names (indefinite-lived)

Indefinite	240	
Trademarks and trade names	10	19
Identifiable intangible assets, net		
\$	1,579	

The following table summarizes, on an unaudited pro forma basis, the combined results of operations of the Company for the three months ended and the six months ended June 30, 2024 and 2023, assuming the acquisition had occurred on January 1, 2023.

	Three Months Ended June 30, 2024	Six Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2023
Operating income	\$1,579	\$1,579	\$1,579	\$1,579
Operating expenses	(1,579)	(1,579)	(1,579)	(1,579)
Income before taxes	\$—	\$—	\$—	\$—
Taxes	—	—	—	—
Net income	\$—	\$—	\$—	\$—

[illegible]

[illegible]

DIVESTITURES

On March 3, 2023, the Company finalized the sale of its Insulation site in Santa Clara, California for total proceeds of \$234 million, net of transaction fees. Total proceeds included a non-refundable deposit of \$50 million received in the third quarter of 2021. As a result of this sale, the Company recognized a pre-tax gain of \$189 million in the first quarter of 2023, which is recorded in Gain on sale of site on the Consolidated Statements of Earnings.

WARRANTIES

Period	Warranty Liability	Change
Six Months Ended June 30,	2024	2023
	\$1.0 million	\$1.0 million

Beginning balance			
\$	97		
Amounts accrued for current year	10		
Acquired obligations	4		
Settlements of warranty claims	(11)		
	(6)		

Ending balance

\$	100				
\$	93				

A reconciliation of the warranty liability is as follows (in millions):

	2024	2023
Beginning balance	\$	97

	88	
Amounts accrued for current year		
10		
	11	
Acquired obligations		
4		
Settlements of warranty claims		
(11)		
(6)		
Ending balance		
		100

970000008800000010000000110000004000000011000000600000010000000093	ACQUISITION AND DIVESTITURE-RELATED COSTS

The Company may incur restructuring, transaction and integration costs related to acquisitions and divestitures, and may incur restructuring and other exit costs in connection with its global cost reduction, product line and productivity initiatives and the Company's growth strategy.

ACQUISITION-RELATED TRANSACTION COSTS

During the first six months of 2024, the Company incurred \$47 million of transaction costs related to its recently completed acquisition of Masonite. Please refer to Note 7 of the Consolidated Financial Statements for further information.

ACQUISITION-RELATED INTEGRATION COSTS

During the first six months of 2024, the Company incurred \$21 million of integration costs related to its recently completed acquisition of Masonite. Please refer to Note 7 of the Consolidated Financial Statements for further information.

RESTRUCTURING RELATED COSTS

Acquisition-Related Restructuring

Following the acquisition of Masonite, within the Company's Doors segment, the Company took actions to realize expected synergies from the newly acquired operations. During the six months ended 2024, the Company recorded \$41 million of charges, of which \$21 million were non-cash charges, primarily related to the accelerated vesting of equity awards and \$20 million of cash charges, primarily related to severance. The Company is continuing to review synergies as a result of this acquisition and expects to incur a material amount of incremental costs throughout 2024 and into future years.

Global Composites Restructuring

In December 2023, the Company took actions to reduce costs throughout its global Composites segment given current market conditions, primarily through global workforce reductions, as well as streamlining manufacturing and supply chain operations. These actions primarily include salaried workforce reductions and the relocation of the Changzhou, China operations to Hangzhou, China.

In connection with these actions, the Company estimates it will incur cash charges in the range of \$20 million to \$30 million, primarily related to severance and other exit costs, including termination costs, and non-cash charges in the range of \$15 million to \$20 million, primarily related to accelerated depreciation.

During the first six months of 2024, the Company recorded \$13 million of charges, of which \$7 million were non-cash charges, primarily related to accelerated depreciation and \$6 million of cash charges, primarily related to severance and other exit costs.

Protective Packaging Exit

In May 2023, the Company made the decision to exit the Protective Packaging business within the Roofing segment, including the production and sale of wood packaging, metal packaging and custom products. Exiting Protective Packaging will allow the Company to focus resources on the growth of its building materials products, which supports the future growth aspirations of the enterprise. With the exit of the Protective Packaging business, the Company closed its plants in Dorval, Quebec and Mission, British Columbia, Canada. The Company also ceased operations at its Qingdao, China facility.

In connection with the exit of the Protective Packaging business, the Company estimates that it will incur cash charges of approximately \$15 million, primarily related to severance and other exit costs. Additionally, the Company expects to incur total non-cash charges in the range of \$70 million to \$75 million, primarily related to accelerated depreciation of property, plant and equipment and accelerated amortization of definite-lived intangibles.

During the first six months of 2024, the Company recorded \$4 million of charges, primarily related to other exit costs. The Company does not expect to recognize significant incremental costs related to these actions.

Wabash Facility Closure

In April 2023, the Company took actions to support its strategy to operate a flexible and cost-efficient manufacturing network through decisions to relocate the Wabash, Indiana mineral wool operations to Joplin, Missouri, and to exit the U.S. granulated mineral wool market. These actions resulted in cumulative costs of approximately \$30 million in 2023, primarily related to severance and accelerated depreciation.

During the first six months of 2024, the Company did not incur any charges relating to this project. The Company does not expect to

recognize significant incremental costs related to these actions.

European Operating Structure Optimization

In March 2023, the Company took actions to optimize the operating structure of its segments across Europe to increase its competitiveness. These actions are expected to result in cumulative costs of approximately \$20 million, primarily related to severance and other exit costs. During the first six months of 2024, the Company recorded \$3 million of charges primarily related to severance. The Company does not expect to recognize significant incremental costs related to these actions.

Composites Strategic Realignment Actions

On July 1, 2022, the Company finalized the sale of the European portion of the DUCS product line located in Chambéry, France, within the Composite's segment. The Company recorded a pre-tax charge of \$30 million in Other expense, net on the Consolidated Statements of Earnings in 2022 to reflect the fair value less cost to sell the assets. The Company also took actions to convert the DUCS manufacturing facilities located in Anderson, South Carolina and Kimchon, Korea to produce other glass fiber products needed to support our growth strategy in building and construction applications. During the first six months of 2024, the Company did not incur any charges relating to this project and does not expect any future charges.

Roofing Restructuring Actions

In December 2021, the Company took actions to restructure operations within the Roofing segment's components product line by relocating production assets from China to India, which allowed the business to optimize its manufacturing network and support a tariff mitigation strategy. During the first six months of 2024, the Company did not incur any charges relating to this project and does not expect any further charges.

