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STATESSECURITIES AND EXCHANGE COMMISSIONWashington, D.C. 20549_____FORM 10-Q_____(Mark One)â˜´ Â Â Â Â Â Â Â Â Â QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934For the quarterly period ended September 30, 2024orâ˜Â Â Â Â Â Â Â Â Â TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934For the transition period from _____ to _____Commission File Number:Â 001-38381_____EVOLUS, INC.(Exact name of registrant as specified in its charter)_____Delaware46-1385614(State or other jurisdiction of incorporation or organization)(I.R.S. EmployerIdentification Number)520 Newport Center Drive Suite 1200Newport Beach, California92660(Address of Principal Executive Offices)(Zip Code)(949) 284-4555(Registrantâ€™s Telephone Number, Including Area Code)Securities registered pursuant to Section 12(b) of the Act:Title of ClassTrading Symbol(s)Name of each exchange on which registeredCommon Stock, par value $0.00001 per shareEOLSThe Nasdaq Stock Market LLC(Nasdaq Global Market)Indicate by check mark whether the registrant (1)Â has filed all reports required to be filed by SectionÂ 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12Â months (or for such shorter period that the registrant was required to file such reports), and (2)Â has been subject to such filing requirements for the past 90Â days.Â Â YesÂ â˜´Â Â Â Â Â NoÂ â˜Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to RuleÂ 405 of RegulationÂ S-T (Â§Â 232.405 of this chapter) during the preceding 12Â months (or for such shorter period that the registrant was required to submit such files).Â Â YesÂ â˜´Â Â Â Â Â NoÂ â˜Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in Rule 12b-2 of the Exchange Act. LargeÂ acceleratedÂ filerâ˜Accelerated filerâ˜´Non-accelerated filerâ˜SmallerÂ reportingÂ companyâ˜Emerging growth companyâ˜If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.Â Â Â Â Â â˜Indicate by check mark whether the registrant is a shell company (as defined in RuleÂ 12b-2 of the Act).Â Â YesÂ â˜Â NoÂ â˜´Â Â Â Â Â Â As of NovemberÂ 1, 2024, 63,321,493 shares of the registrantâ€™s common stock, par value $0.00001, were outstanding.Table of ContentsTABLE OF CONTENTSPageSpecial Note Regarding Forward-Looking Statements3Summary of Risk Factors3PART I - FINANCIAL INFORMATIONItem 1.Condensed Consolidated Financial Statements (unaudited)6Condensed Consolidated Balance Sheets6Condensed Consolidated Statements of Operations and Comprehensive Loss7Condensed Consolidated Statements of Stockholdersâ€™ Equity (Deficit)8Condensed Consolidated Statements of Cash Flows10Notes to Condensed Consolidated Financial Statements12Item 2.Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations33Item 3.Quantitative and Qualitative Disclosures About Market Risk43Item 4.Controls and Procedures44PART II - OTHER INFORMATIONItem 1.Legal Proceedings45Item 1A.Risk Factors46Item 2.Unregistered Sales of Equity Securities and Use of Proceeds75Item 3.Defaults Upon Senior Securities75Item 4.Mine Safety Disclosures75Item 5.Other Information75Item 6.Exhibits76Signatures772Table of ContentsSpecial Note Regarding Forward-Looking StatementsThis Quarterly Report on Form 10-Q contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, or the Securities Act, and Section 21E of the Securities Exchange Act of 1934, as amended, or the Exchange Act, that involve risks and uncertainties, including statements regarding future events, our business, financial condition, results of operations and prospects, our plans and expectations regarding regulatory approval, our industry and the regulatory environment in which we operate. Any statements contained herein that are not statements of historical or current facts are forward-looking statements. In some cases, you can identify forward-looking statements by terms such as â€œanticipate,â€ â€œbelieve,â€ â€œcould,â€ â€œestimate,â€ â€œexpect,â€ â€œintend,â€ â€œmay,â€ â€œplan,â€ â€œpotential,â€ â€œpredict,â€ â€œproject,â€ â€œshould,â€ â€œwill,â€ â€œwouldâ€ or the negative of those terms, or other comparable terms intended to identify statements about the future. The forward-looking statements included herein are based on our current expectations, assumptions, estimates and projections, which we believe to be reasonable, and are subject to risks and uncertainties that could cause actual results to differ materially from those expressed in the forward-looking statements. These risks and uncertainties, all of which are difficult or impossible to predict accurately and many of which are beyond our control, include, but are not limited to, those made below under â€œSummary of Risk Factorsâ€ and in Item 1A. Risk Factors in this Quarterly Report on Form 10-Q.You should carefully consider these risks, as well as the additional risks described in other documents we file with the U.S.

Securities and Exchange Commission (â€œSECâ€) in the future, including subsequent Annual Reports on Form 10-K and Quarterly Reports on Form 10-Q, which may from time to time amend, supplement or supersede the risks and uncertainties we disclose. We also operate in a very competitive and rapidly changing environment. New risks emerge from time to time and it is not possible for our management to predict all risks, nor can we assess the impact of all factors on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in, or implied by, any forward-looking statements.In light of the significant risks and uncertainties inherent in the forward-looking statements included herein, the inclusion of such information should not be regarded as a representation by us or any other person that such results will be achieved, and readers are cautioned not to place undue reliance on such forward-looking statements, which speak only as of the date hereof.Â Except as required by law, we undertake no obligation to revise the forward-looking statements contained herein to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events. You should read this Quarterly Report on Form 10-Q and the other documents we file with the SEC with the understanding that our actual future results, levels of activity, performance and achievements may be materially different from what we expect. We qualify all of our forward-looking statements by the cautionary statements referenced above. Summary of Risk Factors An investment in our securities involves various risks and you are urged to carefully consider the risks discussed under Item 1A â€œRisk Factors,â€ in this Quarterly Report on Form 10-Q prior to making an investment in our securities. If any of the risks below or in Item 1A â€œRisk Factorsâ€ occurs, our business could be materially and adversely affected. As more fully described in Item 1A â€œRisk Factorsâ€, the principal risks and uncertainties that may affect our business, financial condition and results of operations include, but are not limited to, the following:â€¢We currently depend entirely on the successful marketing of our only commercial product, JeuveauÂ®. If we are unable to continue to successfully market and sell JeuveauÂ®, we may not generate sufficient revenue to continue our business.â€¢We have a limited operating history and have incurred significant losses since our inception and anticipate that we will continue to incur losses for the foreseeable future. We have only one approved product, which, together with our limited operating history, makes it difficult to assess our future viability.â€¢We are reliant on Symatese to achieve regulatory approval for the Evolysseâ„¢ injectable hyaluronic acid product line in the United States. Failure to obtain approval or obtain approval on our estimated time frame for the Evolysseâ„¢ product line would negatively affect our ability to sell these products.â€¢We may require additional financing to fund our future operations or execute corporate development activities, which could dilute the ownership interest of our existing stockholders, and a failure to obtain additional capital when so needed on acceptable terms, or at all, could force us to delay, limit, reduce or terminate our operations.3Table of Contentsâ€¢If we or our counterparties do not comply with the terms of our settlement agreements with Medytox, Inc. (â€œMedytoxâ€), we may face litigation or lose our ability to market and sell JeuveauÂ®, which would materially and adversely affect our ability to carry out our business and our financial condition and ability to continue as a going concern.â€¢The terms of the Settlement Agreement with Medytox will continue to reduce our profitability until the royalty payment obligations expire.â€¢Our business, financial condition and operations have been, and may in the future be, adversely affected by a public health crisis or contagious disease outbreak.â€¢We rely on the license and supply agreement, as amended, with Daewoong, which we refer to as the Daewoong Agreement, to provide us with exclusive rights to distribute JeuveauÂ® in certain territories. Any termination or loss of significant rights, including exclusivity, under the Daewoong Agreement would materially and adversely affect our development and commercialization of JeuveauÂ®.â€¢Our failure to successfully in-license, acquire, develop and market additional product candidates or approved products would impair our ability to grow our business.â€¢JeuveauÂ® faces, and any of our future product candidates will face, significant competition and our failure to effectively compete may prevent us from maintaining our market share and expansion.â€¢JeuveauÂ® may fail to continue to achieve the broad degree of aesthetic practitioners adoption and use or consumer demand necessary for commercial success.â€¢Our ability to market JeuveauÂ® is limited to use for the treatment of glabellar lines, and if we want to expand the indications for which we market JeuveauÂ®, we will need to obtain additional regulatory approvals, which will be expensive and may not be granted. â€¢Third party claims of intellectual property infringement may prevent or delay our commercialization efforts and interrupt our supply of products.â€¢If we or any of our current or future licensors, including Daewoong, are unable to maintain, obtain or protect intellectual property rights related to JeuveauÂ® or any of our future product candidates, we may not be able to compete effectively in our market.â€¢We may need to increase the size of our organization, including our sales and marketing capabilities, in order to further market and sell JeuveauÂ® and to commercialize any product candidates, if approved, and we may experience difficulties in managing this growth.â€¢We rely on our digital technology and applications and our business and operations could suffer in the event of information system failures or a cybersecurity incident.â€¢We are subject to extensive government regulation, and we may face delays in or not obtain regulatory approval of our product candidates and our compliance with ongoing regulatory requirements may result in significant additional expense, limit or delay regulatory approval or subject us to penalties if we fail to comply.â€¢We currently rely solely on Daewoong to manufacture JeuveauÂ® and on Symatese to manufacture Evolysseâ„¢ and as such, any production or other problems with either licensor could adversely affect us.â€¢Future sales of our common stock by us or others, or the perception that such sales may occur, could depress the market price of our common stock.Additional InformationUnless the context indicates otherwise, as used in this Quarterly Report on Form 10-Q, the terms â€œEvolus,â€ â€œcompany,â€ â€œwe,â€ â€œusâ€ and â€œourâ€ refer to Evolus, Inc., a Delaware corporation, and our subsidiaries taken as a whole, unless otherwise noted. 4Table of ContentsEVOLUSÂ®, JeuveauÂ®, EvoluxÂ® and Evolysseâ„¢ are trademarks of ours that are used in this Quarterly Report on Form 10-Q. JeuveauÂ® is the trade name in the United States for our approved product with non-proprietary name, prabotulinumtoxinA-xvfs. This product has different trade names outside of the United States, including NuceivaÂ® in Canada, Europe and Australia, but is referred to throughout this Quarterly Report on Form 10-Q as JeuveauÂ®. Our injectable hyaluronic acid products have different trade names outside of the United States, including EstymeÂ® in Europe, but are referred to throughout this Quarterly Report on Form 10-Q as Evolysseâ„¢. This Quarterly Report on Form 10-Q also includes trademarks, trade names and service marks that are the property of other organizations. Solely for convenience, trademarks and trade names referred to in this Quarterly Report on Form 10-Q may appear without the Â® and â„¢ symbols, but those references are not intended to indicate that we will not assert, to the fullest extent under applicable law, our rights, or that the applicable owner will not assert its rights, to these trademarks and trade names. We do not intend our use or display of other companiesâ€™ trade names or trademarks to imply a relationship with, or endorsement or sponsorship of us by, any other companies.5Table of ContentsPART Iâ€”FINANCIAL INFORMATIONItem 1. Â Â Â Â Condensed Consolidated Financial StatementsEvolus, Inc.Condensed Consolidated Balance Sheets(in thousands, except par value and share data)September 30, 2024December 31, 2023(Unaudited)ASSETSCurrent assetsCash and cash equivalents$85,035Â $62,838Â Accounts receivable, net44,642Â 30,529Â Inventories14,892Â 10,998Â Prepaid expenses3,399Â 5,700Â Other current assets2,393Â 2,356Â Total current assets150,361Â 112,421Â Property and equipment, net2,314Â 2,087Â Operating lease right-of-use assets8,280Â 5,763Â Intangible assets, net46,587Â 47,110Â Goodwill21,208Â 21,208Â Other assets858Â 409Â Total assets$229,608Â $188,998Â LIABILITIES AND STOCKHOLDERSâ€™ EQUITY (DEFICIT)Current liabilitiesAccounts payable$13,836Â $4,271Â Accrued expenses34,949Â 33,813Â Operating lease liabilities1,601Â 1,377Â Contingent royalty obligation payable to Evolus Founders10,429Â 8,830Â Total current liabilities60,815Â 48,291Â Operating lease liabilities7,066Â 4,810Â Contingent royalty obligation payable to Evolus Founders34,600Â 36,200Â Term loan, net of discount and issuance costs121,208Â 120,359Â Deferred tax liability29Â 27Â Total liabilities223,718Â 209,687Â Commitments and contingencies (Note 8)Stockholdersâ€™ equity (deficit)Preferred stock, $0.00001 par value; 10,000,000 shares authorized; no shares issued and outstanding at September 30, 2024 and DecemberÂ 31, 2023, respectivelyâ€”Â â€”Â Common stock, $0.00001 par value; 100,000,000 shares authorized; 63,251,148 and 56,820,621 shares issued and outstanding at September 30, 2024 and DecemberÂ 31, 2023, respectively1Â 1Â Additional paid-in capital609,186Â 538,716Â Accumulated other comprehensive loss(689)(427)Accumulated deficit(602,608)(558,979)Total stockholdersâ€™ equity (deficit)5,890Â (20,689)Total liabilities and stockholdersâ€™ equity (deficit)$229,608Â $188,998Â See accompanying notes to these unaudited condensed consolidated financial statements.6Table of ContentsEvolus, Inc.Condensed Consolidated Statements of Operations and Comprehensive Loss(in thousands, except share and per share data)(Unaudited)Three Months EndedSeptember 30,Nine Months EndedSeptember 30,20242023202420230Revenue:Product revenue, net$60,164Â $49,323Â $185,350Â $139,050Â Service revenue921Â 696Â 1,977Â 2,036Â Total net revenues61,085Â 50,019Â 187,327Â 141,086Â Operating expenses:Product cost of sales (excludes amortization of intangible assets)18,223Â 15,431Â 55,367Â 42,289Â Selling, general and administrative52,506Â 43,328Â 147,781Â 121,886Â Research and development2,314Â 1,587Â 6,742Â 4,176Â In-process research and developmentâ€”Â â€”Â â€”Â 4,441Â Revaluation of contingent royalty obligation payable to Evolus Founders2,428Â 1,802Â 5,611Â 5,132Â Depreciation and amortization1,087Â 1,311Â 3,923Â 3,760Â Total operating expenses76,558Â 63,459Â 219,424Â 181,684Â Loss from operations(15,473)(13,440)(32,097)(40,598)Other income (expense):Interest income928Â 306Â 2,474Â 569Â Interest expense(4,764)(3,786)(14,162)(9,757)Other income (expense), net273Â 21Â 380Â 2Â Loss before income taxes:(19,036)(16,899)(43,405)(49,784)Income tax expense134Â 24Â 224Â 70Â Net loss$(19,170)$(16,923)$(43,629)$(49,854)Other comprehensive loss:Unrealized loss, net of tax(88)(138)(262)(269)Comprehensive loss$(19,258)$(17,061)$(43,891)$(50,123)Net loss per share, basic and diluted(0.30)(0.30)(0.71)(0.88)Weighted-average shares outstanding used to compute basic and diluted net loss per share63,148,968Â 57,023,151Â 61,562,771Â 56,808,333Â See accompanying notes to these unaudited condensed consolidated financial statements.7Table of ContentsEvolus, Inc.Condensed Consolidated Statements of Stockholdersâ€™ Equity (Deficit)(in thousands, except share data)(Unaudited)Common StockAdditional Paid In CapitalAccumulatedOther Comprehensive LossAccumulated DeficitTotal Stockholdersâ€™ Equity (Deficit)SharesAmountBalance at December 31, 202256,260,570Â $1Â $516,129Â (337)(497,294)$18,499Â Issuance of common stock in connection with the incentive equity plan622,701Â â€”Â 26Â â€”Â â€”Â 26Â Stock-based compensationâ€”Â â€”Â 3,294Â â€”Â â€”Â 3,294Â Net lossâ€”Â â€”Â â€”Â â€”Â (14,791)(14,791)Other comprehensive lossâ€”Â â€”Â â€”Â (79)â€”Â (79)Balance at March 31, 202356,883,271Â $1Â $519,449Â (416)(512,085)$6,949Â Issuance of common stock in connection with the incentive equity plan54,552Â $â€”Â $109Â $â€”Â $â€”Â $109Â Stock-based compensationâ€”Â â€”Â 4,171Â â€”Â â€”Â 4,171Â Net lossâ€”Â â€”Â â€”Â â€”Â (18,140)(18,140)Other comprehensive lossâ€”Â â€”Â â€”Â (52)â€”Â (52)Balance at June 30, 202356,937,823Â $1Â $523,729Â (468)(530,225)$(6,963)Issuance of common stock in connection with the incentive equity plan154,657Â $â€”Â $60Â $â€”Â $â€”Â $60Â Stock-based compensationâ€”Â â€”Â 4,596Â â€”Â â€”Â 4,596Â Net lossâ€”Â â€”Â â€”Â â€”Â (16,923)(16,923)Other comprehensive lossâ€”Â â€”Â â€”Â (138)â€”Â (138)Balance at September 30, 202357,092,480Â $1Â $528,385Â (606)(547,148)$(19,368)8Table of ContentsEvolus, Inc.Condensed Consolidated Statements of Stockholdersâ€™ Equity (Deficit)(in thousands, except share data)(Unaudited)Common StockAdditional Paid In CapitalAccumulatedOther Comprehensive LossAccumulated DeficitTotal Stockholdersâ€™ Equity (Deficit)SharesAmountBalance at December 31, 202357,820,621Â $1Â $538,716Â (427)(558,979)$(20,689)Issuance of common stock upon follow-on offering, net of issuance costs3,554,000Â â€”Â 46,794Â â€”Â â€”Â 46,794Â Issuance of common stock in connection with the incentive equity plan899,411Â â€”Â 487Â â€”Â â€”Â 487Â Stock-based compensationâ€”Â â€”Â 5,090Â â€”Â â€”Â 5,090Â Net lossâ€”Â â€”Â â€”Â â€”Â (13,109)(13,109)Other comprehensive lossâ€”Â â€”Â â€”Â (130)â€”Â (130)Balance at March 31, 202462,274,032Â $1Â $591,087Â (557)(572,088)$18,443Â Issuance of common stock upon follow-on offering, net of issuance costs318,100Â $â€”Â $4,169Â $â€”Â $â€”Â $4,169Â Issuance of common stock in connection with the incentive equity plan460,466Â â€”Â 2,300Â â€”Â â€”Â 2,300Â Stock-based compensationâ€”Â â€”Â 5,796Â â€”Â â€”Â 5,796Â Net lossâ€”Â â€”Â â€”Â â€”Â (11,350)(11,350)Other comprehensive lossâ€”Â â€”Â â€”Â (44)â€”Â (44)Balance at June 30, 202463,052,598Â $1Â $603,352Â (601)(583,438)$19,314Â Issuance of common stock in connection with the incentive equity plan198,550Â $â€”Â $589Â $â€”Â $â€”Â $589Â Stock-based compensationâ€”Â â€”Â 5,245Â â€”Â â€”Â 5,245Â Net lossâ€”Â â€”Â â€”Â â€”Â (19,170)(19,170)Other comprehensive lossâ€”Â â€”Â â€”Â (88)â€”Â (88)Balance at September 30, 202463,251,148Â $1Â $609,186Â (689)(602,608)$5,890Â See accompanying notes to these unaudited condensed consolidated financial statements.9Table of ContentsEvolus, Inc.Condensed Consolidated Statements of Cash Flows (in thousands)(Unaudited)Nine Months EndedSeptember 30,20242023Cash flows from operating activitiesNet loss$(43,629)$(49,854)Adjustments to reconcile net loss to net cash used in operating activities:Depreciation and amortization3,923Â 3,760Â Stock-based compensation16,083Â 12,061Â Provision for bad debts1,659Â 1,354Â Amortization of operating lease right-of-use assets485Â 590Â Amortization of debt discount and issuance costs849Â 843Â Deferred income taxes2Â â€”Â Revaluation of contingent royalty obligation payable to Evolus Founders5,611Â 5,132Â Changes in assets and liabilities:Accounts receivable(15,773)(9,370)Inventories2,273Â (654)Prepaid expenses2,301Â 247Â Other assets(486)110Â Accounts payable3,280Â 4,789Â Accrued expenses1,137Â 1,919Â Accrued litigation settlementâ€”Â (5,000)Operating lease liabilities(522)(748)Net cash used in operating activities(22,807)(34,821)Cash flows from investing activitiesPurchases of property and equipment(1,034)(264)Additions to capitalized software(2,427)(1,002)Net cash used in investing activities(3,461)(1,266)Cash flows from financing activitiesPayment of contingent royalty obligation to Evolus Founders(5,612)(4,038)Proceeds from issuance of long-term debt, net of discountsâ€”Â 25,000Â Payments for debt issuance costsâ€”Â (38)Proceeds from follow-on offering, net of underwriters fees51,211Â â€”Â Payments for offering costs(248)â€”Â Issuance of common stock in connection with incentive equity plan3,376Â 195Â Net cash provided by financing activities48,727Â 21,119Â Effect of exchange rates on cash(262)(269)Change in cash and cash equivalents22,197Â (15,237)Cash and cash equivalents, beginning of period62,838Â 53,922Â Cash and cash equivalents, end of period$85,035Â $38,685Â See accompanying notes to these unaudited condensed consolidated financial statements.10Table of ContentsEvolus, Inc.Condensed Consolidated Statements of Cash Flows (Continued)(in thousands)(Unaudited)Nine Months EndedSeptember 30,20242023Supplemental disclosure of cash flow informationCash paid for interest$13,311Â $8,908Â Cash paid for income taxes196Â 95Â Non-cash informationOperating lease right-of-use assets obtained in exchange for operating lease liabilities3,002Â 4,550Â See accompanying notes to these unaudited consolidated financial statements.11Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)Note 1.Â Â Â Â Description of BusinessDescription of BusinessEvolus, Inc., (â€œEvolusâ€ or the â€œCompanyâ€) is a global performance beauty company focused on delivering products in the cash-pay aesthetic market. The Company received the approval of its first product JeuveauÂ® (prabotulinumtoxinA-xvfs) from the U.S. Food and Drug Administration (the â€œFDAâ€) in February 2019. The product was also approved by Health Canada in August 2018, the European Commission (â€œECâ€) in September 2019, the Australian Therapeutics Good Administration (â€œTGAâ€) in January 2023, and Swissmedic in November 2023. JeuveauÂ® is a proprietary 900 kDa purified botulinum toxin type A formulation indicated for the temporary improvement in the appearance of moderate to severe glabellar lines, also known as â€œfrown lines,â€ in adults. The Company commercially launched JeuveauÂ® in the United States in May 2019, in Canada through a distribution partner in October 2019, and began its launch in Europe in September 2022 and Australia in July 2024. In 2023, the Company entered into an agreement to be the exclusive distributor of Evolysseâ„¢, a line of injectable hyaluronic acid gels currently in late-stage development in the United States and Europe. In October 2024, regulatory approval was received in the European Union for four products in the Evolysseâ„¢ line. The Company currently generates all of its net revenues from JeuveauÂ®. The Company is headquartered in Newport Beach, California.Liquidity and Financial ConditionThe accompanying unaudited condensed consolidated financial statementsÂ have been preparedÂ on a basis thatÂ assumes thatÂ the Company will continue as a going concern. This basis of accounting contemplates the recovery of the Companyâ€™s assets and the satisfaction of the Companyâ€™s liabilities and commitments in the normal course of business and does not include any adjustments to reflect the possible future effects of the recoverability and classification of recorded asset amounts or amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Since inception, the Company has incurred recurring net operating losses and negative cash flows from operating activities and management expects operating losses and negative cash flows to continue for at least the next twelve months. For the three and nine months ended September 30, 2024, the Company recorded loss from operations of $15,473 and $32,097, respectively, and a total net loss of $19,170 and $43,629, respectively. The Company used cash of $22,807 from operations during the nine months ended September 30, 2024. As of September 30, 2024, the Company had $85,035 in cash and cash equivalents and an accumulated deficit of $602,608. In March 2024, the Company completed a follow-on offering and issued 3,554,000 shares of its common stock, at a price to the public of $14.07 per share. The Company received net proceeds of $46,794 from the offering, after deducting underwriting discounts and commissions and other offering expenses. In addition, the Company granted the underwriters an option, exercisable for 30 days, to purchase up to 533,100 additional shares of common stock (the â€œoption sharesâ€) at the purchase price. In April 2024, the underwriters exercised their option to purchase 318,100 of the allotted option shares. The net proceeds to the Company from the sale of the option shares, after deducting the underwritersâ€™ discounts and commissions, was $4,169.On March 8, 2023, the Company entered into an â€œat-the-marketâ€ sales agreement (the â€œATM Sales Agreementâ€) and filed a shelf registration statement on Form S-3 and corresponding prospectus with the Securities and Exchange Commission (â€œSECâ€) to permit sales under the ATM Sales Agreement, which registration statement became effective on June 8, 2023. The Company has not sold any shares under the ATM Sales Agreement. See Note 9. Stockholdersâ€™ Equity for additional information.The Company believes that its current capital resources, which consist of cash and cash equivalents, will be sufficient to fund its operations

through at least the next twelve months from the date the accompanying condensed consolidated financial statements are issued based on its expected cash needs. The Company may need to raise additional capital to fund future operations or execute corporate development activities through entering into licensing or collaboration agreements with partners, grants or other sources of financing. Sufficient funds may not be available to the Company at all or on attractive terms when needed from equity or debt financings. If the Company is unable to obtain additional funding from these or other sources when needed, or to the extent needed, it may be necessary to reduce its scope of operations to reduce the current rate 12Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)of spending through actions such as reductions in staff and delaying, scaling back, or suspending certain research and development, sales and marketing programs and other operational goals.Note 2. Â Â Â Â Basis of Presentation and Summary of Significant Accounting PoliciesBasis of PresentationThe accompanying unaudited condensed consolidated financial statements have been prepared on a consistent basis with the annual financial statements and in accordance with accounting principles generally accepted in the United States of America (â€œGAAPâ€) and the requirements of the SEC for interim reporting. Pursuant to these SEC rules and regulations, the Company has condensed or omitted certain financial information and disclosures normally included in annual financial statements prepared in accordance with GAAP. In the opinion of management, the interim consolidated financial statements reflect all adjustments, which include only normal recurring adjustments, considered necessary for a fair statement of the interim periods. The interim results presented herein are not necessarily indicative of the results of operations to be expected for the full year ending DecemberÂ 31, 2024 or for any other interim period.The accompanying unaudited condensed consolidated financial statements and related disclosures should be read in conjunction with the financial statements and notes included in the Companyâ€™s Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023, as filed with the SEC on March 7, 2024. Principles of ConsolidationThe Companyâ€™s unaudited condensed consolidated financial statements include the Companyâ€™s accounts and those of the Companyâ€™s wholly owned subsidiaries and have been prepared in conformity with GAAP. All intercompany transactions have been eliminated.Use of EstimatesManagement is required to make certain estimates and assumptions in order to prepare consolidated financial statements in conformity with GAAP. Such estimates and assumptions affect the reported consolidated financial statements. These estimates include, but are not limited to net revenues, allowance for doubtful accounts, fair value measurements, inventory valuations and stock-based compensation, among others. Management bases estimates on historical experience and on assumptions that management believes are reasonable. The Companyâ€™s actual results could differ materially from those estimates.Risks and UncertaintiesThe Company is party to an agreement (as amended, the â€œDaewoong Agreementâ€) with Daewoong Pharmaceutical Co. Ltd. (â€œDaewoongâ€), pursuant to which the Company received an exclusive distribution license to JeuveauÂ® from Daewoong for aesthetic indications in the United States, European Union, United Kingdom, members of the European Economic Area, Switzerland, Canada, Australia, New Zealand, and South Africa, as well as co-exclusive distribution rights with Daewoong in Japan. JeuveauÂ®Â is manufactured by Daewoong in a facility in South Korea. The Company also has the option to negotiate first with Daewoong to secure a distribution license for any product that Daewoong directly or indirectly develops or commercializes that is classified as an injectable botulinum toxin (other than JeuveauÂ®) in a territory covered by the Daewoong Agreement. The Company relies on Daewoong, its exclusive and sole supplier, to manufacture JeuveauÂ®. Any termination or loss of significant rights, including exclusivity, under the Daewoong Agreement would materially and adversely affect the Companyâ€™s commercialization of JeuveauÂ®. See Note 8. Commitments and Contingencies and Note 10. Medytox Settlement Agreements for additional information.The Company commercially launched JeuveauÂ®Â in the United States in May 2019 and in Canada through its distribution partner in October 2019. The Company also began commercially launching JeuveauÂ®Â in Europe in September 2022 and in Australia in July 2024 and, as such, has a limited history of sales in those markets. If any previously granted approval to market and sell JeuveauÂ®Â is retracted or the Company is denied approval or approval is delayed by regulators in any other jurisdictions, it may have a material adverse impact on the Companyâ€™s business and its consolidated financial statements.13Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)The Company is also subject to risks common to companies in the pharmaceutical industry including, but not limited to, dependency on the commercial success of JeuveauÂ®, the Companyâ€™s sole commercial product, significant competition within the medical aesthetics industry, its ability to maintain regulatory approval of JeuveauÂ®, its ability to obtain regulatory approval for Evolysseâ„¢, third party litigation and challenges to its intellectual property, uncertainty of broad adoption of its product by aesthetic practitioners and patients, its ability to in-license, acquire or develop additional product candidates and to obtain the necessary approvals for those product candidates, and the need to scale manufacturing capabilities over time.Any disruption and volatility in the global capital markets, including caused by other events, such as public health crises, increased inflation and rising interest rates, and geopolitical conflicts, including the military conflict between Russia and Ukraine and the ongoing conflict in the Middle East, may increase the Companyâ€™s cost of capital and adversely affect its ability to access financing when and on terms that the Company desires. Any of these events could have a material adverse effect on the Companyâ€™s business, financial condition, results of operations and cash flows.Segment ReportingOperating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision-maker. The Company has determined that it operates in a single operating and reportable segment. The Companyâ€™s chief operating decision maker is its Chief Executive Officer who manages operations and reviews the financial information as a single operating segment for the purposes of allocating resources and evaluating its financial performance.Concentration of Credit RiskFinancial instruments that potentially subject the Company to a concentration of credit risk consist of cash and cash equivalents and accounts receivable. Substantially all of the Companyâ€™s cash is held by financial institutions that management believes are of high credit quality. Such deposits may, at times, exceed federally insured limits. To date, the Company has not experienced any losses associated with this credit risk and continues to believe that this exposure is not significant. The Company invests, or plans to soon invest, its excess cash, in line with its investment policy, primarily in money market funds and debt instruments of U.S. government agencies. The Companyâ€™s accounts receivable is derived from customers located principally in the United States. Concentrations of credit risk with respect to trade receivables are limited due to the Companyâ€™s credit evaluation process. The Company does not typically require collateral from its customers. Credit losses historically have not been material. The Company continuously monitors customer payments and maintains an allowance for credit losses based on its assessment of various factors including historical experience, age of the receivable balances, and other current economic conditions or other factors that may affect customersâ€™ ability to pay.Cash and Cash EquivalentsCash and cash equivalents consist of cash and highly liquid investments with remaining maturities at purchase of three months or less that can be liquidated without prior notice or penalty. Cash and cash equivalents may include deposits, money market funds and debt securities. Amounts receivable from credit card issuers are typically converted to cash within two to four days of the original sales transaction and are considered to be cash equivalents. InventoriesInventories consist of finished goods held for sale and distribution. Cost is determined based on the estimated amount payable to the Companyâ€™s supplier, using the first-in, first-out method with prioritization of the items with the earliest expiration dates. Inventory valuation reserves are established based on a number of factors including, but not limited to, finished goods not meeting product specifications, product excess and obsolescence, or application of the lower of cost or net realizable value concepts. The determination of events requiring the establishment of inventory valuation reserves, together with the calculation of the amount of such reserves may require judgment. No material inventory valuation reserves have been recorded for the periods presented. Adverse changes in assumptions utilized in the Companyâ€™s inventory reserve calculations could result in an increase to its inventory valuation reserves. 14Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)Product cost of sales, excluding amortization of intangible assets, consisted of the inventory cost and certain royalties on the sale of JeuveauÂ® payable to Medytox pursuant to the Medytox Settlement Agreements (as such term is defined in Note 10. Medytox Settlement Agreements).Fair Value of Financial InstrumentsFair value is defined as the exchange price that would be received for an asset or an exit price paid to transfer a liability in an orderly transaction between market participants in a principal market on the measurement date.The fair value hierarchy defines a three-tiered valuation hierarchy for disclosure of fair value measurement is classified and disclosed by the Company in one of the three categories as follows:â€¢Level 1â€”Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;â€¢Level 2â€”Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities in active markets; quoted prices in markets that are not active; or other inputs that are observable, either directly or indirectly, or can be corroborated by observable market data for substantially the full term of the asset or liability; andâ€¢Level 3â€”Prices or valuation techniques that require inputs that are unobservable that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.The categorization of a financial instrument within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.Property and EquipmentProperty and equipment are stated at cost. Depreciation and amortization are provided using the straight-line method over the estimated useful lives of approximately three to five years. Leasehold improvements are amortized over the shorter of the estimated useful lives of the improvements or the term of the related lease.GoodwillGoodwill represents the excess of the purchase price over the fair value of the net tangible and intangible assets acquired in a business combination. The Company assesses goodwill for impairment annually and whenever events or changes in circumstances indicate that the carrying amount of goodwill may not be recoverable. The Company performs an annual qualitative assessment of its goodwill in the fourth quarter of each calendar year to determine if any events or circumstances exist, such as an adverse change in business climate or a decline in the overall industry demand, that would indicate that it would more likely than not reduce the fair value of a reporting unit below its carrying amount, including goodwill. If events or circumstances do not indicate that the fair value of a reporting unit is below its carrying amount, then goodwill is not considered to be impaired and no further testing is required. For the purpose of impairment testing, the Company has determined that it has one reporting unit. There was no impairment of goodwill for any of the periods presented.Intangible AssetsThe distribution right intangible asset related to JeuveauÂ® is amortized over the period the asset is expected to contribute to the future cash flows of the Company. The Company determined the pattern of this intangible assetâ€™s future cash flows could not be readily determined with a high level of precision. As a result, the distribution right intangible asset is being amortized on a straight-line basis over the estimated useful life of 20 years. On December 20, 2023, the Company entered into a License, Supply and Distribution Agreement (the â€œSymatese Europe Agreementâ€), pursuant to which Symatese granted to the Company an exclusive right to commercialize and distribute four injectable hyaluronic acid product candidates, which are referred to as: (i) Form; (ii) Smooth; (iii) Sculpt and (iv) Lips, in 50 countries in Europe for use in the aesthetics and dermatological fields. A portion of the Symatese Europe Agreement represents the license and distribution right to Evolysseâ„¢ in Europe. The definite-lived distribution right intangible asset 15Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)related to the Evolysseâ„¢ nasolabial fold product approved in Europe is amortized on a straight-line basis over the estimated useful life of 15 years.The Company capitalizes certain internal-use software costs associated with the development of its mobile and web-based customer platforms. These costs include personnel expenses and external costs that are directly associated with the software projects. These costs are included as intangible assets in the accompanying condensed consolidated balance sheets. The capitalized internal-use software costs are amortized on a straight-line basis over the estimated useful life of two years upon being placed in service. The Company reviews long-term and identifiable definite-lived intangible assets or asset groups for impairment when events or changes in circumstances indicate that the carrying amount of an asset or asset group may not be recoverable. If the sum of the expected future undiscounted cash flows is less than the carrying amount of the asset or an asset group, further impairment analysis is performed. An impairment loss is measured as the amount by which the carrying amount of the asset or asset groups exceeds the fair value for assets to be held and used or fair value less cost to sell for assets to be disposed of. The Company also reviews the useful lives of its assets periodically to determine whether events and circumstances warrant a revision to the remaining useful life. Changes in the useful life are adjusted prospectively by revising the remaining period over which the asset is amortized. There was no material impairment of long-lived assets for any periods presented.LeasesAt the inception of a contractual arrangement, the Company determines whether the contract contains a lease by assessing whether there is an identified asset and whether the contract conveys the right to control the use of the identified asset in exchange for consideration over a period of time. If both criteria are met, upon lease commencement, the Company records a lease liability which represents the Companyâ€™s obligation to make lease payments arising from the lease, and a corresponding right-of-use (â€œROUâ€) asset which represents the Companyâ€™s right to use an underlying asset during the lease term. Operating lease assets and liabilities are included in ROU assets, current portion of operating lease liabilities and noncurrent operating lease liabilities in the accompanying condensed consolidated balance sheets. Operating lease ROU assets and lease liabilities are initially recognized based on the present value of the future minimum lease payments over the lease term at commencement date calculated using the Companyâ€™s incremental borrowing rate applicable to the underlying asset unless the implicit rate is readily determinable. The incremental borrowing rate, the ROU asset and the lease liability are reevaluated upon a lease modification. Operating lease ROU assets also include any lease payments made at or before lease commencement and exclude any lease incentives received, if any. The Company determines the lease term as the noncancelable period of the lease and may include options to extend or terminate the lease when it is reasonably certain that the Company will exercise such options. The Companyâ€™s leases do not contain any residual value guarantees. Leases with a term of 12 months or less are not recognized on the condensed consolidated balance sheets. For operating leases, the Company recognized rent expense on a straight-line basis over the lease term. There were no significant finance leases as of September 30, 2024. Contingent Royalty Obligation Payable to Evolus FoundersPayment obligations to the founders of Evolus (â€œEvolus Foundersâ€) consist of quarterly royalty payments of a low-single digit percentage of net sales of JeuveauÂ®. The obligations terminate in the second quarter of 2029, which is the 10-year anniversary of the first commercial sale of JeuveauÂ® in the United States. Under an amended agreement with the Evolus Founders, the Company recorded the fair value of all revised payment obligations owed to the Evolus Founders. The Company determines the fair value of the contingent royalty obligation payable at each reporting period end based on Level 3 inputs using a discounted cash flows method. Changes in the fair value of the contingent royalty obligation payable are determined at each reporting period end and recorded in operating expenses in the accompanying condensed consolidated statements of operations and comprehensive loss and as a liability in the condensed consolidated balance sheets.Long-Term DebtLong-term debt represents the debt balance with Pharmakon (see Note 6. Term Loans), net of discount and issuance costs. Debt issuance costs represent legal, lender and consulting costs or fees associated with debt financing. DebtÂ discounts and issuance costs are amortized into interest expense over the term of the debt.16Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)Foreign Currency TranslationThe financial statements of foreign subsidiaries are measured using the local currency as the functional currency. Assets and liabilities are translated into U.S. dollars at current exchange rates as of balance sheet date, and income and expense items are translated into U.S. dollars using the average rates of exchange prevailing during the period. Gains and losses arising from translation are recorded in other comprehensive loss as a separate component of stockholdersâ€™ equity. Foreign currency gains or losses on transactions denominated in a currency other than the Companyâ€™s functional currency are recorded in other expenses, net in the accompanying condensed consolidated statements of operations and comprehensive loss.Revenue RecognitionThe Company recognizes revenue when control of the promised goods or services is transferred to its customers, in an amount that reflects the consideration to which the Company expects to be entitled in exchange for the goods or services. In order to achieve that core principle, a five-step approach is applied: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognize revenue allocated to each performance obligation when the Company satisfies the performance obligation. A performance obligation is a promise in a contract to transfer a distinct good or service to the customer and is the unit of account for revenue recognition. GeneralThe Company generates product revenue from the sale of JeuveauÂ® in the United States, Europe and Australia, and service revenue from the sale of JeuveauÂ® through a distribution partner in Canada.For product revenue, the Company recognizes revenue when control of the promised goods under a contract is transferred to a customer, in an amount that reflects the consideration the Company expects to receive in exchange for those goods as specified in the customer contract. The transfer of control occurs upon receipt of the goods by the customer since that is when the customer has obtained control of the goodsâ€™ economic benefits. The Company does not provide any service-type warranties and does not accept product returns except under limited circumstances such as damages in transit or ineffective product. The Company also excludes any amounts related to taxes assessed by governmental authorities from revenue measurement. Shipping and handling costs associated with outbound product freight are accounted for as fulfillment costs and are included in selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss.For service revenue, the Company evaluated the arrangement with the distribution partner in Canada and determined that it acts as an agent in the distribution of JeuveauÂ®Â in Canada as it does not control the product before control is transferred to a customer. The