Santa Clara Insulation Site

During the third quarter of 2021, the Company entered into a sales agreement for the Company's Insulation site in Santa Clara, California, as part of the Company's ongoing strategy to operate a flexible, cost-efficient manufacturing network and geographically locate its assets to better serve its customers. On March 3, 2023, the Company finalized the sale of this site for total proceeds of \$234 million, net of transaction fees. Total proceeds included a non-refundable deposit of \$50 million received in the third quarter of 2021. During the first six months of 2024, the Company did not incur any charges relating to this project and does not expect any further charges.

Consolidated Statements of Earnings Classification

The following table presents the impact and respective location of total restructuring, acquisition and divestiture-related costs on the Consolidated Statements of Earnings, which are included within Corporate,

Other and Eliminations (in millions):											

	(22)		
	(7)		
	(23)		
Other exit costs			
Cost of sales			
	(2)		
	(1)		
	(5)		
	(8)		
Other exit costs			
Marketing and administrative expenses			
	(1)		

	(1)		(1)	(1)	(1)
Severance	Other expense, net				
(41)					
(16)					
(48)					
(25)					
Other exit costs	Other expense, net				
—					
—					
—					

(1)	Accelerated amortization			Other expense, net			—		(7)		—		(7)		(7)		
Acquisition-related transaction costs			Other expense, net			(29)		—		(47)		—		—		Acquisition-related integration costs	

[illegible]

color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(97)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(47)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(129)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">124</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div>
</div><div>
</div><div>Summary of Unpaid Liabilities</div><div>The following table summarizes the status of the unpaid liabilities from the Company's restructuring activities (in millions):</div><div style="text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:top;width:99.415%"><tr><td style="width:1.0%"></td><td style="width:25.370%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.605%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td style="width:1.0%"></td><td style="width:13.605%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.605%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.605%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.610%"></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="15" style="padding:2px 1pt;text-align:center;vertical-align:middle">June 30, 2024</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:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle"><span

Acquisition-related Restructuring			Global Composites Restructuring			Protective Packaging Exit			Wabash Facility Closure			European Operating Structure Optimization		

[illegible]

[illegible]

[illegible]

weight:400;line-height:100%">82 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #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:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">33 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #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:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">15 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #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><div style="text-align:center">
</div><div style="text-align:justify">As of June 30, 2024, the remaining liability balance was comprised of \$24 million, inclusive of \$3 million of non-current severance, and \$21 million of severance the Company expects to pay over the next twelve months.</div><div style="text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:31.744%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.017%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.551%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.363%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.656%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.656%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.656%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.313%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="18" style="padding:2px 1pt;text-align:center;vertical-align:middle">June 30, 2023</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:middle">Protective Packaging Exit</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">Wabash Facility Closure</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">European Operating Structure Optimization</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">Composites Strategic Realignment Actions</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-

Roofing			
Santa Clara Insulation Site			
Balance at December 31, 2022			
\$			
—			
\$			
—			
\$			
—			
\$			
1			
\$			
—			
\$			
7			

Restructuring costs		29	15	12	3	1	5
Payments			—		—		
			(2)		(3)		
(1)							

Accelerated depreciation and other non-cash items		
(17)	(12)	—
—		
—		
—		
—		
(1)		
Balance at June 30, 2023		
\$	12	
\$	3	
\$	10	

[illegible]

\$</td><td style="background-color: #ffffff; border-bottom: 3pt double #000; border-top: 3pt double #000; padding: 2px 0; text-align: right; vertical-align: bottom">12</td><td style="background-color: #ffffff; border-bottom: 3pt double #000; border-top: 3pt double #000; padding: 2px 1pt 2px 0; text-align: right; vertical-align: bottom"></td><td style="background-color: #ffffff; border-bottom: 3pt double #000; border-top: 3pt double #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: 3pt double #000; padding: 2px 0; text-align: right; vertical-align: bottom">9</td><td style="background-color: #ffffff; border-bottom: 3pt double #000; border-top: 3pt double #000; padding: 2px 1pt 2px 0; text-align: right; vertical-align: bottom"></td><td style="background-color: #ffffff; border-bottom: 3pt double #000; border-top: 3pt double #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: 3pt double #000; padding: 2px 0; text-align: right; vertical-align: bottom">65</td><td style="background-color: #ffffff; border-bottom: 3pt double #000; border-top: 3pt double #000; padding: 2px 1pt 2px 0; text-align: right; vertical-align: bottom"></td></tr></table></div>470000000210000000410000000210000000200000000200000000300000000150000000203000000002340000000500000000<div style="text-align: justify">The following table presents the impact and respective location of total restructuring, acquisition and divestiture-related costs on the Consolidated Statements of Earnings, which are included within Corporate, Other and Eliminations (in millions):</div><div style="text-align: justify">
</div><div style="text-align: justify"><table style="border-collapse: collapse; display: inline-table; margin-bottom: 5pt; vertical-align: text-bottom; width: 99.122%"><tr><td style="width: 1.0%"></td><td style="width: 34.593%"></td><td style="width: 0.1%"></td><td style="width: 1.0%"></td><td style="width: 23.088%"></td><td style="width: 0.1%"></td><td style="width: 1.0%"></td><td style="width: 9.076%"></td><td style="width: 0.1%"></td><td style="width: 1.0%"></td><td style="width: 9.076%"></td><td style="width: 0.1%"></td><td style="width: 1.0%"></td><td style="width: 8.782%"></td><td style="width: 0.1%"></td><td style="width: 1.0%"></td><td style="width: 8.785%"></td><td style="width: 0.1%"></td></tr><tr><td colspan="3" style="padding: 2px 1pt; text-align: left; vertical-align: bottom"><div></div></td><td colspan="3" style="padding: 0 1pt"></td><td colspan="6" style="padding: 2px 1pt; text-align: center; vertical-align: bottom">Three Months Ended June 30,</td><td colspan="6" style="padding: 2px 1pt; text-align: left; vertical-align: bottom"><div style="text-align: center">Six Months Ended June 30,</div></td></tr><tr><td colspan="3" style="border-top: 1pt solid

Type of cost			
Location			
2024			
2023			
2024			
2023			
Accelerated depreciation			
Cost of sales			
\$			
(3)			
\$			
(22)			
\$			
(7)			
\$			
(23)			

Other exit costs

Cost of sales	(2)			
(1)				
(5)				
(8)				
Other exit costs				
Marketing and administrative expenses	(1)			
(1)				
(1)				
(1)				
(1)				
(1)				
Severance				
Other expense, net	(41)			

	(16)	(48)	(25)
Other exit costs			
Other expense, net			
—			
—			
—			
—			
(1)			
Accelerated amortization			
Other expense, net			
—			
(7)			
—			

	(7)	
Acquisition-related transaction costs		Other expense, net
(29)		
—		
(47)		
—		
Acquisition-related integration costs		Other expense, net
(21)		
—		
Gain on sale of Santa Clara, California site		