indicators of which party exercises control include primary responsibility over performance obligations, inventory risk before the good or service is transferred and discretion in establishing the price. Accordingly, the Company records the sale as service revenue on a net basis. Revenue from services is recognized in the period the service is performed for the amount of consideration expected to be received.Disaggregation of RevenueThe Companyâ€™s disaggregation of revenue is consistent with its operating segment as disclosed above.Gross-to-Net Revenue AdjustmentsThe Company provides customers with discounts, such as trade and volume discounts and prompt pay discounts, that are directly reflected in the invoice price. Revenues are recorded net of sales-related adjustments, wherever applicable, primarily for the volume-based rebates, consumer loyalty programs and co-branded marketing programs. â€¢Volume-Based Rebates â€“ Volume-based rebates are contractually offered to certain customers. The rebates payable to each customer are determined based on the contract and quarterly purchase volumes. â€¢Consumer Loyalty Program â€“ The Companyâ€™s consumer loyalty program allows participating customers to earn rewards for qualifying treatments to their patients (i.e. consumers) using JeuveauÂ® and redeem the rewards for JeuveauÂ® in the future at no additional cost. The loyalty program represents a customer option that provides a 17Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)material right and, accordingly, is a performance obligation. At the time JeuveauÂ® product is sold to customers, the invoice price is allocated between the product sold and the estimated material right reward (â€œRewardâ€) that the customer might redeem in the future. The standalone selling price of the Reward is measured based on estimated average selling price of JeuveauÂ® at the time of redemption and the expected redemption rate by customers based on historical sales data. The portion of invoice price allocated to the Reward is initially recorded as deferred revenue. Subsequently, when customers redeem the Reward and the related product is delivered, the deferred revenue is recognized in net revenues at that time. â€¢Co-Branded Marketing Programs â€“ The Company offers eligible customers with a certain level of JeuveauÂ® purchases to receive advertising co-branded with the Company. The co-branded advertising represents a performance obligation. At the time JeuveauÂ® product is sold to customers, the invoice price is allocated between the product sold and the advertisement. The standalone selling price of the advertisement is measured based on the estimated market value of similar advertisement adjusted for the customerâ€™s portion of the advertisement. The portion of invoice price allocated to the advertisement is initially recorded as deferred revenue. Subsequently, when the advertisement airs, the deferred revenue is recognized in net revenues at that time.Contract BalancesA contract with a customer states the terms of the sale, including the description, quantity and price of each product purchased. Amounts are recorded as accounts receivable when the Companyâ€™s right to consideration becomes unconditional. The Company does not have any significant financing components in customer contracts given the expected time between transfer of the promised products and the payment of the associated consideration is less than one year. As of September 30, 2024 and DecemberÂ 31, 2023, all amounts included in accounts receivable, net on the accompanying condensed consolidated balance sheets are related to contracts with customers.The Company did not have any contract assets nor unbilled receivables as of September 30, 2024 or DecemberÂ 31, 2023.Contract liabilities reflect estimated amounts that the Company is obligated to pay to customers or patients primarily under the rebate and deferred revenue associated with Rewards under the consumer loyalty program and co-branded marketing programs. The Companyâ€™s contract liabilities are included in accounts payable and accrued expenses in the accompanying condensed consolidated balance sheets.As of September 30, 2024 and DecemberÂ 31, 2023, the accrued revenue contract liabilities, primarily related to volume-based rebates, consumer loyalty program and co-branded marketing programs, were $13,231 and $11,033, respectively, which were recorded in accrued expenses in the accompanying condensed consolidated balance sheets.For the three and nine months ended September 30, 2024, provisions for rebate, consumer loyalty programs and co-branded marketing programs were $8,732 and $26,728, respectively which were offset by related payments, redemptions and adjustments of $7,226 and $24,514, respectively, which were recorded as adjustments to gross revenues in the accompanying condensed consolidated statement of operations. For the three and nine months ended September 30, 2023, provisions for rebate, consumer loyalty programs and co-branded marketing programs were $6,762 and $22,264, respectively, which were offset by related payments, redemptions and adjustments of $6,924 and $22,495, respectively, which were recorded as adjustments to gross revenues in the accompanying condensed consolidated statement of operations.During the nine months ended September 30, 2024 and 2023, the Company recognized $10,078 and $7,751, respectively, of revenue related to amounts included in contract liabilities at the beginning of the period and did not recognize any revenue related to changes in transaction prices regarding its contracts with customers from previous periods.CollectabilityAccounts receivable are recorded at the invoiced amount and do not bear interest. At the time of contract inception or new customer account set-up, the Company performs a collectability assessment of the customerâ€™s creditworthiness. The Company assesses the probability that the Company will collect the entitled consideration in exchange for the goods sold, by considering the customerâ€™s ability and intention to pay when consideration is due. The Companyâ€™s expected loss allowance methodology for accounts receivable is developed using historical collection experience, current and future economic and market conditions and periodic evaluation of customersâ€™ receivables balances using relevant available information, from 18Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)internal and external sources, relating to past events, current conditions and forecasts. Historical credit loss experience provides the basis for estimation of expected credit losses and are adjusted as necessary using the relevant information available. The Company writes off accounts receivable balances when it is determined that there is no possibility of collection. As of September 30, 2024 and DecemberÂ 31, 2023, allowance for credit losses was $2,282 and $1,490, respectively. For the three and nine months ended September 30, 2024, the provision for bad debts was $889 and $1,659, respectively, and write-offs, net of recoveries was $665 and $866, respectively. For the three and nine months ended September 30, 2023, the provision for bad debts was $1,012 and $1,354, respectively, and the write-offs, net of recoveries was $1,057 and $955, respectively. Practical ExpedientsThe Company expenses sales commissions when incurred as the amortization period is one year or less. These costs are recorded within selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss. The Company does not adjust the amount of promised consideration for the effects of the time value of money for contracts in which the anticipated period between when the Company transfers the goods or services to the customer and when the customer pays within one year.Research and Development ExpensesResearch and development costs are expensed as incurred. Research and development expenses include personnel-related costs, costs associated with pre-clinical and clinical development activities, costs associated with and costs for prototype products that are manufactured prior to market approval for that prototype product, internal and external costs associated with the Companyâ€™s regulatory compliance and quality assurance functions, including the costs of outside consultants and contractors that assist in the process of submitting and maintaining regulatory filings, and overhead costs, including allocated facility related expenses.In-process Research and DevelopmentIntangible assets acquired that are used for research and development, do not yet have regulatory approval for commercialization, and have no future alternative use are expensed as in-process research and development.Symatese U.S. AgreementOn May 9, 2023, the Company and Symatese entered into a License, Supply and Distribution Agreement (the â€œSymatese U.S. Agreementâ€), pursuant to which Symatese granted to the Company an exclusive right to commercialize and distribute its five injectable hyaluronic acid product candidates, including the products referred to as: (i) Form; (ii) Smooth; (iii) Sculpt; (iv) Lips; and (v) Eye (collectively, the â€œProductsâ€), in the United States for use in the aesthetics and dermatological field of use. The Company also has the right of first negotiation to obtain a license from Symatese to commercialize and distribute any new products developed using the same technology as the Evolysseâ„¢ line of injectable hyaluronic acid gels.As consideration for the rights granted under the Symatese U.S. Agreement, the Company is required to make up to â‚¬16,200 in milestone payments to Symatese, including an initial payment of â‚¬4,100 within 30 days of execution of the Symatese U.S. Agreement, and additional annual payments of â‚¬1,600 in June 2025, â‚¬4,100 in June 2026, â‚¬3,200 in June 2027, and â‚¬3,200 in June 2028, in each case subject to three of the Products gaining approval prior to that date. In June 2023, the Company paid $4,441 as an upfront payment upon the signing of the Symatese U.S. Agreement and has developmental costs, ongoing milestone and royalty payment obligations. The Symatese U.S. Agreement is also subject to minimum purchase requirements and failure to meet such requirements may result in a reduction or termination of the Companyâ€™s exclusive rights, subject to certain exceptions. Additionally, the Company agreed to a specified cost-sharing agreement with Symatese related to the registration of the Lips and Eye Products with the FDA.The initial term of the Symatese U.S. Agreement is fifteen (15) years from the first FDA approval of a Product, with automatic renewals for successive five (5)-year terms subject to the terms of the Symatese U.S. Agreement. The upfront payment of $4,441 was recorded as in-process research and development expense.Symatese Europe Agreement19Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)On December 20, 2023, the Company entered into the Symatese Europe Agreement, pursuant to which Symatese granted to us an exclusive right to commercialize and distribute four injectable hyaluronic acid gel candidates, which are referred to as: (i) Form; (ii) Smooth; (iii) Sculpt and (iv) Lips, in 50 countries in Europe for use in the aesthetics and dermatological fields. In exchange for the rights granted under the Symatese Europe Agreement, the Company issued 610,000 shares of common stock and is required to pay two milestone payments: (i) â‚¬1,200 on the second anniversary of certain regulatory approvals, and (ii) â‚¬1,900 on the earlier of the third anniversary of certain regulatory approvals or following a year in which the Company achieves â‚¬25,000 in revenue in Europe. In October 2024, regulatory approval was received in the European Union for four products in the Evolysseâ„¢ line. The Symatese Europe Agreement is also subject to minimum purchase requirements and failure to meet such requirements may result in a reduction or termination of the Companyâ€™s exclusive rights, subject to certain exceptions.The initial agreement is for a term of fifteen (15) years, with automatic year renewal provisions. Upon the receiving of regulatory approval for the Evolysseâ„¢ nasolabial fold product in Europe, the Company recorded $4,429 in in-process research and development expense and $1,476 in intangible assets in December 2023 for the stock issuance of 610,000 shares. The intangible assets of $1,476 represents the value of the approved nasolabial fold product in Europe and is amortized over its estimated useful life. Litigation SettlementIn connection with a litigation settlement, $5,000 was paid in the first quarter of 2023 and for the period from September 17, 2022 to September 16, 2032, the Company agreed to pay Medytox a mid-single digit royalty percentage on all net sales of JeuveauÂ®. The royalty payments are made quarterly and recorded as product cost of sales on the accompanying condensed consolidated statements of operations and comprehensive loss in the periods the royalties are incurred.See Note 10. Medytox Settlement Agreements for the details of all litigation settlement agreements.Stock-Based CompensationThe Company recognizes stock-based compensation expense for employees, consultants and members of the Board of Directors based on the fair value at the date of grant. The Company uses the Black-Scholes option pricing model to value stock option grants. The Black-Scholes option pricing model requires the input of subjective assumptions, including the expected volatility of the Companyâ€™s common stock, expected risk-free interest rate, and the optionâ€™s expected life. The fair value of the Companyâ€™s restricted stock units (â€œRSUsâ€) is based on the fair value on the grant date of the Companyâ€™s common stock. The Company also evaluates the impact of modifications made to the original terms of equity awards when they occur.The Company uses a Monte Carlo simulation model to determine the fair value of performance units with market conditions at the grant date. The Monte Carlo simulation model involves the generation of a large number of possible stock price outcomes for the Companyâ€™s stock which is assumed to follow a Geometric Brownian Motion. The use of the Monte Carlo simulation model requires the input of a number of assumptions including expected volatility of the Companyâ€™s stock price, which is based on the historical volatility of its stock; risk-free interest rate, which is based on the treasury zero-coupon yield commensurate with the term of the performance unit as of the grant date; and expected dividends as applicable, which is zero, as the Company has never paid any cash dividends.The fair value of stock options and RSUs with service conditions that are expected to vest is amortized on a straight-line basis over the requisite service period. Stock-based compensation for RSUs with performance or market conditions is recorded over the requisite service period using the accelerated attribution method. The Company recognizes stock-based compensation for RSUs with performance conditions when it is probable that those performance conditions will be met. Stock-based compensation expense is recognized net of actual forfeitures when they occur, as an increase to additional paid-in capital in the condensed consolidated balance sheets and in the selling, general and administrative or research and development expenses in the condensed consolidated statements of operations and comprehensive loss.20Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)Income TaxesThe Company applies an estimated annual effective tax rate (â€œETRâ€) approach for calculating a tax provision or benefit for interim periods, as required under GAAP.Â The Company recorded an income tax expense of $134 and $24 for the three months ended September 30, 2024 and 2023, respectively, and an income tax expense of $224 and $70 for the nine months ended September 30, 2024 and 2023, respectively.Â The Companyâ€™s ETR differs from the U.S. federal statutory tax rate of 21% for the three and nine months ended September 30, 2024 and 2023, primarily as a result of the impact of the change of the valuation allowance to offset its deferred tax assets. A valuation allowance is recorded against deferred tax assets to reduce the net carrying value when it is more likely than not that some portion or all of a deferred tax asset will not be realized. In making such a determination, the Company considers all available positive and negative evidence, including future reversals of existing taxable temporary differences, projected future taxable income, and ongoing prudent and feasible tax planning strategies in assessing the amount of the valuation allowance. When the Company establishes or reduces the valuation allowance against its deferred tax assets, its provision for income taxes will increase or decrease, respectively, in the period such determination is made.Additionally, the Company recognizes the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities based on the technical merits of the position. The tax benefit recognized in the consolidated financial statements for a particular tax position is based on the largest benefit that is more likely than not to be realized upon settlement. Accordingly, the Company establishes reserves for uncertain tax positions.The Company monitors changes to the tax laws in the states it conducts business and files corporate income tax returns. The Company does not expect that changes to state tax laws through September 30, 2024 to materially impact its condensed consolidated financial statements.Net Loss Per ShareBasic net loss per share is computed by dividing the net loss by the weighted-average number of shares of common stock outstanding during the period including contingently issuable shares. Diluted earnings per share is based on the treasury stock method and includes the effect from potential issuance of ordinary shares, such as shares issuable pursuant to the exercise of stock options and the vesting of restricted stock units. Because the impact of the options and non-vested RSUs are anti-dilutive during periods of net loss, there was no difference between the weighted-average number of shares used to calculate basic and diluted net loss per common share for the periods presented. Excluded from the dilutive net loss per share computation for the three and nine months ended September 30, 2024 and 2023 were stock options of 6,188,670 and 5,810,702, respectively, and non-vested RSUs of 4,117,747 and 4,035,380, respectively, because their inclusion would have been anti-dilutive. Although these securities were anti-dilutive for these periods, they could be dilutive in future periods.Recent Accounting PronouncementsRecent Accounting Pronouncements Issued But Not Adopted In December 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. This update requires disaggregated information about a reporting entityâ€™s effective tax rate reconciliation as well as information on income taxes paid. ASU No. 2023-09 is effective for public entities with annual periods beginning after December 15, 2024, with early adoption permitted. The Company is currently evaluating the impact of this guidance on its consolidated financial statements.In November 2023, the FASB issued ASU No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. This update requires public entities to disclose information about their reportable segmentsâ€™ significant expenses and other segment items on an interim and annual basis. Public entities with a single reportable segment are required to apply the disclosure requirements in ASU 2023-07, as well as all existing segment disclosures and reconciliation requirements in ASC 280, on an interim and annual basis. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023 and for interim periods beginning after December 15, 2024, with early adoption permitted. The Company is currently evaluating the impact of this guidance on its consolidated financial statements.21Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)Other recent accounting pronouncements issued by the FASB (including its Emerging Issues Task Force), the American Institute of Certified Public Accountants, and the SEC did not, or are not believed by management to, have a material impact on the Companyâ€™s present or future financial position, results of operations or cash flows.Note 3. Fair Value MeasurementsAssets and Liabilities Measured at Fair Value on a Recurring BasisThe Company measures and reports certain financial instruments as assets and liabilities at fair value on a recurring basis. The fair value of these instruments was as follows:As of September 30, 2024Fair ValueLevel 1Level 2Level 3LiabilitiesContingent royalty obligation payable to Evolus Founders$45,029Â $â€”Â $â€”Â $45,029Â As of December 31, 2023Fair ValueLevel 1Level 2Level 3LiabilitiesContingent royalty obligation payable to Evolus Founders$45,030Â $â€”Â $â€”Â $45,030Â The Company did not transfer any assets or liabilities measured at fair value on a recurring basis between levels during the nine months ended September 30, 2024 or 2023.The Company determines the fair value of the contingent royalty obligation payable to Evolus Founders based on Level 3 inputs using a discounted cash flows method. The significant unobservable input assumptions that can significantly change the fair value include (i) projected amount and timing of net revenues during the payment period, which

terminates at the end of the second quarter of 2029, (ii) the discount rate, and (iii) the timing of payments. As of September 30, 2024 and DecemberÂ 31, 2023, the Company utilized a discount rate of 14.0% and 15.0%, respectively. Net revenue projections are also updated to reflect changes in the timing of expected sales. Significant increases (decreases) in the discount rate and to the projected net revenues would result in a significantly lower (higher) fair value measurement, which could materially impact their fair value reported on the unaudited consolidated balance sheet.The following table shows a reconciliation of the beginning and ending fair value measurements of the contingent royalty obligation payable:Three Months Ended September 30,Nine Months EndedSeptember 30,20242023202420232023Fair value, beginning of period$44,606Â $47,081Â $45,030Â $46,310Â Payments(2,005)(1,479)(5,612)(4,038)Change in fair value recorded in operating expenses2,428Â 1,802Â 5,611Â 5,132Â Fair value, end of period$45,029Â $47,404Â $45,029Â $47,404Â Other Financial Assets and LiabilitiesThe Companyâ€™s financial instruments consist primarily of cash and cash equivalents, accounts receivable, accounts payable, accrued expenses, lease liabilities, and long-term debt. The carrying amount of cash and cash equivalents, accounts receivable, accounts payable and accrued expenses approximates their fair value because of the short-term maturity of such instruments. 22Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)The Company estimates the fair value of long-term debt and operating lease liabilities using the discounted cash flow analysis based on the interest rates for similar rated debt securities (Level 2). As of September 30, 2024 and DecemberÂ 31, 2023, the fair value of long-term debt was $138,501 and $140,241, respectively. The fair value of operating lease liabilitiesÂ as of September 30, 2024 and DecemberÂ 31, 2023 approximated their carrying value. Note 4.Â Â Â Â Goodwill and Intangible AssetsThe table below shows the weighted-average life, original cost, accumulated amortization and net book value by major intangible asset classification:Weighted-Average Life (Years)Original CostAccumulated AmortizationNet Book ValueDefinite-lived intangible assetsDistribution rights20$60,552Â $(16,791)$43,761Â Capitalized software212,397Â (9,571)2,826Â Intangible assets, net72,949Â (26,362)46,587Â Indefinite-lived intangible assetGoodwill*21,208Â â€”Â 21,208Â Total as of September 30, 2024$94,157Â $(26,362)$67,795Â Weighted-Average Life (Years)Original CostAccumulated AmortizationNet Book ValueDefinite-lived intangible assetsDistribution rights20$60,552Â $(14,500)$46,052Â Capitalized software29,804Â (8,746)1,058Â Intangible assets, net70,356Â (23,246)47,110Â Indefinite-lived intangible assetGoodwill*21,208Â â€”Â 21,208Â Total as of December 31, 2023$91,564Â $(23,246)$68,318Â * Intangible assets with indefinite lives have an indeterminable average life.The following table outlines the estimated future amortization expense related to intangible assets held as ofÂ September 30, 2024 that are subject to amortization:Fiscal yearRemaining in 2024$1,019Â 20254,498Â 20264,179Â 20273,054Â 20283,054Â Thereafter30,783Â $46,587Â The Company capitalized $1,116 and $349 for the three months ended September 30, 2024 and 2023, respectively, and $2,593 and $919 for the nine months ended September 30, 2024 and 2023, respectively, related to costs of computer software developed for internal use. The software is amortized over a two-year period using the straight-line method. The Company recorded total intangible assets amortization expense of $803 and $1,053 for the three months ended September 30, 2024 and 23Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)2023, respectively, and $3,115 and $3,005 for the nine months ended September 30, 2024 and 2023, respectively, within depreciation and amortization on the accompanying condensed consolidated statements of operations and comprehensive loss.Note 5. Accrued ExpensesAccrued expenses consisted of:September 30,December 31,20242023Accrued revenue contract liabilities$13,231Â $11,033Â Accrued payroll and related benefits10,907Â 13,433Â Accrued royalties under the Medytox Settlement Agreement3,658Â 3,657Â Other accrued expenses7,153Â 5,690Â $34,949Â $33,813Â Note 6. Term LoansPharmakon Term LoansOn December 14, 2021, the Company entered into a loan agreement with Pharmakon. Pursuant to the terms of the agreement, Pharmakon agreed to make term loans to the Company in two tranches (the â€œPharmakon Term Loansâ€). The first tranche of $75,000 was funded on December 29, 2021. On December 5, 2022, the Company entered into a Second Amendment to the loan agreement to extend the Companyâ€™s option to draw down the second tranche of $50,000 until December 31, 2023, and paid an amendment fee of $500 to Pharmakon. The Pharmakon Term Loans will mature on the sixth-year anniversary of the closing date of the first tranche (the â€œMaturity Dateâ€).On May 9, 2023, the Company entered into the Third Amendment to the loan agreement. Under the Third Amendment, Pharmakon agreed to advance the second tranche of $50,000 to the Company in two installments: (i) $25,000 advanced on May 31, 2023 and (ii) $25,000 advanced on December 15, 2023. The Third Amendment amended the principal payment terms to seven quarterly payments, each in an amount equal to 1/12th of the outstanding principal amount of the Pharmakon Term Loans following the 51st-month anniversary of the closing date of the first tranche and the remaining principal balance of the Pharmakon Term Loans on the Maturity Date. The Third Amendment replaced the interest rates based on London Interbank Offered Rate (â€œLIBORâ€) with interest rates based on the Secured Overnight Financing Rate (â€œSOFRâ€) throughout the remaining term of the Pharmakon Term Loans. Initially, the Pharmakon Term Loans accrued interest at a per annum rate equal to the 3-month U.S. Dollar LIBOR rate (subject to a LIBOR rate floor of 1.0%) plus 8.5% per annum. Beginning May 2023, the Pharmakon Term Loans accrue interest at a per annum rate equal to the 3-month SOFR rate (subject to a SOFR rate floor of 1.0%) plus 8.5% per annum.The Company may elect to prepay all amounts, not less than $20,000, owed prior to the Maturity Date. Prepayments of the second tranche installment prior to the second anniversary of the date on which the second tranche installment is drawn by the Company will be accompanied by a make whole amount equal to the sum of all interest that would have accrued through such second anniversary. Prepayments of the Pharmakon Term Loans will also be accompanied by a prepayment premium equal to the principal amount so prepaid multiplied by 3.0% if made prior to the third anniversary of the closing date of the first tranche, 2.0% if made on or after the third anniversary of the closing date of the first tranche but prior to the fourth anniversary of the closing date of the first tranche, and 1.0% if made on or after the fourth anniversary of the closing date of the first tranche but prior to the Maturity Date. If the Pharmakon Term Loans are accelerated following the occurrence of an event of default, including a material adverse change, the Company is required to immediately pay Pharmakon an amount equal to the sum of all outstanding principal, unpaid interest, and applicable make whole and prepayment premiums.The Pharmakon Term Loans are secured by substantially all of the Companyâ€™s assets. The Pharmakon Term Loans contain customary affirmative and restrictive covenants and representations and warranties. The affirmative covenants include, among others, certain information delivery requirements, obligations to maintain certain insurance, and certain notice requirements. The restrictive covenants include, among others, incurring certain additional indebtedness, consummating 24Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)certain change in control transactions, or incurring any non- permitted lien or other encumbrance on the Companyâ€™s assets, without Pharmakonâ€™s prior written consent. The Pharmakon Term Loans do not contain covenants requiring the Company to maintain a minimum cash threshold or minimum revenues or earnings. As of September 30, 2024, the Company was in compliance with its debt covenants.At the closing date of the first tranche, the Company incurred $3,042 and $3,263 in debt discounts and issuance costs related to the Pharmakon Term Loans, respectively. Debt discounts and issuance costs related to the entire Pharmakon Term Loans have been allocated pro rata between the funded and unfunded portions. Debt discounts and issuance costs allocated to the first tranche of $75,000 have been presented as a deduction to the debt balance and amortized into interest expense using the effective interest method. Debt discounts and issuance costs associated with the unfunded second tranche are deferred as assets until the tranche is drawn and are amortized into interest expense using the straight-line method over the term of the debt. Upon the first draw of the second tranche in May 2023, debt discounts and issuance costs associated with the second tranche were reclassified from assets to debt as a deduction to the debt balance.As of September 30, 2024, the borrowings outstanding under the Pharmakon Term Loans were classified as long-term debt in the accompanying condensed consolidated balance sheets. The overall effective interest rate was approximately 15.27% and 13.95% for the first and second tranche, respectively, as of September 30, 2024.As of September 30, 2024, the principal amounts of long-term debt maturities for each of the next five fiscal years are as follows:Fiscal year2026$41,667Â 202783,333Â Total principal payments125,000Â Unamortized debt discounts and issuance costs(3,792)Long term debt, net of discounts and issuance costs$121,208Â Note 7. Operating LeasesOn May 15, 2019, the Company entered into a five-year non-cancelable operating lease (the â€œLease Agreementâ€), which was set to expire January 31, 2025, for its corporate headquarters in Newport Beach, California. Lease payments increase each year on February 1 based on an annual rent escalation clause. The Company has an option to extend the term of the lease for an additional 60 months, which was not recognized as part of its ROU assets and lease liabilities.On July 27, 2023, the Company entered into the First Amendment to the Lease Agreement (the â€œFirst Lease Amendmentâ€) for its corporate headquarters. The First Lease Amendment includes a lease extension to January 31, 2030 with a three-month rent abatement period and additional office space. On July 27, 2023, the effective date of the First Lease Amendment, the Company recognized additional ROU assets and lease liabilities in the amount of $4,550. On August 1, 2024, the lease commencement date for the additional office space, the Company recognized additional ROU assets and lease liabilities in the amount of $3,002.On October 16, 2024, the Company entered into the Second Amendment to the Lease Agreement (the â€œSecond Lease Amendmentâ€) to acquire additional office space for its corporate headquarters.The Companyâ€™s lease agreement does not contain any residual value guarantees or material restrictive covenants. The payments associated with the renewal will only be included in the measurement of the lease liability and ROU assets if the exercise of the renewal option is determined to be reasonably certain. The Company considers the timing of the renewal period and other economic factors such as the financial implications of a decision to extend or not to extend a leaseÂ inÂ determiningÂ if the renewal option is reasonably certain to be exercised.25Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)The components of operating lease expense are as follows:Three Months Ended September 30,Nine Months EndedSeptember 30,20242023202420232023Fixed operating lease expense$387Â $286Â $1,055Â $833Â Variable operating lease expense26Â 48Â 96Â 110Â $413Â $334Â $1,151Â $943Â The weighted-average remaining lease term and discount rate are as follows:As of September 30,20242023Weighted-average remaining lease term (years)5.36.3Weighted-average discount rate9.6Â %11.0Â %Operating leaseÂ expenses were included in the selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss. Operating lease right-of-use assets and related current and noncurrent operating lease liabilities are presented in the accompanying condensed consolidated balance sheets. The following table presents the future minimum payments under the operating lease agreements with non-cancelable terms as of September 30, 2024:Fiscal yearRemaining in 2024$388Â 20251,714Â 20262,138Â 20272,212Â 20282,290Â Thereafter2,569Â Total operating lease payments11,311Â Less: imputed interest(2,644)Present value of operating lease liabilities$8,667Â Note 8.Â Â Â Â Commitments and ContingenciesPurchase CommitmentsAs of September 30, 2024, the Company has entered into commitments to purchase services and products for an aggregate amount of approximately $4,652. Certain minimum purchase commitments related to the purchase of JeuveauÂ® and Evolysseâ„¢ are described below.Daewoong AgreementThe Daewoong Agreement includes certain minimum annual purchases that the Company is required to make in order to maintain the exclusivity of the license. The Company may, however, meet these minimum purchase obligations by achieving certain market share in the licensed territories. These potential minimum purchase obligations are contingent upon the occurrence of future events, including receipt of governmental approvals and the Companyâ€™s future market share in various jurisdictions.26Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)Total inventory payments to Daewoong were $17,648 and $44,268 for the three and nine months ended September 30, 2024, respectively, and $8,785 and $36,537 for the three and nine months ended September 30, 2023, respectively.Symatese U.S. Agreement and Symatese Europe AgreementThe Symatese U.S. Agreement and the Symatese Europe Agreement include certain minimum purchase requirements, and failure to meet such requirements may result in a reduction or termination of the Companyâ€™s rights to exclusivity, subject to certain exceptions. These potential minimum purchase obligations are contingent upon the occurrence of future events, including receipt of governmental approvals and the Companyâ€™s future market share in various jurisdictions.Legal ProceedingsSecurities Class Action LawsuitOn October 16 and 28, 2020, two putative securities class action complaints were filed in the U.S. District Court for the Southern District of New York by Evolus shareholders Armin Malakouti and Clinton Cox, respectively, naming the Company and certain of its officers as defendants. The complaints assert violations of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 and Rule 10b-5 promulgated thereunder, claiming that the defendants made false and materially misleading statements and failed to disclose material adverse facts related to the Companyâ€™s acquisition of the right to sell JeuveauÂ®, the complaint against the Company filed by Allergan and Medytox in the U.S. International Trade Commission related to JeuveauÂ® (the â€œITC Actionâ€), and risks related to the ITC Action. The complaints assert a putative class period of February 1, 2019 to July 6, 2020. The court consolidated the actions on November 13, 2020, under the caption In re Evolus Inc. Securities Litigation, No. 1:20-cv-08647 (PGG). On September 17, 2021, the court appointed a lead plaintiff and lead counsel. On November 17, 2021, the lead plaintiff filed an amended class action complaint against the Company, three of its officers, and Alphaeon Corporation, the Companyâ€™s former majority shareholder. On January 18, 2022, the Company and the officer defendants served their motion to dismiss the amended complaint. The motion was fully briefed on June 16, 2022. On September 26, 2024, the court granted the Companyâ€™s motion to dismiss the amended complaint and provided plaintiffs with the ability to move to amend their complaint by October 17, 2024. Plaintiffs did not submit a motion to amend their complaint by October 17, 2024, and on October 18, 2024, the court entered final judgment in favor of the defendants. Plaintiffsâ€™ deadline to file a notice of appeal is November 18, 2024. The outcome of the legal proceeding is uncertain at this point. Based on information available to the Company at present, management cannot reasonably estimate a range of loss with respect to this matter.Shareholder Derivative LawsuitOn November 27, 2020 and December 2, 2020, two putative Evolus shareholders filed substantially similar shareholder derivative actions in the U.S. District Court for the Southern District of New York against certain of the Companyâ€™s officers and directors as defendants. The complaints alleged substantially similar facts as those in the Securities Class Action and assert claims for, among other things, breach of fiduciary duty, waste of corporate assets, unjust enrichment, and violations of Section 14(a) of the Exchange Act and for contribution under Sections 10(b) and 21(D) of the Exchange Act. On December 29, 2020, the plaintiffs filed a joint stipulation to consolidate their actions and on February 5, 2021, the court consolidated the action under the caption In re Evolus, Inc. Derivative Litigation, No. 1:20-cv-09986-PPG, and adjourned defendantsâ€™ time to move, answer or otherwise respond to the complaints. On September 20, 2021, the court so-ordered the partiesâ€™ stipulated stay of the consolidated derivative suit pending the courtâ€™s decision on the defendantsâ€™ motion to dismiss the Securities Class Action.It is possible that additional suits will be filed, or additional allegations will be made by stockholders, with respect to these same or similar or other matters and also naming the Company and/or its officers and directors as defendants. The Company believes that the complaints are without merit and intends to vigorously defend against it. However, the outcome of the legal proceeding is uncertain at this point. Based on information available to the Company at present, management cannot reasonably estimate a range of loss with respect to this matter.Books and Records Demand27Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)On March 5, 2021, the Company received a letter from a putative stockholder demanding inspection of specified categories of the Companyâ€™s books and records under Section 220 of the Delaware General Corporations Law. The Company was subsequently informed that the stockholder sold his shares of the Companyâ€™s common stock. On October 13, 2021, the Company received a substantially similar demand to inspect specified categories of the Companyâ€™s books and records under Section 220 of the Delaware General Corporations Law from another putative stockholder. The subject of the demand is substantially similar to the allegations in the putative securities class action and derivative complaints described above. The Company responded to the demand in December 2021. The outcome of this matter is uncertain at this point. Based on information available to the Company at present, management cannot reasonably estimate a range of loss with respect to this matter.Other Legal MattersThe Company is, from time to time, involved in various litigation matters or regulatory encounters arising in the ordinary course of business that could result in unasserted or asserted claims or litigation. These other matters may raise difficult and complex legal issues and are subject to many uncertainties, including, but not limited to, the facts and circumstances of each particular case or claim, the jurisdiction in which each suit or regulatory encounter is brought, and differences in applicable laws and regulations. Except as set forth above, the Company does not believe that these other matters would have a material adverse effect on its accompanying financial position, results of operations or cash flows. However, the resolution of one or more of the other matters in any reporting period could have a material adverse impact on the Companyâ€™s financial results for that period.In the normal course of business, the Company enters into contracts and agreements that contain a variety of representations and warranties and provide for general indemnifications. The Companyâ€™s exposure under these agreements is unknown because they involve claims that may be made against the Company in the future, but have not yet been made. The Company accrues a liability for such matters when it is probable that future expenditures will be made, and such expenditures can be reasonably estimated. No amounts were accrued as of September 30, 2024 and DecemberÂ 31, 2023.Note 9.Â Â Â Â Stockholdersâ€™ EquityPreferred StockThe Company has 10,000,000 authorized shares of preferred stock with a par value of $0.00001 per share. As of September 30, 2024, no shares of its preferred stock were issued and outstanding. Common StockThe Company has 100,000,000 authorized shares of common stock with a par value of $0.00001 per share. As of September 30, 2024, 63,251,148 shares of its common stock were issued

and outstanding. In March 2024, the Company completed a follow-on offering and issued 3,554,000 shares of its common stock, at a price to the public of $14.07 per share. The Company received net proceeds of $46,794 from the offering, after deducting underwriting discounts and commissions and other offering expenses. In addition, the Company granted the underwriters an option, exercisable for 30 days, to purchase up to 533,100 additional shares of common stock (â€œoption sharesâ€) at the purchase price. In April 2024, the underwriters elected to exercise their option to purchase 318,100 of the allotted option shares. The net proceeds to the Company from the sale of the option shares, after deducting the underwritersâ€™ discounts and commissions, was $4,169.28Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)2024 Employee Stock Purchase Plan (â€œESPPâ€)On June 6, 2024, the Company approved the adoption of the 2024 Employee Stock Purchase Plan. The 2024 ESPP provides an opportunity to purchase shares of the Companyâ€™s common stock at a favorable price and upon favorable terms in consideration of the participating employeesâ€™ continued services. Eligible employees will be entitled to purchase, by means of payroll deductions, limited amounts of the Companyâ€™s common stock at a discount during periodic offering periods. There were 579,648 shares initially reserved for issuance under the 2024 ESPP, which shall automatically increase on March 5 of each calendar year, by an amount equal to the lesser of (i) 1.0% of the total number of shares of common stock issued and outstanding on March 4 of the year in which such increase is to occur, (ii) 579,648 shares of common stock, or (iii) such number of shares of common stock as may be established by the Board of Directors. There were no shares issued under the 2024 ESPP during the nine months ended September 30, 2024.â€œAt-the-marketâ€ Offerings of Common StockOn March 8, 2023, the Company entered into the ATM Sales Agreement with Leerink Partners LLC (formerly known as SVB Securities LLC) (the â€œSales Agentâ€) pursuant to which shares of the Companyâ€™s common stock can be sold from time to time for aggregate gross proceeds of up to $50,000 (the â€œATM Programâ€). Under the ATM Sales Agreement, the Sales Agent is entitled to compensation, at a commission rate equal to 3.0% of the gross proceeds from sales of the Companyâ€™s common shares under the ATM Program. The Company has not sold any shares under the ATM Sales Agreement.2017 Omnibus Incentive PlanThe Companyâ€™s 2017 Omnibus Incentive Plan (the â€œPlanâ€) provides for the grant of incentive options to employees of the Company, and for the grant of non-statutory options, restricted stock awards, restricted stock unit awards, stock appreciation rights, performance stock awards and other forms of stock compensation to the Companyâ€™s officers, directors, consultants and employees of the Company. The maximum number of shares of common stock that may be issued under the Plan is 4,361,291 shares, plus an annual increase on each anniversary of November 21, 2017 equal to 4.0% of the total issued and outstanding shares of the Companyâ€™s common stock as of such anniversary (or such lesser number of shares as may be determined by the Companyâ€™s Board of Directors). As of September 30, 2024, the Company had an aggregate of 1,336,000 shares of its common stock available for future issuance under the Plan.2023 Inducement Incentive PlanIn September 2023, the Companyâ€™s Board of Directors adopted the Companyâ€™s 2023 Inducement Incentive Plan (the â€œInducement Planâ€) in accordance with Nasdaq Listing Rule 5635(c)(4). The Companyâ€™s Inducement Plan provides for the grant of equity awards to selected individuals in connection with their commencing employment with the Company as an inducement material to their accepting such employment. The Board of Directors reserved 1,000,000 shares of common stock for issuance under the Inducement Plan. As of September 30, 2024, the Company had an aggregate of 265,548 shares of its common stock available for future issuance under the Inducement Plan. Inducement GrantsFrom time to time, the Company has granted equity awards to its newly hired employees, including executives, in accordance with Nasdaq Listing Rule 5635(c)(4) and outside of the Companyâ€™s Plan and Inducement Plan. Such grants were made pursuant to a stand-alone nonstatutory stock option agreement and a stand-alone RSU agreement, which were approved by the Compensation Committee of the Board of Directors. Any shares underlying the inducement grants are not, upon forfeiture, cancellation or expiration, returned to a pool of shares reserved for future issuance. Stock OptionsOptions to purchase the Companyâ€™s stock are granted at exercise prices based on the Companyâ€™s common stock price on the date of grant. The option grants generally vest over a one- to four-year period. The options have a contractual term of ten years. The fair value of options is estimated using the Black-Scholes option pricing model, which has various inputs, including the grant date common share price, exercise price, risk-free interest rate, volatility, expected life and dividend yield. The change of any of these inputs could significantly impact the determination of the fair value of the Companyâ€™s options as 29Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)well as significantly impact its results of operations. The Company records stock-based compensation expense net of actual forfeitures when they occur.The weighted-average assumptions used in determining the fair value of stock options granted were as follows:Three Months Ended September 30,Nine Months EndedSeptember 30,20242023202420232023Volatility81.8Â %86.7Â %84.2Â %83.5Â %Risk-free interest rate3.84Â %4.39Â %4.09Â %3.64Â %Expected life (years)6.256.256.216.20Dividend yield rateâ€”Â %â€”Â %â€”Â %â€”Â %A summary of stock option activity for the nine months ended September 30, 2024, is presented below:WeightedWeightedAverageAverageRemainingAggregateStockExerciseContractualIntrinsicOptionsPer ShareTerms (Years)ValueOutstanding, DecemberÂ 31, 20235,753,466Â $9.46Â 6.69$11,111Â Granted1,061,390Â 12.83Â Exercised(472,207)7.15Â Canceled/forfeited(153,979)10.68Â Outstanding, September 30, 20246,188,670Â $10.18Â 6.36$38,022Â Exercisable, September 30, 20243,612,214Â $9.97Â 4.81$23,296Â The aggregate intrinsic value of outstanding and exercisable options represents the excess of the fair market value of the Companyâ€™s common stock over the exercise price of underlying options as of September 30, 2024 and DecemberÂ 31, 2023.Restricted Stock UnitsRSU grants generally vest over a one- to four-year period. The fair value of RSU grants is determined at the grant date based on the common share price. A summary of RSU activity for the nine months ended September 30, 2024, is presented below:Weighted AverageGrant DateRestrictedFair ValueStock UnitsPer ShareOutstanding, DecemberÂ 31, 20233,281,045Â $8.88Â Granted1,167,127Â 12.76Â Vested(988,769)8.79Â Forfeited(257,570)9.84Â Outstanding, September 30, 20243,201,833Â $10.25Â Performance Restricted Stock Units30Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)In January 2023, the Companyâ€™s Board of Directors granted 292,349 shares of performance restricted stock units (â€œPRSUsâ€) to certain executive officers under the Plan. The PRSU awards function in the same manner as restricted stock units except that vesting terms are based on achievement of certain pre-established performance measures. As of September 30, 2024, all of the pre-established performance measures were met, and stock-based compensation expense has been recognized for these awards using the accelerated attribution model, based on the fair value of the awards as of the date of grant.In February 2024, the Companyâ€™s Board of Directors granted 219,485 shares of PRSUs to certain executive officers under the Plan. The PRSU awards are measured on a cumulative two-year period ending in 2025. The performance measure milestones have not been met, and all were outstanding as of September 30, 2024. As of September 30, 2024, the achievement of the performance measure milestones was considered probable.A summary of PRSU activity for the nine months ended September 30, 2024, is presented below:PerformanceWeighted AverageRestrictedGrant DateStockFair ValueUnitsPer ShareOutstanding, DecemberÂ 31, 20233,233,880Â $10.25Â Granted219,485Â 13.15Â Vested(97,451)10.25Â Forfeitedâ€”Â â€”Â Outstanding, September 30, 2024355,914Â $12.04Â CEO Performance AwardFor RSUs granted to employees that vest based on market conditions, such as the trading price of the Companyâ€™s common stock exceeding certain price targets, the Company uses a Monte Carlo Simulation in estimating the fair value at grant date and recognizes compensation cost over the requisite service period. On May 8, 2023, the Company granted the Companyâ€™s Chief Executive Officer (â€œCEOâ€) an award of 560,000 PRSUs under the Plan.The stock units subject to the award are subject to both performance- and time-based vesting requirements. 