Gain on sale of site		
—		
—		
—		
189		
Total restructuring, acquisition and divestiture-related (costs) gains		
\$		
(97)		
\$		
(47)		
\$		
(129)		

#000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">124</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>

</div>3000000220000007000000230000002000000100000050000008000000100000011890000009700000047000000129000000-124000000<div>The following table summarizes the status of the unpaid liabilities from the Company's restructuring activities (in millions):</div><div style="text-align:justify"><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:25.370%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.605%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td style="width:1.0%"></td><td style="width:13.605%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.605%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.605%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.605%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.605%"></td><td style="width:0.1%"></td><td style="width:1.0%"></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="15" style="padding:2px 1pt;text-align:center;vertical-align:middle">June 30, 2024</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:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">Acquisition-related Restructuring</td><td colspan="3" style="display:none"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">Global Composites Restructuring</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">Protective Packaging Exit</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">Wabash Facility Closure</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">European Operating Structure Optimization</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#e6eeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance at December 31, 2023</td><td style="background-color:#e6eeff;border-top:1pt 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-

[illegible]

[illegible]

[illegible]

6			
Cumulative charges incurred			
41			
29			
82			
33			
15			

[illegible]

	\$		\$	1		\$		\$		\$		7		Restructuring costs			29		15		12		3		1

5		
Payments		
—		
(2)		
(3)		
(1)		
(11)		
Accelerated depreciation and other non-cash items		
(17)		
(12)		
—		
—		

[illegible]

Cumulative charges incurred		
\$	29	15
\$	\$	\$
12	12	9
\$	\$	\$

align:bottom">65 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>012000000100000003000000060000000410000001300000004000000003000000017000

<div style="text-align:justify">Details of the Company's outstanding long-term debt, as well as the fair values, are as follows (in millions):</div><div style="text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:57.233%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.426%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.402%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.823%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.821%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="6" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="6" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying Value</td><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying Value</td><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</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"><div>4.200% senior notes, net of discount and financing fees, due 2024</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">400</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">99</td></tr></table></div>

	%				\$	399		%										
							99											
							%											
											3.400% senior notes, net of discount and financing fees, due 2026			399				
											96		%					
											398							
											96		%					
											101							

[illegible]

3.500%	2	89	%	N/A	N/A	N/A
3.500% senior notes, net of discount and financing fees, due 2030	335	91	%	N/A	N/A	N/A
3.875% senior notes, net of discount and financing fees, due 2030	298	93	%			

	298 </td><td style="background-color:#e6e6ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#e6e6ff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">94 </td><td style="background-color:#e6e6ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</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"> 5.700% senior notes, net of discount and financing fees, due 2034 </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">789 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">101 </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:right;vertical-align:bottom">N/A</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">N/A</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#e6e6ff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 7.000% senior notes, net of discount and financing fees, due 2036 </td><td colspan="2" style="background-color:#e6e6ff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">369 </td><td style="background-color:#e6e6ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#e6e6ff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">111 </td><td style="background-color:#e6e6ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td colspan="2" style="background-color:#e6e6ff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">369 </td><td style="background-color:#e6e6ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#e6e6ff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">116 </td><td style="background-color:#e6e6ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>	

[illegible]

[illegible]

[illegible]

	99	%	
Less – current portion of finance leases and other (a)			
	35		
		100	
			%
	32		
		100	
Long-term debt,		\$	
net of current portion		5,020	N/A
		\$	

2,615

(a) The Company determined that the book value of the above noted long-term debt instruments approximates fair value.

The fair values of the Company's outstanding long-term debt instruments were estimated using market observable inputs, including quoted prices in active markets, market indices and interest rate measurements. Within the hierarchy of fair value measurements, these are Level 2 fair values.

Senior Notes

The Company issued \$500 million of 2027 senior notes with an annual interest rate of 5.500%, \$800 million of 2034 senior notes with an annual interest rate of 5.700% and \$700 million of 2054 senior notes with an annual interest rate of 5.950% on May 31, 2024. These senior notes are net of discounts and issuance costs of \$4 million, \$11 million and \$17 million, respectively. The proceeds from these notes were used to repay a portion of the outstanding borrowings under the 364-Day Credit Facility (as defined below) that was used to fund a portion of the purchase of Masonite in the second quarter of 2024 and to pay related fees and expenses.

On May 1, 2024, in connection with the acquisition of Masonite, we commenced an offer to exchange (the "Exchange Offer") any and all of Masonite's outstanding 3.50% Senior Notes due 2030 (the "Masonite 2030 notes") for new 3.50% Senior Notes due 2030 of Owens Corning (the "Owens Corning 2030 notes"). On May 22, 2024, 99.51% of the outstanding Masonite 2030 notes were exchanged and we issued \$373 million aggregate principal amount of Owens Corning 2030 notes, which was a non-cash financing transaction for the Company. Interest on the notes is payable semiannually in arrears on February 15 and August 15 each year, beginning on August 15, 2024. Following the settlement of the Exchange Offer, approximately \$2 million of the Masonite 2030 notes that were not exchanged remain outstanding, which has been recorded on the Consolidated Balance Sheets.

On April 15, 2024, in connection with the acquisition of Masonite, we commenced a tender offer (the "Tender Offer") to purchase any and all of Masonite's outstanding 5.375% Senior Notes due 2028 (the "Masonite 2028 notes") with an aggregate value of \$501 million. On May 13, 2024, 94.25% of the outstanding Masonite 2028 notes were validly tendered, with Owens Corning making a cash payment on May 16, 2024 of approximately \$480 million, inclusive of \$7 million of interest and \$1 million premium on tender.

Following the settlement of the Tender Offer, approximately \$29 million of the Masonite 2028 notes that were not tendered remain outstanding, which has been recorded on the Consolidated Balance Sheets. Interest on the Masonite 2028 notes is payable semiannually in arrears on February 1 and August 1 each year.

The Company issued \$300 million of 2030 senior notes on May 12, 2020. Interest on the notes is payable semiannually in arrears on June 1 and December 1 each year, beginning on December 1, 2020. The proceeds from these notes were used for general corporate purposes.

The Company issued \$450 million of 2029 senior notes on August 12, 2019. Interest on the notes is payable semiannually in arrears on February 15 and August 15 each year, beginning on February 15, 2020. The proceeds from these notes were used to repay \$416 million of our 2022 senior notes and \$34 million of our 2036 senior notes.

The Company issued \$400 million of 2048 senior notes on January 25, 2018. Interest on the notes is payable semiannually in arrears on January 30 and July 30 each year, beginning on July 30, 2018. The proceeds from these notes were used, along with borrowings on a \$600 million term loan commitment and borrowings on the Receivables Securitization Facility (as defined below), to fund the purchase of Paroc in the first quarter of 2018.

The Company issued \$600 million of 2047 senior notes on June 26, 2017. Interest on the notes is payable semiannually in arrears on January 15 and July 15 each year, beginning on January 15, 2018. A portion of the proceeds from these notes was used to fund the purchase of Pittsburgh Corning in 2017 and for general corporate purposes. The remaining proceeds were used to repay \$144 million of our 2019 senior notes and \$140 million of our 2036 senior notes.

The Company issued \$400 million of 2026 senior notes on August 8, 2016. Interest on the notes is payable semiannually in arrears on February 15 and August 15 each year, beginning on February 15, 2017. A portion of the proceeds from these notes was used to repay \$158 million of our 2016 senior notes. The remaining proceeds were used to pay down portions of our Receivables Securitization Facility and for general corporate purposes.

The Company issued \$400 million of 2024 senior notes on November 12, 2014. Interest on the notes is payable semiannually in arrears on June 1 and December 1 each year, beginning on June 1, 2015. A portion of the proceeds from these notes was used to repay \$242 million of our 2016 senior notes and \$105 million of our 2019 senior notes. The remaining proceeds were used to pay down our Senior Revolving Credit Facility (as defined below), finance general working capital needs, and for general corporate purposes. As of June 30, 2024, the \$400 million outstanding principal related to the 2024 senior notes was recorded in Long-term debt - current portion on the Consolidated Balance Sheets.

The Company issued \$550 million of 2036 senior notes on October 31, 2006. Interest on the notes is payable semiannually in arrears on June 1 and December 1 each year, beginning on June 1, 2007. The proceeds of these notes were used to pay certain unsecured and administrative claims, finance general working capital needs and for general corporate purposes.

Collectively, the Company's senior notes above, other than the Masonite 2028 notes or the Masonite 2030 notes, are referred to as the "Senior Notes." The Senior Notes are general unsecured obligations of the Company and rank

pari passu with all existing and future senior unsecured indebtedness of the Company. The Company has the option to redeem all or part of the Senior Notes at any time at a "make-whole" redemption price. The Company is subject to certain covenants in connection with the issuance of the Senior Notes that it believes are usual and customary. The Company was in compliance with these covenants as of June 30, 2024.

Senior Revolving Credit Facility

On March 1, 2024, the Company entered into an amended and restated senior revolving credit facility (the "Senior Revolving Credit Facility") to increase the available principal amount from \$800 million to \$1.0 billion and to extend the maturity to March 2029. The Senior Revolving Credit Facility includes both borrowings and letters of credit. Borrowings under the Senior

Revolving Credit Facility may be used for general corporate purposes and working capital. The Company has the discretion to borrow under multiple options, which provide for varying terms and interest rates including the United States prime rate, federal funds rate plus a spread or forward-looking term rate based on the Secured Overnight Financing Rate ("Term SOFR") plus a spread.

The Senior Revolving Credit Facility contains various covenants, including a maximum allowed leverage ratio, that the Company believes are usual and customary for a senior unsecured credit agreement. The Company was in compliance with these covenants as of June 30, 2024. Please refer to the Credit Facility Utilization section below for liquidity information as of June 30, 2024.

Receivables Securitization Facility

For the receivables securitization facility (the "Receivables Securitization Facility"), the Company has a Receivables Purchase Agreement ("RPA") that is accounted for as secured borrowings in accordance with ASC 860, "Accounting for Transfers and Servicing." Owens Corning Sales, LLC and Owens Corning Receivables LLC, each a subsidiary of the Company, have an RPA with certain financial institutions. On March 1, 2024, the Company amended and restated the RPA to increase the facility limit from \$280 million to \$300 million and to extend the scheduled maturity date to February 2025. Under the RPA, the Company has the ability to borrow at the lenders' cost of funds, which approximates Term SOFR plus a spread; alternatively, the Company may borrow at the higher of the United States prime rate or the Overnight Bank Funding Rate plus a spread.

The RPA contains various covenants, including a maximum allowed leverage ratio that the Company believes are usual and customary for a securitization facility. The Company was in compliance with these covenants as of June 30, 2024. Please refer to the Credit Facility Utilization section below for liquidity

Owens Corning Receivables LLC's sole business consists of the purchase or acceptance through capital contributions of trade receivables and related rights from Owens Corning Sales, LLC and the subsequent retransfer of or granting of a security interest in such trade receivables and related rights to certain purchasers who are party to the RPA. Owens Corning Receivables LLC is a separate legal entity with its own separate creditors who will be entitled, upon its liquidation, to be satisfied out of Owens Corning Receivables LLC's assets prior to any assets or value in Owens Corning Receivables LLC becoming available to Owens Corning Receivables LLC's equity holders. The assets of Owens Corning Receivables LLC are not available to pay creditors of the Company or any other affiliates of the Company or Owens Corning Sales, LLC.

On May 15, 2024, the Company initially borrowed \$295 million on the Receivables Securitization Facility, which was used to pay down a portion of the 364-Day Credit Facility. Subsequent to the May 15, 2024 borrowing, the Company repaid and re-borrowed on the Receivables Securitization Facility throughout the quarter to pay down portions of the 364-Day Credit Facility. As of June 30, 2024, there was a remaining balance on the Receivables Securitization Facility of \$155 million. Please refer to the Credit Facility Utilization section below for liquidity information as of June 30, 2024.

364-Day Credit Facility

On March 1, 2024, the Company entered into an unsecured term loan agreement in an aggregate principal amount of \$3.0 billion, which matures 364 days after the facility is initially funded with a single drawing (the "364-Day Credit Facility").

In May 2024, to fund a portion of the purchase of Masonite, the Company borrowed \$2.8 billion using Term SOFR plus a spread on the 364-Day Credit Facility. As a result of the borrowing, the Company incurred approximately \$16 million of financing fees which were amortized to Interest expense, net on the Consolidated Statements of Earnings. During the quarter, the Company completely repaid the 364-Day Credit Facility with a combination of issuance of new senior notes, borrowings on the Receivables Securitization Facility and cash on hand. Based on terms of the agreement, no further amounts can be drawn.