40% of the stock units subject to the award are eligible to vest if the average of the closing prices for a share of the Companyâ€™s common stock over a period of 20 consecutive trading days is $30 or more and an additional 60% of the stock units subject to the award are eligible to vest if the average of the closing prices for a share of the Companyâ€™s common stock over a period of 20 consecutive trading days is $50 or more, in each case within five years after the grant of the award and while the CEO is employed by the Company (or, in certain circumstances, within 20 days following a termination of his employment). Any stock units that become eligible to vest based on stock price will vest, subject to the CEOâ€™s continued service, over the four-year period after the grant date.The Company used a Monte Carlo simulation to determine that the grant date fair value of the awards was $3,774. Compensation expense is recorded if the service condition is met regardless of whether the market condition is satisfied.The following table summarizes stock-based compensation expense:Three Months Ended September 30,Nine Months EndedSeptember 30,20242023202420232023Selling, general and administrative$4,955Â $4,295Â $15,370Â $11,445Â Research and development265Â 301Â 713Â 616Â $5,220Â $4,596Â $16,083Â $12,061Â 31Table of ContentsEvolus, Inc.Notes to Condensed Consolidated Financial Statements(in thousands, except share and per share data)(Unaudited)Note 10. Medytox Settlement AgreementsMedytox Settlement AgreementsIn February 2021, the Company settled litigation claims related to a complaint against us filed by Allergan, Inc. and Allergan Limited (together, â€œAllerganâ€) and Medytox, Inc. (â€œMedytoxâ€) in the U.S. International Trade Commission related to JeuveauÂ® (the â€œITC Actionâ€) and certain related matters by entering into a Settlement and License Agreement with Medytox and Allergan (the â€œU.S. Settlement Agreementâ€), and another Settlement and License Agreement with Medytox (the â€œROW Settlement Agreementâ€). The Company refers to the U.S. Settlement Agreement and the ROW Settlement Agreement collectively as the â€œMedytox Settlement Agreementsâ€. In the first quarter of 2023, the Company made a final milestone payment of $5,000. From September 17, 2022 to September 16, 2032, the Company pays Medytox a quarterly, mid-single digit royalty on net sales of JeuveauÂ® sold in other Evolus territories pursuant to the Medytox Settlement Agreements.As of September 30, 2024, the Company accrued $3,658 for royalties to Medytox under the Medytox Settlement Agreements. As of DecemberÂ 31, 2023, the Company accrued $3,657 for royalties to Medytox under the Medytox Settlement Agreements.32Item 2.Â Â Â Â Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations.The following discussion contains managementâ€™s discussion and analysis of our financial condition and results of operations and should be read together with the unaudited condensed consolidated financial statements and the notes thereto included in Part I, Item 1 of this Quarterly Report on Form 10-Q and in conjunction with our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023 and other documents previously filed with the SEC. This discussion contains forward-looking statements that reflect our plans, estimates and beliefs and involve numerous risks and uncertainties, including but not limited to those described in Item 1A â€œRisk Factorsâ€ of Part II of this Quarterly Report on Form 10-Q. Actual results may differ materially from those contained in any forward-looking statements. You should carefully read â€œSpecial Note Regarding Forward-Looking Statementsâ€ and Item 1A â€œRisk Factorsâ€ of Part II of this Quarterly Report on Form 10-Q.OverviewWe are a global performance beauty company with a customer-centric approach to delivering breakthrough products in the cash-pay aesthetic market. Our first product, JeuveauÂ® (prabotulinumtoxinA-xvfs), is currently sold in the United States, Canada, certain European countries and Australia. We have commercial launch plans in additional countries which we expect to implement in the next few years. We are also actively pursuing regulatory approval of Evolysseâ„¢, a line of injectable hyaluronic acid gels that includes mid face, nasolabial folds, lips and eyes. In October 2024, regulatory approval was received in the European Union for four products in the Evolysseâ„¢ line: Evolysseâ„¢ Form, Evolysseâ„¢ Smooth, Evolysseâ„¢ Sculpt and Evolysseâ„¢ Lips. In June 2024, we submitted a premarket approval (â€œPMAâ€) application to the U.S. Food and Drug Administration (the â€œFDAâ€) for Evolysseâ„¢ Form and Evolysseâ„¢ Smooth injectable hyaluronic acid gels for wrinkles and folds, such as nasolabial folds. We anticipate obtaining regulatory approvals in the United States for Evolysseâ„¢ Form and Evolysseâ„¢ Smooth by September 2025.JeuveauÂ® is a proprietary 900 kDa purified botulinum toxin type A formulation indicated for the temporary improvement in the appearance of moderate to severe glabellar lines, also known as â€œfrown lines,â€ in adults. Evolysseâ„¢, a line of injectable hyaluronic acid gels, is a first-generation cold technology line of hyaluronic acid gels for products including mid face, nasolabial folds, lips and eyes. Our primary market is the cash-pay aesthetic market, which consists of medical products that consumers pay for directly out of pocket. Our customers are aesthetic practitioners who are properly licensed to deliver our products. By avoiding the regulatory burdens that accompany reimbursed products and pursuing an aesthetic-only non-reimbursed product strategy, we create flexibility to deliver a unique value proposition to our customers. We utilize this flexibility to drive customer adoption through programs such as our consumer loyalty program, co-branded marketing programs, promotional events and pricing strategies.Recent DevelopmentsEconomic Trends and UncertaintiesThe global economy, including the financial and credit markets, has recently experienced volatility and disruptions, including increases in inflation rates, rising interest rates, severely diminished liquidity and credit availability, declines in consumer confidence, declines in economic growth, and uncertainty about economic stability. We expect elevated levels of cost inflation to continue, potentially impacting consumer discretionary spending for aesthetic medical procedures. Markets experiencing uncertainty could have substantial high rates of inflation. We cannot reasonably estimate the financial impact of increased inflation on our financial condition, results of operations or cash flows in the future.33Table of ContentsResults of Operations Comparison of the Three Months Ended September 30, 2024 and 2023The following table summarizes our consolidated results of operations for the periods indicated:Three Months EndedSeptember 30,(in millions)20242023Revenue:Product revenue, net$60.2Â $49.3Â Service revenue0.9Â 0.7Â Total net revenues61.1Â 50.0Â Operating expenses:Product cost of sales (excludes amortization of intangible assets)18.2Â 15.4Â Selling, general and administrative52.5Â 43.3Â Research and development2.3Â 1.6Â Revaluation of contingent royalty obligation payable to Evolus Founders2.4Â 1.8Â Depreciation and amortization1.1Â 1.3Â Total operating expenses76.6Â 63.5Â Loss from operations(15.5)(13.4)Other income (expense):Non-operating expense, net(3.8)(3.5)Other income (expense), net0.3Â 0.0Â Loss before income taxes:(19.0)(16.9)Income tax expense0.1Â 0.0Â Net loss(19.2)(16.9)Unrealized loss, net of tax(0.1)(0.1)Comprehensive loss(19.3)(17.1)The following table summarizes our gross profit margin for the periods indicated:Three Months EndedSeptember 30,(in millions)20242023Total net revenues$61.1Â $50.0Â Cost of sales:Product cost of sales (excludes amortization of intangible assets)18.2Â 15.4Â Amortization of distribution right intangible asset0.8Â 0.7Â Total cost of sales19.0Â 16.2Â Gross profit$42.1Â $33.9Â Gross profit margin68.9Â %67.7Â %Net RevenuesWe currently operate in one reportable segment, and all of our net revenues are derived from sales of JeuveauÂ®, our sole commercial product to date. Net revenues consist of revenues, net of adjustments primarily for customer rebates, rewards related to the consumer loyalty program and co-branded marketing programs. Revenues are recognized when the control of 34Table of Contentsthe promised goods is transferred to the customer in an amount that reflects the consideration allocated to the related performance obligations and to which we expect to be entitled in exchange for those products or services.Net revenues of JeuveauÂ® sales increased by $11.1 million, or 22.2%, to $61.1 million for the three months ended September 30, 2024 from $50.0 million for the three months ended September 30, 2023, primarily due to higher sales volumes. Net revenues during the three months ended September 30, 2024 and 2023 consisted of $0.9 million and $0.7 million, respectively, of service revenue from the sale of JeuveauÂ® through a distribution partner in Canada. We anticipate our continued sales growth will depend on our ability to successfully continue to penetrate the market, grow our customer base and increase purchases by our current customers in the competitive medical aesthetic market, as well as on obtaining regulatory approval for the Evolysseâ„¢ injectable hyaluronic acid gel line in the United States by Symatese and subsequent successful commercial launch of these products.Cost of SalesProduct Cost of SalesProduct cost of sales, excluding amortization of intangible assets, primarily consisted of the cost of inventory purchased from Daewoong and our royalty obligations to Medytox at a mid-single digit percentage of net revenue through the expiration of our Medytox royalty obligation in September 2032.Product cost of sales, excluding amortization of intangible assets, increased by $2.8 million, or 18.2%, to $18.2 million for the three months ended September 30, 2024 from $15.4 million for the three months ended September 30, 2023, primarily due to higher sales volume. We anticipate that our product cost of sales will fluctuate in line with changes in revenues until the expiration of the Medytox royalty obligation in September 2032. Gross Profit MarginOur gross profit margin was 68.9% and 67.7% for the three months ended September 30, 2024 and 2023, respectively. Our gross profit margin has been and will continue to be negatively impacted from September 2022 to September 2032 as we pay royalty obligations related to our litigation settlement agreement. See â€œâ€”Liquidity and Capital Resourcesâ€”Litigation Settlementâ€ for further information. We also anticipate our gross profit margin will fluctuate as we implement various marketing programs that may affect the average selling price for JeuveauÂ® and as we continue to expand internationally.Selling, General and AdministrativeSelling, general and administrative expenses increased by $9.2 million, or 21.2%, to $52.5 million for the three months ended September 30, 2024 from $43.3 million for the three months ended September 30, 2023, primarily resulting from increasing personnel costs related to our commercial activities. Selling, general and administrative expenses may fluctuate in the future primarily due to potential changes in marketing strategies and international launches.Research and DevelopmentResearch and development expenses increased by $0.7 million to $2.3 million for the three months ended September 30, 2024 from $1.6 million for the three months ended September 30, 2023. The increase was primarily attributable to our clinical operations and research and development expenses related to obtaining regulatory approvals of Evolysseâ„¢ in the United States and European countries. We expect our research and development expenses to continue to increase if and when we develop further product candidates and as we pursue regulatory approvals in other jurisdictions for our current products.Revaluation of Contingent Royalty Obligation Payable to Evolus FoundersThe change in the fair value of the contingent royalty obligation payable to Evolus Founders is recorded in operating expenses in each reporting period. During the three months ended September 30, 2024 and 2023, the

revaluation charges of $2.4 million and $1.8 million, respectively, were primarily driven by changes in management assumptions relating to revenue forecasts, the discount rate used and the timing of cash flows.Depreciation and AmortizationDepreciation and amortization decreased by $0.2 million, or 15.4%, to $1.1 million for the three months ended September 30, 2024 from $1.3 million for the three months ended September 30, 2023.35Table of ContentsNon-Operating Expense, NetNon-operating expense, net, increased by $0.3 million, or 8.6%, to $3.8 million for the three months ended September 30, 2024 from $3.5 million for the three months ended September 30, 2023, primarily due to higher interest expense for our term loans. Interest on our term loans is based on a variable interest rate, which we expect will continue to fluctuate with the market. See â€œâ€”Liquidity and Capital Resourcesâ€”The Pharmakon Term Loansâ€ for further information.Income Tax ExpenseThere was minimal income tax expense for each of the three months ended September 30, 2024 and 2023.Comparison of the Nine Months Ended September 30, 2024 and 2023The following table summarizes our consolidated results of operations for the periods indicated:Nine Months Ended September 30,(in millions)20242023Product revenue, net$185.4Â $139.1Â Service revenue2.0Â 2.0Â Total net revenues187.3Â 141.1Â Operating expenses:Product cost of sales (excludes amortization of intangible assets)55.4Â 42.3Â Selling, general and administrative147.8Â 121.9Â Research and development6.7Â 4.2Â In-process research and developmentâ€”Â 4.4Â Revaluation of contingent royalty obligation payable to Evolus Founders5.6Â 5.1Â Depreciation and amortization3.9Â 3.8Â Total operating expenses219.4Â 181.7Â Loss from operations(32.1)(40.6)Other income (expense):Non-operating expense, net(11.7)(9.2)Other income (expense), net0.4Â 0.0Â Loss before income taxes:(43.4)(49.8)Income tax expense0.2Â 0.1Â Net loss(43.6)(49.9)Unrealized loss, net of tax(0.3)(0.3)Comprehensive loss(43.9)(50.1)36Table of ContentsThe following table summarizes our gross profit margin for the periods indicated:Nine Months Ended September 30,(in millions)20242023Total net revenues$187.3Â $141.1Â Cost of sales:Product cost of sales (excludes amortization of intangible assets)55.4Â 42.3Â Amortization of distribution right intangible asset2.3Â 2.2Â Total cost of sales57.7Â 44.5Â Gross profit$129.7Â $96.6Â Gross profit margin69.2Â %68.5Â %Net RevenuesNet revenues of JeuveauÂ® sales increased by $46.3 million, or 32.8%, to $187.3 million for the nine months ended September 30, 2024 from $141.1 million for the nine months ended September 30, 2023, primarily due to higher sales volumes. Net revenues during the nine months ended September 30, 2024 and 2023 consisted of $2.0 million and $2.0 million, respectively, of service revenue from the sale of JeuveauÂ® through a distribution partner in Canada. We anticipate our continued sales growth will depend on our ability to grow our customer base and increase purchases by our current customers in the competitive medical aesthetic market as well as on regulatory approval for the Evolysseâ„¢ injectable hyaluronic acid gel line in the United States by Symatese and subsequent commercial launch of these products.Cost of SalesProduct Cost of SalesProduct cost of sales, excluding amortization of intangible assets, primarily consisted of the cost of inventory purchased from Daewoong and our royalty obligations to Medytox at a mid-single digit percentage of net revenue through the expiration of our Medytox royalty obligation in September 2032.Product cost of sales, excluding amortization of intangible assets, increased by $13.1 million, or 31.0%, to $55.4 million for the nine months ended September 30, 2024 from $42.3 million for the nine months ended September 30, 2023, primarily due to higher sales volume. We anticipate that our product cost of sales will fluctuate in line with changes in revenues until the expiration of the Medytox royalty obligation in September 2032. Gross Profit MarginOur gross profit margin was 69.2% and 68.5% for the nine months ended September 30, 2024 and 2023, respectively. Our gross profit margin has been and will continue to be negatively impacted from September 2022 to September 2032 as we pay royalty obligations related to our litigation settlement agreement. See â€œâ€”Liquidity and Capital Resourcesâ€”Litigation Settlementâ€ for further information. We also anticipate our gross profit margin will fluctuate as we implement various marketing programs that may affect the average selling price for JeuveauÂ® and as we continue to expand internationally.Selling, General and AdministrativeSelling, general and administrative expenses increased by $25.9 million, or 21.2%, to $147.8 million for the nine months ended September 30, 2024 from $121.9 million for the nine months ended September 30, 2023, primarily resulting from increasing personnel costs related to our commercial expansion. Selling, general and administrative expenses may fluctuate in the future primarily due to potential changes in marketing strategies and international launches.Research and DevelopmentResearch and development expenses increased by $2.5 million to $6.7 million for the nine months ended September 30, 2024 from $4.2 million for the nine months ended September 30, 2023. The increase was primarily attributable to our clinical operations and research and development expenses related to obtaining regulatory approvals of Evolysseâ„¢ in the United States and European countries. We expect our research and development expenses to continue to increase if and when we develop further product candidates and as we pursue regulatory approvals in other jurisdictions.37Table of ContentsIn-process Research and DevelopmentFor the nine months ended September 30, 2023, we recorded $4.4 million of in-process research and development expense in connection with the Symatese Agreement. Refer to Note 2. Basis of Presentation and Summary of Significant Accounting Policies for additional information.Revaluation of Contingent Royalty Obligation Payable to Evolus FoundersThe change in the fair value of the contingent royalty obligation payable to Evolus Founders is recorded in operating expenses in each reporting period. During the nine months ended September 30, 2024 and 2023, the revaluation charges of $5.6 million and $5.1 million, respectively, were primarily driven by changes in management assumptions relating to revenue forecasts, the discount rate used and the timing of cash flows.Depreciation and AmortizationDepreciation and amortization increased by $0.1 million, or 2.6%, to $3.9 million for the nine months ended September 30, 2024 from $3.8 million for the nine months ended September 30, 2023.Non-Operating Expense, NetNon-operating expense, net, increased by $2.5 million, or 27.2%, to $11.7 million for the nine months ended September 30, 2024 from $9.2 million for the nine months ended September 30, 2023, primarily due to the advancement of the $50.0 million of term loans in 2023 and higher interest expense for our term loans. Interest on our term loans is based on a variable interest rate, which we expect will continue to fluctuate with the market. See â€œâ€”Liquidity and Capital Resourcesâ€”The Pharmakon Term Loansâ€ for further information.Income Taxes ExpenseThere was minimal income tax expense for each of the nine months ended September 30, 2024 and 2023.Liquidity and Capital ResourcesAs of September 30, 2024 we had cash and cash equivalents of $85.0 million, positive working capital of $89.5 million and stockholdersâ€™ equity of $5.9 million.We began selling JeuveauÂ® in May 2019 and have a relatively limited history of generating revenues. Since inception, we have incurred recurring net operating losses and have an accumulated deficit of $602.6 million as of September 30, 2024 as a result of ongoing efforts to develop and commercialize JeuveauÂ®, including providing selling, general and administrative support for our operations. We had net loss of $43.6 million and $49.9 million for the nine months ended September 30, 2024 and 2023, respectively. We had loss from operations of $32.1 million and $40.6 million for the nine months ended September 30, 2024 and 2023, respectively. We used net cash of $22.8 million and $34.8 million in operating activities for the nine months ended September 30, 2024 and 2023, respectively. We expect to continue to incur significant expenses for the foreseeable future as we increase marketing efforts for JeuveauÂ® in the U.S., Europe, Canada, and Australia and prepare to commercially launch JeuveauÂ® in other jurisdictions where we have obtained regulatory approval pursue regulatory approvals in other jurisdictions and prepare to commercially launch Evolysseâ„¢ Form, Smooth, and Sculpt injectable hyaluronic acid gel line.Impact of InflationThe markets in which we operate are currently experiencing increased inflation. While we do not believe that inflation has had a material impact on our business, revenues or operating results during the periods presented, a prolonged inflationary environment could impact consumer discretionary spending for aesthetic medical procedures, increase our cash required for operations and impact our liquidity position.Follow-On OfferingIn March 2024, we completed a follow-on offering and issued 3,554,000 shares of its common stock, at a price to the public of $14.07 per share. We received net proceeds of $46.8Â million from the offering, after deducting underwriting discounts and commissions and other offering expenses. In addition, we granted the underwriters an option, exercisable for 30 days, to purchase up to 533,100 additional shares of common stock (the â€œoption sharesâ€) at the purchase price, which the underwriters 38Table of Contentsexercised in April 2024 with respect to 318,100 of the allotted option shares. The net proceeds to us from the sale of the option shares, after deducting the underwritersâ€™ discounts and commissions, was $4.2 million.