Credit Facility Utilization

The following table shows how the Company utilized its primary sources of liquidity (in millions):

	Balance at June 30, 2024	Change from May 15, 2024	Change from April 15, 2024
Receivables Securitization Facility	\$155	\$155	\$155
364-Day Credit Facility	\$155	\$155	\$155
Total	\$310	\$310	\$310

Senior Revolving Credit Facility		
Receivables Securitization Facility		
Facility size or borrowing limit		
\$	1,000	
\$		
	300	
Collateral capacity limitation on availability		
	N/A	
Outstanding borrowings		
Outstanding letters of credit		

[illegible]

December 31, 2023		
Carrying Value		
Fair Value		
Carrying Value		
Fair Value		
4.200% senior notes, net of discount and financing fees, due 2024	\$	400
		99
		%
	\$	399
		99
		%
3.400% senior notes, net of discount and financing fees, due 2026		399

		96	%		398		96	%				5.500% senior notes, net of discount and financing fees, due 2027	496		101	%				N/A		N/A		5.375% senior notes, net of discount and financing fees, due 2028	29		98	%		

N/A		
3.950% senior notes, net of discount and financing fees, due 2029		
447		
94		
%		
447		
95		
%		
3.500% senior notes, net of discount and financing fees, due 2030		
2		
89		
%		
N/A		
N/A		
3.500% senior notes, net of discount and financing fees,		

due 2030		335	91	%	N/A	N/A			
3.875% senior notes, net of discount and financing fees, due 2030		298	93	%	298	94			
5.700% senior notes, net of discount and financing fees, due 2034		789	101						

[illegible]

[illegible]

N/A		
Various finance leases, due through 2050 (a)		
228		
100		
%		
154		
100		
%		
Other		
—		
N/A		
1		
N/A		
Total long-term debt		
5,455		

N/A</td>			</td>			3,046 </td>		</td>		N/A</td>			N/A</td>														
Less – current portion of senior notes</td>			400 </td>		</td>		99 </td>		%</td>		</td>			399 </td>		</td>		99 </td>		%</td>		</td>					
Less – current portion of finance leases and other (a) </td>			35 </td>		</td>		100 </td>		%</td>		</td>			100 </td>		%</td>		</td>			100 </td>		%</td>		</td>		

[illegible]

Balance at June 30, 2024					
Senior Revolving Credit Facility			Receivables Securitization Facility		
Facility size or borrowing limit			\$	1,000	
\$					
300					
Collateral capacity limitation on availability			N/A		
—					
Outstanding borrowings					
—					
155					

Outstanding letters of credit

	4	1	0
Availability on facility	\$	996	

100000000030000000000155000000400000010000009960000001440000001550
PLANS AND OTHER POSTRETIREMENT BENEFITS

Pension Plans

The Company sponsors defined benefit pension plans. Under the plans, pension benefits are based on an employees' years of service and, for certain categories of employees, qualifying compensation. Company contributions to these pension plans are determined by an independent actuary to meet or exceed minimum funding requirements. In our U.S. plans, the unrecognized cost of any retroactive amendments and actuarial gains and losses are amortized over the average remaining life expectancy of the inactive participants as substantially all of the plan participants are inactive. In our non-U.S. plans, the unrecognized cost of any retroactive amendments and actuarial gains and losses are amortized over the average future service period of plan participants expected to receive benefits.

The following table presents the components of net periodic pension cost (in millions):

[illegible]

[illegible]

8	4	12	
Expected return on plan assets	(6)	(4)	
(10)	(10)	(10)	
(3)			
(13)			
Amortization of actuarial loss	—		
1			

[illegible]

[illegible]

2024								
2023								
			U.S.			Non-U.S.		
Total			U.S.			Non-U.S.		
Total			Non-U.S.			Total		
Components of Net Periodic Pension Cost								

	\$	
	3	
	\$	
	1	
	\$	
	2	
	\$	
	3	
Interest cost		
	9	
	7	
	16	
	8	
	24	

[illegible]

[illegible]

—

	\$	4		\$	4

The Company expects to contribute \$20 million in cash to its defined benefit pension plans during 2024. Actual contributions to the plans may change as a result of a variety of factors, including changes in laws that impact funding requirements. The Company made cash contributions of \$3 million to its defined benefit pension plans during the six months ended June 30, 2024.

Postemployment and Postretirement Benefits Other than Pensions ("OPEB")

The Company maintains healthcare and life insurance benefit plans for certain retired employees and their dependents. The health care plans in the United States are non-funded and pay either (1) stated percentages of covered medically necessary expenses, after subtracting payments by Medicare or other providers and after stated deductibles have been met, or (2) fixed amounts of medical expense reimbursement.

The following table provides the components of net periodic postretirement benefit income for U.S. plans for the periods indicated (in millions):

	2024	2023	2022	2021	2020
Service cost	\$1.0	\$52.1	\$0.1	\$1.0	\$10.4
Interest cost	\$0.1	\$1.0	\$10.4	\$0.1	\$10.7
Actuarial gain (loss)	\$10.7	\$0.1	\$1.0	\$10.4	\$52.1
Net periodic benefit income	\$11.8	\$63.2	\$11.5	\$11.5	\$73.2

	Three Months Ended							
	June 30,							
	Six Months Ended							
	June 30,							
								Components of Net Periodic Postretirement Benefit Income
		2024	2023	2024	2023	Service cost	\$	
		—	—	\$	—	\$	—	
		\$	—	\$	—	\$	—	
		—	—	\$	—	\$	—	
		\$	—	\$	—	\$	—	
		—	—	\$	—	\$	—	

[illegible]

[illegible]

[illegible]

	\$	2	—		\$	1			\$	1	
Interest cost			4								
			4								
			8								
			4								
			12								

Expected return on plan assets	(6)	(4)	(10)	(10)	(10)	(3)	(13)
Amortization of actuarial loss							
—							
1							
1							
2							

[illegible]

	\$	—	\$	2	\$	2
Six Months Ended June 30,						
			2024			
			2023			
			Times New Roman, sans-serif; font-size: 8pt; font-weight: 400; line-height: 100% Times New Roman, sans-serif; font-size: 10pt; font-weight: 400; line-height: 100%			

[illegible]

	\$	2	3
Interest cost	9	7	16
Expected return on plan assets	(12)	(7)	

[illegible]

[illegible]

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 1000000-1000000-20000000-2000000-
 10000002000000100000002000000200000010000002000000300000010000002000000
 1000000-2000000-3000000-3000000-1000000-4000000-
 100000040000003000000040000004000000200000003000000

The following table provides the components of net periodic postretirement benefit income for U.S. plans for the periods indicated (in millions):

 			 Three Months Ended June 30, 			 Six Months Ended June 30, 								
 			 2024 			 2023 			 2024 			 2023 		

[illegible]

[illegible]

\$	(1)

00002000000020000000300000003000000030000000200000004000000040000000-100000000-10000000-10000000CONTINGENT LIABILITIES AND OTHER MATTERS

The Company may be involved in various legal and regulatory proceedings relating to employment, antitrust, tax, product liability, environmental, contracts, intellectual property and other matters (collectively, “Proceedings”). The Company regularly reviews the status of such Proceedings along with legal counsel. Liabilities for such Proceedings are recorded when it is probable that the liability has been incurred and when the amount of the liability can be reasonably estimated. Liabilities are adjusted when additional information becomes available. Except as set forth below under “Litigation and Regulatory Proceedings,” management believes that the amount of any reasonably possible losses in excess of any amounts accrued, if any, with respect to such Proceedings or any other known claim, including the matters described below under the caption Environmental Matters (the “Environmental Matters”), are not material to the Company’s financial statements. While the likelihood is remote, the disposition of the Proceedings and Environmental Matters could have a material impact on the results of operations, cash flows or liquidity in any given reporting period.