â€œAt-the-marketâ€ Offerings of Common StockOn March 8, 2023, we entered into an â€œat-the-marketâ€ sales agreement (the â€œATM Sales Agreementâ€) and filed a shelf registration statement on Form S-3 and corresponding prospectus with the SEC to permit sales under the ATM Sales Agreement, which registration statement became effective on June 8, 2023. We have not sold any shares under the ATM Sales Agreement. See Note 9. Stockholdersâ€™ Equity in the Notes to the Condensed Consolidated Financial Statements in Part I, Item of this Quarterly Report on Form 10-Q for additional information.The Pharmakon Term LoansOn DecemberÂ 14, 2021, we entered into a loan agreement with BPCR Limited Partnership, BioPharma Credit Investments V (Master) LP, and Biopharma Credit PLC (collectively, â€œPharmakonâ€). The loan agreement, as amended, provided for Pharmakon to make multiple term loans to us totaling $125.0 million (â€œPharmakon Term Loansâ€). The first tranche of $75.0 million was advanced on December 29, 2021. A second tranche of $25.0 million was advanced on May 31, 2023. The final tranche of $25.0 million was advanced on December 15, 2023. We are required to pay interest only under the loan agreement until March 2026, after which we make seven equal quarterly payments, each in an amount equal to 1/12th of the outstanding principal amount of the loan. We pay the remaining principal of the loan on the maturity date. The Pharmakon Term Loans will mature on the sixth-year anniversary of the closing date of the first tranche. The term loan bears an annual interest rate equal to the 3-month secured overnight financing rate (â€œSOFRâ€) (subject to a SOFR rate floor of 1.0%) plus 8.5% per annum. The proceeds of the Pharmakon Term Loans are used to fund our general corporate and working capital requirements.Contingent Royalties to Evolus FoundersWe are obligated to make quarterly royalty payments of a low-single digit percentage of net sales of JeuveauÂ® to the founders of Evolus (â€œEvolus Foundersâ€). These obligations terminate at the end of the second quarter of 2029. The fair value of the obligations is valued quarterly and is referred to in our condensed consolidated financial statements as the contingent royalty obligation.As of September 30, 2024, we recorded an aggregate balance of $45.0Â million on our balance sheet for the future royalty payment obligation to Evolus Founders.Litigation SettlementIn February 2021, we settled litigation claims related to a complaint against us filed by Allergan, Inc. and Allergan Limited (together, â€œAllerganâ€) and Medytox, Inc. (â€œMedytoxâ€) in the U.S. International Trade Commission related to JeuveauÂ® (the â€œITC Actionâ€) and certain related matters by entering into a Settlement and License Agreement with Medytox and Allergan, which we refer to as the U.S. Settlement Agreement, and another Settlement and License Agreement with Medytox which we refer to as the Medytox Settlement Agreement. We refer to the U.S. Settlement Agreement and the ROW Settlement Agreement collectively as the Medytox. In the first quarter of 2023, we made a final milestone payment of $5.0Â million. Going forward, from September 17, 2022 to September 16, 2032, we will pay to Medytox a quarterly, mid-single digit royalty on net sales of JeuveauÂ® sold in other Evolus territories pursuant to the Medytox Settlement Agreement.Daewoong AgreementOur agreement (as amended, the â€œDaewoong Agreementâ€) with Daewoong Pharmaceutical Co. Ltd. (â€œDaewoongâ€), provides us with an exclusive distribution license to JeuveauÂ® from Daewoong for aesthetic indications in the United States, European Union, United Kingdom, members of the European Economic Area, Switzerland, Canada, Australia, New Zealand, and South Africa, as well as co-exclusive distribution rights with Daewoong in Japan. The Daewoong Agreement includes certain minimum annual purchases we are required to make in order to maintain the exclusivity of the license. We may, however, meet these minimum purchase obligations by achieving certain market share in our licensed territories. These potential minimum purchase obligations are contingent upon the occurrence of future events, including receipt of governmental approvals and our future market share in various jurisdictions.Symatese Agreements39Table of ContentsIn 2023, we entered into two agreements with Symatese S.A.S. and its affiliates (â€œSymateseâ€), which granted us exclusive rights to commercialize and distribute the Evolysseâ„¢ line of injectable hyaluronic acid gels in the United States and 50 countries in Europe for aesthetic and dermatological uses. We refer to the agreement conveying rights in the United States as the â€œSymatese U.S. Agreementâ€ and the agreement conveying rights in Europe as the â€œSymatese Europe Agreement.â€ In the United States, we obtained the rights to the Evolysseâ„¢ products referred to as (i) Form; (ii) Smooth; (iii) Sculpt; (iv) Lips; and (v) Eye and in Europe we obtained the rights to (i) Form; (ii) Smooth; (iii) Sculpt; and (iv) Lips.Symatese U.S. AgreementThe Symatese U.S. Agreement includes certain milestone payments, development cost-sharing arrangements, and minimum annual purchases we are required to make in order to maintain the exclusivity of the license. We may, however, meet these minimum purchase obligations by achieving certain market share in our licensed territory. These potential minimum purchase obligations are contingent upon the occurrence of future events, including receipt of governmental approvals and our future market share.Symatese Europe AgreementThe Symatese Europe Agreement includes certain milestone payments and minimum annual purchases we are required to make in order to maintain the exclusivity of the license. We may, however, meet these minimum purchase obligations by achieving certain market share in our licensed territory. These potential minimum purchase obligations are contingent upon the occurrence of future events, including receipt of governmental approvals and our future market share.Operating LeasesOur corporate headquarters in Newport Beach, California is under a non-cancelable operating lease, which expires on January 31, 2030 with an option to extend the term for an additional 60 months. Lease payments increase based on an annual rent escalation clause that occurs on each February 1 anniversary.Current and Future Capital RequirementsWe believe that our current capital resources, which consist of cash and cash equivalents, future cash generated from operations, and existing liquidity, will be sufficient to satisfy our cash requirements for at least the next twelve months for working capital to support our daily operations and meet commitments under our contractual obligations with third parties, although we may wish to access the debt and equity markets or other sources of financing to satisfy our long-term cash requirements as further discussed below.We have based our projections of capital requirements on assumptions that may prove to be incorrect and we may use all our available capital resources, which consist of cash and cash equivalents and cash generated from operations, sooner than we expect. Our cash requirements depend on numerous factors, including but not limited to, the impact of any potential disruptions to our supply chain, inflation or other economic conditions, uncertainty regarding the stability of certain financial institutions, and other long-term commitments and contingencies. Because of the numerous risks and uncertainties associated with research, development and commercialization of our products, we are unable to estimate the exact amount of our operating capital requirements, including our requirements beyond the next twelve months. In such case, we may be required to raise additional capital to fund future operations through the incurrence of debt, the entry into licensing or collaboration agreements with partners, sale of equity securities, grants or other sources of financing. However, there can be no assurance such financing or other alternatives will be available to us on acceptable terms, or at all. The global economy, including the financial and credit markets, has recently experienced significant volatility and disruptions, including severely diminished liquidity and credit availability and rising interest rates. These conditions may adversely impact our ability to raise additional capital on acceptable terms, or at all.Our future funding requirements will depend on many factors, including, but not limited to:â€¢the rate of revenue growth for JeuveauÂ® in the United States and international markets where we have launched, as well as the success of planned international launches;â€¢the timing of regulatory approval for the Evolysseâ„¢ injectable hyaluronic acid gel line in the United States by Symatese and our ability to successfully launch, commercialize and market these products;â€¢development costs and milestone payments related to the Evolysseâ„¢ injectable hyaluronic acid gels;40Table of Contentsâ€¢our ability to forecast demand for our products, scale our supply to meet that demand and manage working capital effectively;â€¢corporate development activities including the purchase, license, or other acquisition of products and services to add to our product or service offerings;â€¢the number, characteristics, and development stage of any future product candidates we may develop or acquire;â€¢the timing and costs of any ongoing clinical programs or any future clinical studies we may conduct;â€¢the cost of manufacturing our product or any future product candidates and any products we successfully commercialize, including costs associated with our supply chain;â€¢the timing and amounts of the royalty and other payments payable in connection with the Medytox Settlement Agreement;â€¢the amounts of the royalty payable to the Evolus Founders;â€¢the cost of commercialization activities for JeuveauÂ®, the Evolysseâ„¢ injectable hyaluronic acid gel line or any future product candidates that are approved or cleared for commercialization, including marketing, sales and distribution costs;â€¢the cost of maintaining a sales force, the productivity of that sales force, the market acceptance of our products and the actions and product introductions of our competitors;â€¢our ability to establish and maintain strategic collaborations, licensing or other arrangements and the financial terms of any such agreements that we may enter into;â€¢any product liability or other lawsuits related to our products;â€¢the cost of any current litigation, including our ongoing securities class action lawsuit and shareholder derivative lawsuit;â€¢the expenses needed to attract and retain skilled personnel;â€¢the costs associated with being a public company;â€¢the costs involved in preparing, filing, prosecuting, maintaining, defending and enforcing intellectual property and any other future intellectual litigation we may be involved in; and â€¢the timing, receipt and amount of sales of any future approved or cleared products, if any.Cash FlowsThe following table summarizes our cash flows for the periods indicated:Nine Months EndedSeptember 30,(in millions)20242023Net cash provided by (used in):Operating activities (22.8)(34.8)Investing activities (3.5)(1.3)Financing activities 48.7Â 21.1Â Effect of exchange rates on cash(0.3)(0.3)Change in cash and cash equivalents22.2Â (15.2)Cash and cash equivalents, beginning of period62.8Â 53.9Â Cash and cash equivalents, end of period$85.0Â $38.7Â 41Table of ContentsOperating Activities For the nine months ended September 30, 2024, operating activities used $22.8 million of cash, which primarily resulted from our net loss of $43.6 million. Net operating assets and liabilities changed by $7.8 million, primarily driven by improved collections from customers, payments to vendors and the timing of inventory purchases from our supplier. Operating activities also includes adjustments for certain non-cash charges including $16.1 million of stock-based compensation expense, $5.6 million in revaluation of our contingent royalty

obligation, $1.7 million of provision of allowance for doubtful accounts and $3.9 million of depreciation and amortization.For the nine months ended September 30, 2023, operating activities used $34.8 million of cash, which primarily resulted from our net loss of $49.9 million. Net operating assets and liabilities improved by $8.7 million, primarily driven by improved collections from customers, payments to vendors, the timing of inventory purchases from our supplier, and the final cash litigation settlement payment of $5.0 million to Medytox and Allergan. Operating activities also includes adjustments for certain non-cash charges including $12.1 million of stock-based compensation expense, $5.1 million in revaluation of our contingent royalty obligation, $1.4 million of provision of allowance for doubtful accounts and $3.8 million of depreciation and amortization.Investing ActivitiesCash used in investing activities was $3.5 million for the nine months ended September 30, 2024 compared to $1.3 million for the nine months ended September 30, 2023.Financing ActivitiesCash provided by financing activities was $48.7 million for theÂ nine months ended September 30, 2024, compared to $21.1 million of cash provided by financing activities for the nine months ended September 30, 2023. For the nine months ended September 30, 2024, cash provided by financing activities resulted from $51.2 million from a follow-on equity offering as described above. For the nine months ended September 30, 2023, cash provided by financing activities resulted from $25.0 million net proceeds from drawing on the second tranche of the Pharmakon Term Loans as described above. Indebtednessâ€œSee â€œâ€”Liquidity and Capital Resourcesâ€”The Pharmakon Term Loansâ€ for a description of our Pharmakon Term Loans.Material Cash RequirementsOur material cash requirements from known contractual and other obligations, including commitments for capital expenditures, primarily consist of (i) principal and interest payments related to our Pharmakon Term Loans (future interest payments on our outstanding Pharmakon Term Loans total approximately $47.3Â million, with $17.7Â million due within twelve months), (ii) quarterly royalty payments to the Evolus Founders of a low-single digit percentage of net sales of JeuveauÂ® (these obligations terminate in the quarter after the 10-year anniversary of the first commercial sale of JeuveauÂ® in the United States), (iii) quarterly royalty payments to Medytox of a low-double digit royalty on net sales of JeuveauÂ® sold in the United States and other Evolus territories (during the period from September 17, 2022 to September 16, 2032), (iv) minimum purchase obligations under the Daewoong Agreement, (v) â,¬12.1 milestone payments under the Symatese U.S. Agreement consisting of â,¬1.6 million in June 2025, â,¬4.1 million in June 2026, â,¬3.2 million in June 2027, and â,¬3.2 million in June 2028, in each case subject to three of the injectable hyaluronic acid gels gaining approval prior to that date, (vi) â,¬3.1 million of milestone payments under the Symatese Europe Agreement consisting of : â,¬1.2 million on the second anniversary of certain regulatory approvals and â,¬1.9 million on the earlier of the third anniversary of certain regulatory approvals or following a year in which we achieves â,¬25 million in revenue in Europe for the injectable hyaluronic acid products, and (vii) obligations under operating leases related to our office space which are described in more detail in Note 7. Operating Leases in the Notes to the Condensed Consolidated Financial Statements in Part I, Item of this Quarterly Report on Form 10-Q. During the nine months ended September 30, 2024, there were no material changes to these obligations as reported in our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023.Critical Accounting Policies and EstimatesManagementâ€™s discussion and analysis of our financial condition and results of operations are based on our consolidated financial statements, which have been prepared in accordance with GAAP. The preparation of these consolidated financial statements requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities and related disclosure of contingent assets and liabilities, revenue and expenses at the date of the consolidated financial 42Table of Contentsstatements as well as the expenses incurred during the reporting period. Generally, we base our estimates on historical experience and on various other assumptions in accordance with GAAP that we believe to be reasonable under the circumstances. Actual results may differ materially from these estimates under different assumptions or conditions and such differences could be material to the financial position and results of operations. On an ongoing basis, we evaluate our estimates and assumptions in light of changes in circumstances, facts and experience. There have been no material changes to our critical accounting policies and estimates as discussed in our Annual Report on Form 10-K filed for the year ended DecemberÂ 31, 2023.Recently Issued and Adopted Accounting PronouncementsWe describe the recently issued and adopted accounting pronouncements that apply to us inÂ Note 2.Â Summary of Significant Accounting Policies-Recent Accounting Pronouncements in the Notes to the Condensed Consolidated Financial Statements in Part I, Item of this Quarterly Report on Form 10-Q.Item 3. Â Â Â Â Quantitative and Qualitative Disclosure About Market Risk.We are exposed to market risk in the ordinary course of our business. Market risk represents the risk of loss that may impact our financial position due to adverse changes in financial market prices and rates. Our market risk exposure is primarily a result of fluctuations in interest rates and foreign currency exchange rates.For financial market risks related to changes in interest rates and foreign currency exchange rates, reference is made to the â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations-Quantitative and Qualitative Disclosures About Market Riskâ€ section in the Annual Report on Form 10-K and to the notes to the consolidated financial statements included therein. As of the date of this report, there were no material changes in our financial market risks from the risks disclosed in the Annual Report on Form 10-K filed for the year ended DecemberÂ 31, 2023.43Table of ContentsItem 4. Â Â Â Â Controls and Procedures.Evaluation of Disclosure Controls and ProceduresAs of September 30, 2024, our management, with the participation of our Chief Executive Officer and our Chief Financial Officer, who serve as our principal executive officer and principal financial officer, respectively, performed an evaluation of the effectiveness of the design and operation of our disclosure controls and procedures as defined in Rules 13a-15(e) and 15d-15(e) of the Exchange Act. Our disclosure controls and procedures are designed to ensure (a) that information required to be disclosed in the reports we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SECâ€™s rules and forms, and (b) that information required to be disclosed by us in reports filed or submitted under the Exchange Act is accumulated and communicated to our management, including our Chief Executive Officer and our Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosures. Based on this evaluation, our Chief Executive Officer and our Chief Financial Officer concluded that, as of September 30, 2024, our disclosure controls and procedures were effective at a reasonable assurance level.Any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objective and management necessarily applies its judgment in evaluating the cost-benefit relationship of possible controls and procedures.Changes in Internal Control over Financial ReportingDuring the three months ended September 30, 2024, there were no changes in our internal control over financial reporting identified in connection with the evaluation required by Rule 13a-15(d) and 15d-15(d) of the Exchange Act that occurred with respect to the quarter ended September 30, 2024 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.44Table of ContentsPart IIâ€”Other InformationItem 1. Â Â Â Â Legal ProceedingsSee â€œLegal Proceedingsâ€ in Note 8.Â Â Â Â Commitments and Contingencies for information regarding legal proceedings.45Table of ContentsItem 1A. Risk FactorsThe risks and uncertainties discussed below update, supersede and replace the risks and uncertainties previously disclosed in Part I, Item 1A of our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023, which was filed with the SEC on MarchÂ 7, 2024, and previously disclosed in Part II, Item 1A of our Quarterly Report on Form 10-Q for the quarter ended June 30, 2024, which was filed with the SEC on July 31, 2024. We do not believe any of the changes constitute material changes from the risk factors previously disclosed in such prior Annual Report on Form 10-K. An investment in our company involves a high degree of risk. You should carefully consider the risks and uncertainties described below together with all the other information in this Quarterly Report on Form 10-Q, including Part I, Item 2â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€ and the consolidated financial statements and the notes thereto included in Part I, Item 1. If any of the following risks actually occurs, our business, reputation, financial condition, results of operations, revenue, and future prospects could be seriously harmed. The risks and uncertainties described below are not the only ones we face. Additional risks and uncertainties that we are unaware of, or that we currently believe are not material, may also become important factors that adversely affect our business. Unless otherwise indicated, references to our business being seriously harmed in these risk factors will include harm to our business, reputation, financial condition, results of operations, revenue and future prospects. In that event, the market price of our common stock could decline, and you could lose part or all of your investment.Risks Related to Our Business and StrategyWe currently depend entirely on the successful marketing of our only commercially available product, JeuveauÂ®. If we are unable to successfully continue to market and sell JeuveauÂ®, we may not generate sufficient revenue to continue our business.We currently have only one commercially available product, JeuveauÂ®, and our business presently depends entirely on our ability to successfully continue to market and sell it in a timely manner. We commercially launched in the United States in May 2019 and through a distribution partner in Canada in October 2019. We commercially launched JeuveauÂ® in select European countries in September 2022 and in Australia in July 2024, and as such, we have a limited history of generating revenue in those markets. Our near-term prospects, including our ability to generate revenue, as well as our future growth, depend entirely on the continued successful commercialization of JeuveauÂ®. The commercial success of JeuveauÂ® will depend on a number of factors, including our ability to continue to successfully market and sell JeuveauÂ®, whether alone or in collaboration with others, including our ability to hire, retain and train sales representatives in the United States. Our ability to market and sell JeuveauÂ® is also dependent on the willingness of consumers to pay for JeuveauÂ® relative to other discretionary items, especially during economically challenging times. Additional factors necessary for the successful commercialization of JeuveauÂ® include the availability, perceived advantages, relative cost, relative safety of JeuveauÂ® and relative efficacy of competing products, the timing of new product introductions by our competitors, and the sales and marketing tactics of our competitors, including bundling of multiple products, in response to our launch of JeuveauÂ®. Each of these factors may vary on a country by country basis as we expand our operations.If we do not achieve one or more of these factors, many of which are beyond our