Litigation and Regulatory Proceedings

The Company is involved in litigation and regulatory proceedings from time to time in the regular course of its business. The Company believes that adequate provisions for resolution of all contingencies, claims and pending matters have been made for probable losses that are reasonably estimable.

During the second quarter of 2023, the Company’s subsidiary, Paroc Group OY (“Paroc”), which the Company acquired in 2018, notified the appropriate European maritime regulatory authorities that specific products in its marine insulation product line may not meet certain fire safety requirements in accordance with their certifications. Paroc voluntarily withdrew these specific products from the market, issued recalls, and suspended distribution and sales of these products (the “Recalled Products”). Paroc continues to cooperate with the applicable regulatory and government authorities and work with its customers and end-users to assist with remediation for the recall. During the first quarter of 2024, the Company discovered potential nonconformances relating to two other marine insulation product lines. In April 2024, Paroc suspended sales of these marine insulation products as a precautionary measure while it reviews the potential nonconformances, but has not issued recalls. The Company has included an estimated liability for expected future costs related to the Recalled Products on its Consolidated Balance Sheets as of June 30, 2024 and December 31, 2023. The estimated liability is primarily based on assumptions related to the estimated costs of the remedy for the

Recalled Products. At this time, we cannot estimate a range of loss for any additional costs related to the Recalled Products that exceed the current estimated liability. We reevaluate these assumptions each period, and the related liability may be adjusted when factors indicate that the liability is either not sufficient to cover or exceeds the estimated costs related to the Recalled Products. Based on the factors currently known, we believe the appropriate liability has been established at this time. It is reasonably possible that additional costs related to the Recalled Products could be incurred that exceed the estimated liability by amounts that could be material to our Consolidated Financial Statements.

As part of its review of the Paroc insulation product portfolio, the Company discovered potential nonconformances relating to certain ventilation duct insulation products. In January 2024, Paroc suspended sales of the affected insulation products as a precautionary measure while it reviews the potential nonconformances, but has not issued recalls. We expect to incur costs associated with the resolution of this matter. The amount or range of any potential loss cannot be reasonably estimated at this time. The Company is continuing its review.

Environmental Matters

The Company has established policies and procedures designed to ensure that its operations are conducted in compliance with all relevant laws and regulations and that enable the Company to meet its high standards for corporate sustainability and environmental stewardship. Our manufacturing facilities are subject to numerous foreign, federal, state and local laws and regulations relating to the presence of hazardous materials, pollution and protection of the environment, including emissions to air, reductions of greenhouse gases, discharges to water, management of hazardous materials, handling and disposal of solid wastes, use of chemicals in our manufacturing processes, and remediation of contaminated sites. All Company manufacturing facilities are either ISO 14001 certified or deploy environmental management systems based on ISO 14001 principles. The Company's 2030 Sustainability Goals include significant global reductions in energy use, water consumption, waste to landfill, and emissions of greenhouse gases, fine particulate matter, and volatile organic air emissions, and protection of biodiversity.

Owens Corning is involved in remedial response activities and is responsible for environmental remediation at a number of sites, including certain of its currently owned or formerly owned plants. These responsibilities arise under a number of laws, including, but not limited to, the Federal Resource Conservation and Recovery Act, and similar state or local laws pertaining to the management and remediation of hazardous materials and petroleum. The Company has also been named a potentially responsible party under the U.S. Federal Superfund law, similar state or local laws pertaining to the management and remediation of hazardous materials and petroleum. The Company became involved in these sites as a result of government action or in connection with business acquisitions. As of June 30, 2024, the Company was involved with a total of 22 sites worldwide, including 9 Superfund and state or country equivalent sites and 13 owned or formerly owned sites. None of the liabilities for these sites are individually significant to the Company.

Remediation activities generally involve a potential range of activities and costs related to soil, groundwater, and sediment contamination. This can include pre-cleanup activities such as fact-finding and investigation, risk assessment, feasibility studies, remedial action design and implementation (where actions may range from monitoring to

Three Months Ended June 30,		
Six Months Ended June 30,		
	2024	
	2023	
	2024	
	2023	
Total stock-based compensation expense	\$	
	39	
	\$	
	14	
	\$	
	53	

27

Restricted Stock Units

The Company has granted restricted stock units (“RSUs”) under its stockholder-approved stock plans. Generally, all outstanding RSUs will fully settle in stock. Compensation expense for RSUs is measured based on the closing market price of the stock at date of grant and is recognized on a straight-line basis over the vesting period, which is typically three to four years. The 2023 Stock Plan allows alternate vesting schedules for death, disability, and retirement. The weighted-average grant date fair value of RSUs granted under the 2023 Stock Plan in 2024 was \$154.82.

Masonite Equity Awards

On May 15, 2024, the Company converted outstanding Masonite stock-based incentive awards to Masonite employees at a 0.8 equity award exchange ratio. Masonite equity awards include outstanding and unvested awards of restricted stock units and performance stock units (“PRSUs”) under the Masonite International Corporation 2021 Omnibus Incentive Plan (“Masonite Stock Plan”) that were held by employees of Masonite, which were exchanged for time-vesting restricted stock units of Owens Corning RSUs in connection with the completion of the transactions contemplated by the Arrangement Agreement. The converted stock-based incentive awards include 0.2 million PRSUs and 0.3 million restricted stock units.

The equity award exchange ratio was determined by the consideration amount of \$133 per share divided by the volume weighted average closing sale price of one share of Owens Corning common stock for the ten consecutive trading days ended March 15, 2024 of \$174.03 per share, in accordance with the terms of the Arrangement Agreement.

In accordance with the Arrangement Agreement, the number of Masonite shares underlying the PRSUs was equal to (i) 107.33% of target for PRSUs granted in February 2022, (ii) 100% of target for PRSUs granted in August 2022 and (iii) 122% of target for PRSUs granted in February 2023.