control, in a timely manner or at all, we could experience significant issues continuing to market and sell JeuveauÂ®, and we may experience significant issues successfully marketing and selling any future product candidates. In addition, our experience as a commercial company is limited. Accordingly, we may not be able to generate sufficient revenue through the sale of JeuveauÂ® or any future product candidates to continue our business.We have a limited operating history and have incurred significant losses since our inception and anticipate that we may incur losses in the future. We have only one approved product and limited commercial sales, which, together with our limited operating history, makes it difficult to assess our future viability. We are a global performance beauty company with a limited operating history. To date, we have invested substantially all of our efforts and financial resources in the clinical development, regulatory approval, and commercial launch of JeuveauÂ®, which is currently our only commercially available product. We began selling JeuveauÂ® in the United States in May 2019 and through a distribution partner in Canada in October 2019. We began selling JeuveauÂ® in select countries in Europe in September 2022 and in Australia in July 2024 and, as such, have a limited history of generating revenue in those markets. Consequently, any predictions about our future success, performance or viability may not be as accurate as they could be if we had a longer operating history or greater experience commercializing a product. In addition, we have limited experience and have not yet demonstrated an ability to successfully overcome many of the risks and uncertainties frequently encountered 46Table of Contentsby companies in the medical aesthetics field. We have incurred losses in each year since our inception in 2012 and we expect to continue to incur significant expenses for the foreseeable future as we increase marketing efforts for JeuveauÂ® in the U.S., Europe, Canada, and Australia, prepare to commercially launch JeuveauÂ® in other jurisdictions where we have obtained regulatory approval pursue regulatory approvals in other jurisdictions and prepare to commercially launch Evolysseâ„¢ injectable hyaluronic acid product line. We recorded net losses of $43.6 million for the nine months ended September 30, 2024, and we recorded a net loss of $61.7Â million and net loss of $74.4Â million for the years ended DecemberÂ 31, 2023 and 2022, respectively. We had an accumulated deficit as of September 30, 2024 of $602.6 million. Our ability to achieve revenue and profitability is dependent on our ability to continue to successfully market and sell JeuveauÂ® obtain regulatory approvals for the Evolysseâ„¢ product line in the United States and Europe and commercialize these products. Even if we achieve profitability in the future, we may not be able to sustain profitability in subsequent periods. Our prior losses, combined with expected future losses, may adversely affect the market price of our common stock and, if needed, our ability to raise capital to continue operations. We are reliant on Symatese to achieve regulatory approval for the Evolysseâ„¢ product line in the United States. Failure to obtain approval or obtain approval on our estimated time frame for the Evolysseâ„¢ product line would negatively affect our ability to sell these products.The U.S. Food and Drug Administration (the â€œFDAâ€) and European regulatory processes for medical devices such as Evolysseâ„¢ are complex, time-consuming and subject to numerous inherent risks. Before Evolysseâ„¢ can be marketed in the United States or Europe, Symatese must obtain regulatory approval for the injectable hyaluronic acid gels. We received approval for four Evolysseâ„¢ products in the European Union in October 2024. Regulators must determine that a proposed device is safe and effective for its intended use based, in part, on extensive data, including, but not limited to, technical, pre-clinical, clinical trial, manufacturing and labeling data. In addition, modifications to products that are approved by regulatory agencies generally require approval.We are substantially dependent on our relationship with Symatese for the regulatory approval process of the Evolysseâ„¢ injectable hyaluronic acid product candidates in the United States. While we have agreed to share certain costs associated with the regulatory approval process to provide our experience to Symatese, Symatese is ultimately responsible for obtaining regulatory approval of the Evolysseâ„¢ product line. If Symatese encounters difficulties or delays in obtaining regulatory approvals for these products, our ability to commercialize and generate revenue from these products could be materially and adversely affected. As a result, our reliance on Symatese for the regulatory approval process exposes us to risks associated with Symateseâ€™s ability to successfully navigate the complex regulatory landscape. If we are unable to manage these risks effectively, it could have a material adverse effect on our business, financial condition, and results of operations.In addition, if Symatese fails to maintain compliance with applicable regulatory requirements or if regulatory authorities impose new requirements, the approval process could be delayed or approvals could be denied. This may result in additional costs, reduced revenue projections, and potential harm to our business, reputation and market position.We may require additional financing to fund our future operations or execute corporate development activities, which could dilute the ownership interest of our existing stockholders, and a failure to obtain additional capital when so needed on acceptable terms, or at all, could force us to delay, limit, reduce or terminate our operations.We have utilized substantial amounts of cash since our inception in order to conduct clinical development to support regulatory approval and launch of JeuveauÂ® in the United States, Europe, Canada, and Australia. We expect that we will continue to expend substantial resources for the foreseeable future in order to continue to market and sell JeuveauÂ® and for the clinical and regulatory development and eventual commercialization of Evolysseâ„¢ and any additional product candidates we may choose to pursue. While we believe that we currently have adequate capital resources, which consist of cash and cash equivalents, cash generated from operations and availability under our ATM Program, to operate our business until our business generates profits and positive cash flow, this belief is based upon certain financial assumptions including net revenue, gross margin, working capital and expense assumptions. If these assumptions are incorrect, or if we experience other risks or uncertainties set forth in this Quarterly Report on Form 10-Q, we may require additional capital to operate our business.We expect to expend resources furthering the development and continuation of our marketing programs and commercialization infrastructure in connection with commercializing JeuveauÂ® within and outside of the United States. We have also agreed to reimburse Symatese for certain clinical trial expenses related to the Evolysseâ„¢ Lip and Eye products in the United States and for certain regulatory filing fees in Europe. In the long term, our expenditures will include costs associated with the continued commercialization of JeuveauÂ®, research and development, approval and commercialization of 47Table of Contentsproducts and any of our future product candidates, including our proposed higher strength dose of JeuveauÂ® and the Evolysseâ„¢ line of injectable hyaluronic acid gels, such as research and development, conducting preclinical studies and clinical trials and manufacturing and supplying as well as marketing and selling any products approved for sale. Because the commercialization expenditures needed to meet our sales objectives are highly uncertain, we cannot reasonably estimate the actual amounts necessary to successfully market and sell JeuveauÂ® or, if approved, the Evolysseâ„¢ line of injectable hyaluronic acid gels. We may in the future, also, acquire other companies or products which may be costly and which may require additional capital to operate. In addition, other unanticipated costs may arise. Accordingly, our actual cash needs may exceed our expectations.If we were to raise additional capital through marketing and distribution arrangements, or other collaborations, strategic alliances or licensing arrangements with third parties, we may have to relinquish certain valuable rights to our product candidates, technologies, future revenue streams or research programs or grant licenses on terms that may not be favorable to us. If we raise additional capital through public or private equity offerings or offerings of securities convertible into our equity, the ownership interest of our existing stockholders will be diluted and the terms of any such securities may have a preference over our common stock. Debt financing, receivables financing and royalty financing may also be coupled with an equity component, such as warrants to purchase our capital stock, which could also result in dilution of our existing stockholdersâ€™ ownership, and such dilution may be material. Additionally, if we raise additional capital through debt financing, we will have increased fixed or variable payment obligations and may be subject to covenants limiting or restricting our ability to take specific actions, such as incurring additional debt or making capital expenditures to meet specified financial ratios, and other operational restrictions, any of which could restrict our ability to market and sell JeuveauÂ® or any future product candidates or operate as a business and may result in liens being placed on our assets. If we were to default on any of our indebtedness, we could lose such assets.In addition, the global economy, including the financial and credit

markets, has recently experienced significant volatility and disruptions, including severely diminished liquidity and credit availability and rising interest rates. In the event we are unable to raise sufficient capital to fund our commercialization efforts to achieve specified minimum sales targets under the Daewoong Agreement, Symatese U.S. Agreement and the Symatese Europe Agreement, we will lose exclusivity of the license that we have been granted under those respective agreements. In addition, if we are unable to raise additional capital when required or on acceptable terms, we will be required to take actions to address our liquidity needs which may include the following: significantly reduce operating expenses and delay, reduce the scope of or discontinue some of our development programs, commercialization efforts or other aspects of our business plan, out-license intellectual property rights to our product candidates and sell unsecured assets, or a combination of the above. As a result, our ability to achieve profitability or to respond to competitive pressures would be significantly limited and may have a material adverse effect on our business, results of operations, financial condition and/or our ability to fund our scheduled obligations on a timely basis or at all.If we or our counterparties do not comply with the terms of our settlement agreement with Medytox, we may face litigation or lose our ability to market and sell JeuveauÂ®, which would materially and adversely affect our ability to carry out our business and our financial condition and ability to continue as a going concern.Effective February 18, 2021, we entered into a Settlement and License Agreement with Medytox, which we refer to as the Medytox Settlement Agreement.Under the Medytox Settlement Agreement we obtained (i) a license to commercialize, manufacture and to have manufactured for us certain products identified in the Medytox Settlement Agreements, including JeuveauÂ® (the â€œLicensed Productsâ€), in the United States and other territories where we license JeuveauÂ®, (ii) the dismissal of outstanding litigation against us, including the action filed by Allergan and Medytox in the U.S. International Trade Commission (the â€œITC Actionâ€), a rescission of the related remedial orders, and the dismissal of a civil case in the Superior Court of California against us, which we refer to together with any claims (including claims brought in Korean courts) with a common nexus of fact as the Medytox Actions, and (iii) releases of claims against us for the Medytox Actions. Under the agreement, we remain obligated to pay to Medytox a mid-single digit royalty percentage on net sales of JeuveauÂ® in the United States and all territories we have licensed outside the United States until September 16, 2032. In addition, under the Medytox Settlement Agreement we made certain representations and warranties and agreed to certain customary positive and negative covenants.In the event we fail to comply with the terms of the Medytox Settlement Agreement, subject to applicable cure periods, Medytox would have the ability to terminate the Medytox Settlement Agreement and thereby cancel the licenses granted to us and re-institute litigation against us. Any litigation may result in remedies against our products, resulting in either an injunction prohibiting our sales, or with respect to our sales, an obligation on our part to pay royalties and/or other forms of 48Table of Contentscompensation to third parties, any of which would materially and adversely affect our ability to generate revenue from JeuveauÂ®, to carry out our business, and to continue as a going concern.Additionally, if Medytox fails to comply with the terms of the Medytox Settlement Agreement and comply with the covenants and agreements under the Medytox Settlement Agreement, it could materially and adversely affect our ability to generate revenue from JeuveauÂ®, to carry out our business, and to continue as a going concern. For example, as required by the Medytox Settlement Agreement, in February 2021 Medytox filed a document with the Korean court that its litigation with Daewoong would not affect our right to have JeuveauÂ® manufactured by Daewoong or exported to us. If Medytox were to breach the Medytox Settlement Agreement and rescind this filing and the Korean court issued a ruling against Daewoong, our supply of JeuveauÂ® could be hindered. We would also be required to engage in costly and time-consuming litigation in order to enforce our rights under the Medytox Settlement Agreement.The terms of the Medytox Settlement Agreement will reduce our profitability until the royalty obligations expire, and may affect the extent of any discounts we may offer to our customers.As a result of the royalty payments that we are required to pay under the Medytox Settlement Agreement, our profitability has and will be adversely impacted for the period that we are required to pay royalties. We may be able to offset a portion of the loss of profitability by decreasing any discount to customers on JeuveauÂ® as compared to discounts we provided to customers prior to the Medytox Settlement Agreement. If we reduce discounts for any customers, their volume of purchases may decrease which would have a material and adverse effect on our business and results of operations.We are subject to risks associated with a public health crisis or contagious disease outbreak.We are subject to risks associated with public health crises or contagious disease outbreaks. For example, we experienced material adverse effects on our business, financial condition, results of operations and cash flows from the COVID-19 pandemic. Another public health crises, including any significant resurgence of COVID-19 or other future contagious disease outbreaks, could have a similar material adverse effect on our business. Financial and operational impacts that we experienced in connection with the COVID-19 pandemic, and may experience as a result of future contagious disease outbreaks or other public health crises, include:â€¢a decline in the rates of elective procedures;â€¢difficulties in enrolling patients in clinical programs;â€¢changes in the availability of our key personnel;â€¢temporary closures of our facilities or the facilities of our business partners, customers, third-party service providers or other vendors;â€¢interruptions to our supply chain and distribution channels; andâ€¢downstream economic effects, including disruptions capital or financial markets, increased inflation and rising interest rates.Depending on the severity of the financial and operational impacts, our business, financial condition, and results of operations may be materially adversely impacted. The extent to which any future public health crises may impact our business, results of operations, and financial condition depends on many factors which are highly uncertain and are difficult to predict. These factors include, but are not limited to, the duration and spread of any outbreak, its severity, the actions to contain or address the impact of the outbreak, the timing, distribution, and efficacy of vaccines and other treatments, United States and foreign government actions to respond to possible reductions in global economic activity, and how quickly and to what extent normal economic and operating conditions can resume.Unfavorable global economic conditions could adversely affect our business, financial condition or results of operations. Because we do not expect JeuveauÂ® for the treatment of glabellar lines or, subject to regulatory approval, the Evolysseâ„¢ line of injectable hyaluronic acid gels to be reimbursed by any government or third-party payor, our products will continue to be paid for directly by the consumer. Demand for JeuveauÂ® and, subject to regulatory approval, the Evolysseâ„¢ line of injectable hyaluronic acid gels, is accordingly tied to the discretionary spending levels of our targeted consumer population. A severe or prolonged economic downturn, instability or crises affecting banks or other financial institutions, or inflation in consumer prices, as we are currently experiencing, could result in a variety of risks to our business, including a decline in the 49Table of Contentsdiscretionary spending of our target consumer population, which could lead to a weakened demand for JeuveauÂ®, Evolysseâ„¢, or any future product candidates. A severe or prolonged economic downturn may also affect our ability to raise additional capital when needed on acceptable terms, if at all. A weak or declining economy, instability or crises affecting banks or other financial institutions, or political disruption or geopolitical conflicts, including the military conflict between Russia and Ukraine and the ongoing conflict in the Middle East, could also strain our suppliers, possibly resulting in supply disruption, or cause our customers to delay making payments for our products. Inflation in the markets we serve could similarly impact our revenues, as consumer spending power could decline. Any of the foregoing could harm our business.In addition, our business strategy was developed based on a number of important assumptions about the cash-pay healthcare market. For example, we believe that the number of cash-pay healthcare procedures will increase in the future. However, these trends are uncertain and limited sources exist to obtain reliable market data. Therefore, sales of JeuveauÂ® or any of our future product candidates could differ materially from our projections if our assumptions are incorrect.Adverse developments affecting the financial services industry, including events or concerns involving liquidity, defaults or non-performance by financial institutions, could adversely affect our business, financial condition or results of operations.The funds in our operating accounts are held in banks or other financial institutions. Our cash held in non-interest bearing and interest-bearing accounts exceeds applicable Federal Deposit Insurance Corporation (â€œFDICâ€) insurance limits. Bank failures, events involving limited liquidity, defaults, non-performance or other adverse developments occur with respect to the banks or other financial institutions that hold our funds, or that affect financial institutions or the financial services industry generally, or concerns or rumors about any events of these kinds or other similar risks may lead to widespread demands for customer withdrawals and liquidity constraints that may result in market-wide liquidity problems, which could adversely impact our liquidity. For example, on March 10, 2023, the FDIC announced that Silicon Valley Bank had been closed by the California Department of Financial Protection and Innovation. On March 26, 2023, the assets, deposits and loans of Silicon Valley Bank were acquired by First-Citizens Bank & Trust Company. Although we did not have any funds in Silicon Valley Bank or other institutions that have been closed, we cannot guarantee that the banks or other financial institutions that hold our funds will not experience similar issues.In addition, investor concerns regarding the U.S. or international financial systems could result in less favorable commercial financing terms, including higher interest rates or costs and tighter financial and operating covenants, or systemic limitations on access to credit and liquidity sources, thereby making it more difficult for us to acquire financing on terms favorable to us, or at all, and could have material adverse impacts on our liquidity, our business, financial condition or results of operations, and our prospects. Our business may be adversely impacted by these developments in ways that we cannot predict at this time, there may be additional risks that we have not yet identified, and we cannot guarantee that we will be able to avoid negative consequences.Our products face significant competition and our failure to effectively compete may prevent us from achieving significant market penetration and expansion.JeuveauÂ® is approved for use and Evolysseâ„¢ is being investigated for use in medical aesthetic market. Regulatory approval has been received for the Evolysseâ„¢ in the European Union in October 2024. The United States regulatory approval and commercial launch is expected by September 2025 for the first two products with subsequent regulatory approval and product launches for the remaining products in 2026 and 2027. The medical aesthetic market is highly competitive and dynamic and is characterized by rapid and substantial technological development and product innovations. Our products face, and we anticipate that our future products will face, significant competition from other facial aesthetic products, such as other injectable and topical botulinum toxins and injectable hyaluronic acid gels. Our products may also compete with unapproved and off-label treatments. Many of our potential competitors, including AbbVie Inc., which acquired Allergan, who first launched BOTOX for cosmetic uses in 2002 and has since maintained the highest market share position in the aesthetic neurotoxin market with its BOTOX product, are large, experienced companies that enjoy significant competitive advantages, such as substantially greater financial resources enabling them to, among other things, market and discount aggressively. Within the injectable hyaluronic acid market we will also face large, experienced competitors such as AbbVie and Galderma. Competitors may also have greater brand recognition for their products, larger sales forces and larger aesthetic product portfolios allowing the companies to bundle products to provide customers more choices and to further discount their products. Additionally, our competitors have greater existing market share in the medical aesthetic market and long-standing customer loyalty programs and sales contracts with large customers which creates established business and financial relationships with customers, aesthetic societies and universities.50Table of ContentsThese competitors may also try to compete with our aesthetic products on price both directly, through rebates and promotional programs to high volume customers and coupons to consumers, and indirectly, through attractive product bundling with complimentary products, such as injectable hyaluronic