The fair value of the Owens Corning RSUs issued for Masonite outstanding equity awards was \$85 million as of the date of acquisition, of which \$35 million was related to pre-combination expense and was included in the purchase price. The remaining portion of \$50 million relates to post-combination expense, of which \$21 million was accelerated

[illegible]

154.82		
Assumed (converted Masonite equity awards)		
488,778		174.03
Vested		
(551,634)		
116.44		
Forfeited		
(21,977)		
109.01		
Balance at June 30, 2024		
\$		1,360,748
\$		

110.38	

As of June 30, 2024, there was \$80 million of total unrecognized compensation cost related to RSUs. This total includes \$26 million of unrecognized compensation related to converted Masonite equity awards and \$54 million related to Owens Corning Stock Plans. That cost is expected to be recognized over a weighted-average period of 2.06 years. The total grant date fair value of shares vested during the six months ended June 30, 2024 and 2023 was \$64 million and \$22 million, respectively.

Performance Share Units

The Company has granted performance share units (“PSUs”) as a part of its long-term incentive plan. All outstanding PSUs will fully settle in stock. The amount of shares ultimately distributed from all PSUs is contingent on meeting internal company-based metrics or an external-based stock performance metric.

In the six months ended June 30, 2024, the Company granted both internal company-based and external-based metric PSUs.

Internal Company-based metrics

The internal Company-based metric PSUs are based on various Company metrics and typically vest after a three-year period. The amount of stock distributed will vary from 0% to 200% of PSUs awarded depending on each award’s design and performance versus the company-based metrics.

The initial fair value for all internal company-based metric PSUs assumes that the performance goals will be achieved and is based on the grant date stock price. This assumption is monitored quarterly and if it becomes probable that such goals will not be achieved or will be exceeded, compensation expense recognized will be adjusted and previous surplus compensation expense recognized will be reversed or additional expense will be recognized. The expected term represents the period from the grant date to the end of the three-year performance period. Pro-rata vesting may be utilized in the case of death, disability or retirement and awards, if earned, will be paid at the end of the three-year period.

The following table provides a summary of the grant date fair values of the internal Company-based metric PSUs:

Six Months Ended June 30,		
2024		
2023		
Grant date fair value of units granted	\$	
	147.18	
	\$	
	92.97	
<i>External-based metrics</i>		
<i>The external-based metric PSUs vest after a three-year period. Outstanding grants issued in or after 2018 until 2022 were based on the Company's total stockholder return relative to the performance of the Dow Jones U.S. Construction & Materials Index. Outstanding grants issued in or after 2023 are based on the Company's total stockholder return relative to a peer group. The amount of stock distributed will vary from 0% to 200% of PSUs awarded depending on the relative stockholder return performance. The fair value of external-based metric PSUs has been estimated at the grant date using a Monte Carlo simulation that uses various assumptions.</i>		
<i>The following table provides a summary of the assumptions for PSUs granted in 2024 and 2023:</i>		
Assumption	2024	2023
Expected term	3 years	3 years
Volatility	20%	20%
Risk-free rate	5.12%	4.59%
Dividend yield	0%	0%

[illegible]

[illegible]

	\$	100.57	
Granted	95,997		
		161.12	
Vested	(9,063)		
	109.17		
Forfeited	(14,058)		
		103.22	
Balance at June 30, 2024		341,553	

[illegible]

2024			
2023			
2024			
2023			
Total stock-based compensation expense			
\$			
39			
\$			
14			
\$			
53			
\$			
27			

[illegible]

equity awards)			
		488,778	
		174.03	
Vested			(551,634)
		116.44	
Forfeited			(21,977)
		109.01	
Balance at June 30, 2024			\$
		1,360,748	
		110.38	

[illegible]

			Six Months Ended June 30,					
			2024					
			2023					
			Expected volatility					
			33.88%					
			44.66%					
			Risk free interest rate					
			3.94%					
			3.75%					
			Expected term (in years)					
			2.91					
			2.91					

weight:400;line-height:100%>Grant date fair value of units granted</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td colspan="2" style="background-color:#ffffff;padding:2px 7pt 2px 0;text-align:right;vertical-align:bottom">195.95</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td colspan="2" style="background-color:#ffffff;padding:2px 7pt 2px 0;text-align:right;vertical-align:bottom">119.33</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></table>

</div>0.33880.44660.03940.0375P2Y10M28DP2Y10M28D195.95119.33P3Y24000000P1

Granted	95,997	161.12	
Vested	(9,063)	109.17	
Forfeited	(14,058)	103.22	
Balance at June 30, 2024	341,553	117.25	

PER SHARE <div style="margin-top:9pt;text-align:justify">The following table is a reconciliation of weighted-average shares for calculating basic and diluted earnings per share (in millions, except per share amounts):</div><div style="margin-top:9pt;text-align:justify"><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:66.443%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.087%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.087%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.940%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.943%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div></div></td><td colspan="6" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="6" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div></div></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:6.75pt">Net earnings attributable to Owens Corning</div></td><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">285</td><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0;text-

	345			
		\$	584	
		\$		
	728			
Weighted-average number of shares outstanding used for basic earnings per share			87.2	
			90.5	
			87.3	
			90.9	
Non-vested restricted stock units and performance share units			0.8	
			0.8	

0.8		0.8		0.8	
88.0		91.3		88.1	
91.7					
Earnings per common share attributable to Owens Corning common stockholders:					
Basic					
\$		3.27			

[illegible]

For the three and six months ended June 30, 2024 and June 30, 2023, there were no non-vested RSUs or PSUs that had an anti-dilutive effect on earnings per share.

On December 1, 2022, the Board of Directors approved a new share repurchase program under which the Company is authorized to repurchase up to 10 million shares of the Company's outstanding common stock (the "Repurchase Authorization"). The Repurchase Authorization enables the Company to repurchase shares through the open market, privately negotiated, or other transactions. The actual number of shares repurchased will depend on timing, market conditions and other factors and will be at the Company's discretion. The Company repurchased 0.9 million shares of its common stock for \$130 million, inclusive of applicable taxes, during the six months ended June 30, 2024, under the Repurchase Authorization. As of June 30, 2024, 8.1 million shares remain available for repurchase under the Repurchase Authorization.

The Company repurchased 2.6 million shares of its common stock for \$250 million, inclusive of applicable taxes, during the six months ended June 30, 2023.

Weighted-Average Shares Outstanding	Basic Earnings Per Share	Diluted Earnings Per Share
Three Months Ended June 30,	Six Months Ended June 30,	Six Months Ended June 30,
2024	2023	2024
8.1	8.1	8.1

weight:700;line-height:100%">2023</td></tr><tr><td colspan="3" style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Net earnings attributable to Owens Corning </td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">285</td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">345</td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">584</td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">728</td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Weighted-average number of shares outstanding used for basic earnings per share </td><td colspan="2" style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">87.2</td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">90.5</td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">87.3</td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>		

90.9		
Non-vested restricted stock units and performance share units		
0.8	0.8	
0.8		0.8
0.8		0.8
0.8		0.8
Weighted-average number of shares outstanding and common equivalent shares used for diluted earnings per share		
88.0		88.0
91.3		91.3
88.1		91.7
Earnings per common share attributable to Owens Corning common stockholders:		

[illegible]

Income tax expense			\$	110			\$	121			\$	198			\$	251		
Effective tax rate			28		%		26		%		25							

The difference between the effective tax rate and the U.S. federal statutory tax rate of 21% for the three months ended June 30, 2024 is primarily due to U.S. state and local income tax expense, foreign rate differential, U.S. federal taxes on foreign earnings and permanently non-deductible expenses both of which were related to the acquisition of Masonite. The difference between the effective tax rate and the U.S. federal statutory tax rate of 21% for the six months ended June 30, 2024 is primarily due to U.S. state and local income tax expense and foreign rate differential partially offset by discrete tax benefits related to valuation allowance and stock-based compensation.

The difference between the effective tax rate and the U.S. federal statutory tax rate of 21% for the three months ended June 30, 2023 is primarily due to U.S. state and local income tax expense, foreign rate differential and U.S. federal taxes on foreign earnings. The difference between the effective tax rate and the U.S. federal statutory tax rate of 21% for the six months ended June 30, 2023 is primarily due to U.S. state and local income tax expense, foreign rate differential, and other discrete adjustments.

The Company continues to assert indefinite reinvestment in accordance with ASC 740 based on the laws as of enactment of the tax legislation.

The following table provides the Income tax expense (in millions) and effective tax rate for the periods indicated:

	Three Months Ended June 30, 2024	Six Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2023
Income tax expense	\$1.0	\$1.0	\$1.0	\$1.0
Effective tax rate	57.087%	8.987%	0.1%	9.721%

[illegible]

weight:400;line-height:100%">28

%</td>	
26</td>	
%</td>	
25</td>	
%</td>	
26</td>	
%</td>	

</div>**1100000001210000001980000002510000000.280.260.250.260.210.210.210.21C**

IN ACCUMULATED OTHER COMPREHENSIVE DEFICIT

The following table summarizes the changes in accumulated other comprehensive income (deficit) (in millions):

			Three Months Ended June 30,</td>						Six Months Ended June 30,</td>								
 </td>			<div><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-														

[illegible]

[illegible]

(62)			10		(103)		41					
Ending balance			\$		(421)				\$		(339)	
			\$		(421)		\$		(339)			
			\$		(421)		\$		(339)			
			\$		(421)		\$		(339)			

Pension and Other Postretirement Adjustment		
Beginning balance	\$	(196)
		(302)
		\$
		(302)
		\$
		(196)
		(301)
		\$
		(2)
Amounts reclassified from AOCI to net earnings, net of tax (a)		
		(2)
		—
		(1)

[illegible]

Other	(1)	
(2)	(1)	
(3)	(3)	
(3)		
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[illegible]

[illegible]

[illegible]

	\$	6	
Total AOCI ending balance	\$	(597)	
		(637)	
		(597)	
		(637)	
		(597)	
		(637)	

(a)

family: 'Times New Roman', sans-serif; font-size: 10pt; font-weight: 400; line-height: 120%; padding-left: 6.91pt">These AOCI components are included in the computation of total Pension and Other postretirement expense and are recorded in Non-operating income. See Note 12 for additional information.

(b) Amounts reclassified from (loss) gain on cash flow hedges are reclassified from AOCI to income when the hedged item affects earnings and is recognized in Cost of sales or Interest expense, net depending on the hedged item. See Note 4 for additional information.

The following table summarizes the changes in accumulated other comprehensive income (deficit) (in millions):

																Three Months Ended June 30, Six Months Ended June 30,											
													2024			2023			2024			2023			2023		

[illegible]

[illegible]

	41			
Ending balance		(421)		
\$				
		(339)		
Pension and Other Postretirement Adjustment		(339)		
Beginning balance				
\$				

	(196)		
\$			
	(302)		
\$			
	(196)		
\$			
	(301)		
Amounts reclassified from AOCl to net earnings, net of tax (a)			
(2)			
—			
	(1)		
—			
Amounts classified into AOCl, net of tax			
1			
(2)			

[illegible]

	(1)	
	(3)	
Ending balance	\$	(197)
	\$	
		(304)
	\$	
		(197)
	\$	
		(304)
Hedging Adjustment		
Beginning balance		

[illegible]

[illegible]

7	10	6
Ending balance		
\$	21	
		\$
6		
		\$
21		
		\$
6		
Total AOCI ending balance		

(597)	(637)	(597)	(597)

(a)

These AOCI components are included in the computation of total Pension and Other postretirement expense and are recorded in Non-operating income. See Note 12 for additional information.

(b)

Amounts reclassified from (loss) gain on cash flow hedges are reclassified from AOCI to income when the hedged item affects earnings and is recognized in Cost of sales or Interest expense, net depending on the hedged item. See Note 4 for additional information.

-359000000-349000000-318000000-38000000000000-62000000010000000-103000000041000000-62000000010000000-103000000041000000-421000000-339000000-421000000-339000000-196000000-302000000-196000000-301000000-20000000-10000000-10000002000000003000000-1000000-2000000-1000000-3000000-197000000-

~~304000000-197000000-30400000016000000-
100000011000000030000001100000010000000240000002000000-40000000-
1800000050000007000000100000006000000210000006000000210000006000000-
597000000-637000000-597000000-637000000falsefalsefalseOn June 13, 2024, Marcio
Sandri, the Company's President, Composites, entered into a written plan for the sale
of up to 6,101 shares of Company common stock, intended to satisfy the affirmative
defense conditions of Rule 10b5-1(c) under the Exchange Act. This plan is scheduled to
terminate no later than June 6, 2025.June 13, 2024Marcio SandriPresident,
Compositestrue6101June 6, 2025 10 shares authorized; none issued or outstanding at
June 30, 2024 and December 31, 2023~~

~~400 shares authorized; 135.5 issued and 86.9 outstanding at June 30, 2024; 135.5 issued and 87.2 outstanding at December 31, 2023 48.6 shares at
June 30, 2024 and 48.2 shares at December 31, 2023~~ ~~Additional Paid in Capital ("APIC")~~ ~~Accumulated Other Comprehensive Earnings (Deficit) ("AOCE")~~ ~~Noncontrolling Interests ("NCI")~~ ~~Quarterly dividend declaration of \$0.60 per share as of June 30, 2024 and March 31, 2024~~ ~~Additional Paid in Capital ("APIC")~~
~~Accumulated Other Comprehensive Earnings (Deficit) ("AOCE")~~ ~~Noncontrolling Interests ("NCI")~~ ~~Quarterly dividend declaration of \$0.62 per share as of June 30, 2023 and March 31, 2023~~

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