acid gels that offer convenience and an effectively lower price compared to the total price of purchasing each product separately. These companies may also seek to compete based on their longer operating history. Larger companies may be better capitalized than us and, accordingly, are able to offer greater customer loyalty benefits to encourage repeat use of their products and finance a sustained global advertising campaign to compete with our commercialization efforts at launch. A number of our larger competitors also have access to a significant number of studies and publications that they could use to compete with us.In the long term, we expect to expand our focus to the broader cash-pay healthcare market. Competitors and other parties may seek to impact regulatory approval of our future product applications through the filing of citizen petitions or other similar documents, which could require costly and time-consuming responses to the regulatory agencies. Larger competitors could seek to prevent or delay our commercialization efforts via costly litigation which can be lengthy and expensive and serve to distract our management teamâ€™s attention. We could face competition from other sources as well, including academic institutions, governmental agencies and public and private research institutions. In addition, we are aware of other companies also developing and/or marketing products in one or more of our target markets, including competing injectable botulinum toxin type A formulations that are currently in Phase III clinical development in North America for the treatment of glabellar lines. For example, Revance Therapeutics, Inc. obtained approval for an injectable botulinum toxin type A neurotoxin on September 8, 2022, called â€œDaxxifyâ€ and Hugel, Inc. obtained approval for its injectable botulinum toxin type A neurotoxin on February 29, 2024. Additionally, both Galderma S.A. and Medytox, Inc. have submitted a Biologics License Application (â€œBLAâ€) to the FDA for an injectable botulinum toxin type A neurotoxin. With the approval of Revance Therapeuticâ€™s and Hugelâ€™s BLAs and the potential approval of additional BLAs, we expect the competition in the U.S. injectable botulinum toxin market to further increase. We would face similar risks with respect to any future product candidates that we may seek to develop or commercialize in the broader cash-pay healthcare market. Successful competitors in that market have the ability to effectively discover, obtain patents, develop, test and obtain regulatory approvals for products, as well as the ability to effectively commercialize, market and promote approved products, including communicating the effectiveness, safety and value of products to actual and prospective customers and medical staff.Our strategy of competing in the aesthetic neurotoxin market is dependent on the marketing and pricing flexibility that we believe is afforded to a company with a portfolio limited to cash-pay healthcare, comprised of products and procedures that are not reimbursed by third-party payors. In the event that regulations applicable to reimbursed products are changed to apply to cash-pay healthcare products, we would no longer have this flexibility and we may not be able to compete as effectively with our competitors which may have a material effect on our business, financial condition and results of operations. Additionally, as a result of the royalty payments that we are required to pay under the Medytox Settlement Agreement, we may not be able to discount JeuveauÂ® to the extent that we previously provided discounts to customers without impacting our gross profit margins. If we increase prices for any customers, their volume of purchases may decrease which would have a material and adverse effect on our business and results of operations.In addition, competitors may develop new technologies within the medical aesthetic market that may be superior in safety and efficacy to our products or offer alternatives to the use of toxins or injectable hyaluronic acid gels, including surgical and radio frequency techniques. To compete successfully in the medical aesthetic market, we will have to demonstrate that our products are at least as safe and effective as current products sold by our competitors. Competition in the medical aesthetic market could result in price-cutting and reduced profit margins, any of which would harm our business, financial condition and results of operations. Due to less stringent regulatory requirements, there are many more aesthetic products and procedures available for use in international markets than are approved for use in the United States. There are also fewer limitations on the claims that our competitors in international markets can make about the effectiveness of their products and the manner in which they can market them. As a result, we expect to face more competition in these markets than in the United States.Our commercial opportunity could also be reduced or eliminated if our competitors develop and commercialize products that are safer, are more effective, have fewer or less severe side effects, are more convenient or are less expensive than JeuveauÂ® or any other product that we may develop. Our competitors also may obtain FDA or other regulatory approval for these products more rapidly than we may obtain approval for our products, which could result in our competitors establishing a strong market position before we are able to enter the market, which may create additional barriers to successfully commercializing JeuveauÂ® and any future product candidates and attracting practitioners and consumer demand.51Table of ContentsOur products may fail to continue to achieve the broad degree of aesthetic practitioner adoption and use or consumer demand necessary for continued commercial success. JeuveauÂ® or, subject to regulatory approval, the Evolysseâ„¢ line of injectable hyaluronic acid gels may fail to continue to gain or gain sufficient market acceptance by aesthetic practitioners, consumers and others in the medical aesthetics community to continue to grow our net revenues. The continued commercial success of JeuveauÂ® and any future product candidates, including a proposed higher strength dose of JeuveauÂ® and the Evolysseâ„¢ line of injectable hyaluronic acid gels, will depend significantly on the broad adoption and use of the resulting product by aesthetic practitioners for approved indications, including, in the case of JeuveauÂ®, the treatment of glabellar lines and other aesthetic indications that we may seek to pursue. We are aware that other companies are seeking to develop alternative products and treatments, any of which could impact the demand for our products.The degree and rate of practitioner adoption of JeuveauÂ® and any product candidates depend on a number of factors, including the cost, profitability to our customers, consumer demand, characteristics and effectiveness of the product. Our success will also depend on our ability to create compelling marketing programs, training of our customers and ability to overcome any biases aesthetic practitioners or consumers may have toward the use, safety and efficacy of existing products over our products. Moreover, our competitors may utilize negative selling efforts or offer more compelling marketing or discounting programs than we are able to offer, including by bundling multiple aesthetic products to provide a more comprehensive offering than we can so long as JeuveauÂ® remains our only commercially available product.In addition, in its clinical trials, JeuveauÂ® was clinically tested and compared to BOTOX, both of which contain a 900 kDa complex. We believe that aesthetic practitionersâ€™ familiarity with the 900 kDa complexâ€™s handling, preparation and dosing will more easily facilitate incorporation of JeuveauÂ® into their practices. However, the ease of integration of JeuveauÂ® into an aesthetic practitionerâ€™s practice may not be as seamless as we anticipate.With respect to consumer demand, the treatment of glabellar lines with JeuveauÂ® is an elective procedure, the cost of which must be borne by the consumer, and we do not expect

costs related to the treatment to be reimbursable through any third-party payor, such as Medicaid, Medicare or commercial insurance. The decision by a consumer to undergo treatment with JeuveauÂ® for the treatment of glabellar lines or other aesthetic indications that we may pursue may be influenced by a number of factors, including the cost, efficacy, safety, perception, marketing programs for, and aesthetic practitioner recommendations of JeuveauÂ® versus competitive products or procedures. Moreover, consumer demand may fluctuate over time as a result of consumer sentiment about the benefits and risks of aesthetic procedures generally and JeuveauÂ® in particular, changes in demographics and social trends, rising inflation and general consumer confidence and consumer discretionary spending, which may be impacted by a public health crisis or contagious disease outbreak as well as economic and political conditions.If JeuveauÂ®, Evolysseâ„¢, or any product candidates fails to achieve the broad degree of aesthetic practitioner adoption necessary for commercial success or the requisite consumer demand, our operating results and financial condition will be adversely affected, which may delay, prevent or limit our ability to generate revenue and continue our business.Our ability to market JeuveauÂ® is limited to use for the treatment of glabellar lines, and if we want to expand the indications for which we market JeuveauÂ®, we will need to obtain additional regulatory approvals, which will be expensive and may not be granted. We have received regulatory approval for JeuveauÂ® in the United States for the treatment of moderate to severe glabellar lines. The terms of that approval restrict our ability to market or advertise JeuveauÂ® for other indications, which could limit aesthetic practitioner and consumer adoption. Under the U.S. Federal Food Drug and Cosmetic Act, we may generally only market JeuveauÂ® for approved indications. Many of our competitors have received approval of multiple aesthetic and therapeutic indications for their neurotoxin products and may be able to market such products for use in a way we cannot. For example, we are aware that one of our competitors, AbbVie, has obtained and plans to obtain additional indications for its neurotoxin product within medical aesthetics and, therefore, is able to market its product across a greater number of indications than JeuveauÂ®. If we are unable to obtain approval for indications in addition to our approval for glabellar lines, our marketing efforts for JeuveauÂ® will be severely limited. As a result, we may not generate aesthetic practitioner and consumer demand or approval of JeuveauÂ®.We rely on our digital technology and applications and our business and operations could suffer in the event of information system failures or a cybersecurity incident.52Table of ContentsWe are reliant on our digital technology, including our Evolus Practice App, which allows customers to open a new account, order JeuveauÂ®, pay invoices and engage with our customer experience team and medical affairs representatives. In the event that our digital technology is unable to function in the manner it was designed or at all, we would experience difficulty processing customer orders and requests in a timely manner or at all which would have a material adverse effect on our business, results of operations and financial condition. The information systems underlying our digital technology may not be adequately designed or may not operate with the reliability and redundancy necessary to avoid performance delays or outages that could be harmful to our business. If our digital technology is unavailable when customers attempt to access them, or if they do not load as quickly as expected, users may not use our technology as often in the future, or at all, and our ability to sell our products through a more limited sales force may be disrupted and we may not realize the efficiencies of leveraging our digital technology, any of which could adversely affect our business and financial performance. As the number of users of our digital technology continues to grow we will need an increasing amount of technical infrastructure, including network capacity and computing power, to continue to satisfy our needs. It is possible that we may fail to continue to effectively scale and grow our technical infrastructure to accommodate these increased demands, which may adversely affect our customersâ€™ experience with our digital technology which may decrease our revenue and harm our results of operations.Further, we rely on third-party service providers and technologies to operate critical business systems to process sensitive information in a variety of contexts, including, without limitation, cloud-based infrastructure, encryption and authentication technology, employee email, and other similar functions. Our ability to monitor these third partiesâ€™ information security practices is limited, and these third parties may not have adequate information security measures in place, or they may suffer unexpected power losses or computer system or data network failures that negatively impacts the systems or solutions on which we rely. If our third-party service providers experience a security incident or other type of interruption or if an unexpected flaw or failed software update related to third-party software used in our information systems occurs, even if inadvertent, our information systems may become disabled or inaccessible and access to our data and other business information may be limited, which could materially disrupt our operations.Despite the implementation of security measures, our internal computer systems, including our information systems, and those of third parties on which we rely, are vulnerable to disruption or damage from computer viruses, malware, natural disasters, terrorism, war, telecommunication and electrical failures, cybersecurity incidents, insider threats, persons who access our information systems in an unauthorized manner, or inadvertent misconfiguration of our systems. The risk of a security incident or system disruption, particularly through cybersecurity incidents, including by computer hackers, foreign governments and cybercriminals, has generally increased as the number, intensity and sophistication of attempted attacks and intrusions from around the world have increased. Interruptions in our operations caused by any such event could result in a material disruption of our current or future product development programs. The costs to us to mitigate network security problems, bugs, viruses, worms, malicious software programs and security vulnerabilities could be significant, and while we have implemented security measures to protect our data security and information systems, our efforts to address these problems may not be successful, and these problems could result in unexpected interruptions, delays, cessation of service, government files or penalties and other harm to our business and our competitive position. Interruptions in our operations caused by any such event could also result in a material disruption in our relationship with our customers. For example, if our Evolus Practice App were rendered inoperable, we would have to process orders by telephone or otherwise which may result in slower processing times and harm to our reputation.Moreover, a cybersecurity incident that affects our information systems or results in the unauthorized access to financial information, personally identifiable information (PII), customer information or data, including credit card transaction data or other sensitive information, could materially damage our reputation. In addition, such a security incident may require notification to governmental agencies, the media or individuals pursuant to various international, federal and state privacy and security laws, including the General Data Protection Regulation (GDPR), the Health Insurance Portability and Accountability Act of 1996, as amended by the Health Information Technology for Clinical Health Act of 2009, and its implementing rules and regulations, as well as regulations promulgated by the Federal Trade Commission and state breach notification laws. Additionally, the regulatory environment governing information, security and privacy laws is increasingly demanding and continues to evolve and a number of states have adopted laws and regulations that may affect our privacy and data security practices regarding the use, disclosure and protection of PII. For example, the California Consumer Privacy Act, among other things, has created new individual privacy rights and imposes increased obligations on companies handling PII. In the event of a security incident, we would also be exposed to the risk of litigation and potential liability, which could materially adversely affect our business, results of operations and financial condition. Our liability insurance may not be sufficient in type or amount to cover us against claims related to security breaches, cybersecurity incidents and other related security incidents.53Table of ContentsJeuveauÂ® or any future product candidates for which we seek approval as a biologic may face competition sooner than anticipated.With the enactment of the Biologics Price Competition and Innovation Act of 2009 (the â€œBPCI Actâ€) as part of the Patient Protection and Affordable Care Act, an abbreviated pathway for the approval of biosimilar or interchangeable biological products was created. The abbreviated regulatory pathway establishes legal authority for the FDA to review and approve biosimilar biologics. Under the BPCI Act, an application for a biosimilar product cannot be approved by the FDA until twelve years after the original branded product was approved under a BLA. The law is complex and is still being interpreted and implemented by the FDA. For example, one company has filed a Citizen Petition requesting that the FDA not apply the BPCI Act to pre-enactment BLAs. As a result, its ultimate impact, implementation and meaning are subject to uncertainty. While it is uncertain when such processes intended to implement the BPCI Act may be fully adopted by the FDA, any such processes could have a material adverse effect on the future commercial prospects for our biological products.We believe that JeuveauÂ® should qualify for the twelve-year period of exclusivity. However, there is a risk that this exclusivity could be shortened due to congressional action or otherwise, or that the FDA will not consider any of our product candidates to be a reference product for competing products, potentially creating the opportunity for competition sooner than anticipated. Moreover, the extent to which a biosimilar product, once approved, will be substituted for any one of our reference products in a way that is similar to traditional generic substitution for non-biological products is not yet clear and will depend on a number of marketplace and regulatory factors that are still developing.If we are found to have improperly promoted off-label uses, or if customers misuse our products or use our products off-label, we may become subject to prohibitions on the sale or marketing of our products, significant fines, penalties, sanctions, or product liability claims, and our image and reputation within the industry and marketplace could be harmed. The FDA and other regulatory agencies strictly regulate the marketing and promotional claims that are made about pharmaceutical products, such as JeuveauÂ®. In particular, a product may not be promoted for uses or indications that are not approved by the FDA or other similar regulatory authorities as reflected in the productâ€™s approved labeling. Customers could use JeuveauÂ® on their patients in a manner that is inconsistent with the approved label of the treatment of moderate to severe glabellar lines, potentially including for the treatment of other aesthetic or therapeutic indications. If we are found to have promoted such off-label uses, we may receive warning letters from and be subject to other enforcement actions by the FDA, the European Medicines Agency (â€œEMAâ€), and other regulatory agencies, and become subject to significant liability, which would materially harm our business. The federal government has levied large civil and criminal fines against companies for alleged improper promotion and has enjoined several companies from engaging in off-label promotion. If we become the target of such an investigation or prosecution based on our marketing and promotional practices, we could face similar sanctions, which would materially harm our business. In addition, managementâ€™s attention could be diverted from our business operations, significant legal expenses could be incurred, and our reputation could be damaged. The FDA has also required that companies enter into consent decrees or permanent injunctions under which specified promotional conduct is changed or curtailed in order to resolve FDA enforcement actions. If we are deemed by the FDA to have engaged in the promotion of our products for off-label use, we could be subject to the FDA prohibitions or other restrictions on the sale or marketing of our products and other operations or significant fines and penalties, and the imposition of these sanctions could also affect our reputation and position within the industry. In addition, regulatory authorities outside the United States may impose similar fines, penalties or sanctions.Customers may also misuse JeuveauÂ® or any future product we offer or use improper techniques, potentially leading to adverse results, side effects or injury, which may lead to product liability claims. If JeuveauÂ® or any future product candidates are misused or used with improper techniques or are determined to cause or contribute to consumer harm, we may become subject to costly litigation by our customers or their patients. Product liability claims could divert managementâ€™s attention from our core business, be expensive to defend, result in sizable damage awards against us that may not be covered by insurance and subject us to negative publicity resulting in reduced sales of our products. Furthermore, the use of JeuveauÂ® or any future product candidates for indications other than those cleared by the FDA may not effectively treat such conditions, which could harm our reputation in the marketplace among customers and consumers. Any of these events could harm our business and results of operations and cause our stock price to decline.Our products may cause serious or undesirable side effects or possess other unexpected properties that could delay or prevent their regulatory approval, limit the commercial profile of approved labeling, result in post-approval regulatory 54Table of Contentsaction or in product liability lawsuits.Unforeseen side effects from JeuveauÂ®, Evolysseâ„¢, or any product we may offer in the future could arise either during clinical development or after marketing such product. Undesirable side effects caused by product candidates could cause us or regulatory authorities to interrupt, modify, delay or halt clinical trials and could result in a more restrictive label or the delay or denial of regulatory approval by the FDA, the EMA or similar regulatory authorities. Results of clinical trials could reveal a high and unacceptable severity and prevalence of side effects. In such an event, trials could be suspended or terminated and the FDA, the EMA or similar regulatory authorities could order us to cease further development of or deny approval of product candidates for any or all targeted indications. The drug or device-related side effects could affect patient recruitment or the ability of enrolled patients to complete the trial or result in product liability claims. Any of these occurrences may harm our business, financial condition, operating results and prospects.Additionally, if we or others identify undesirable side effects, or other previously unknown problems, caused by JeuveauÂ®, or any of our future product candidates, after obtaining regulatory approval in the United States or other jurisdictions, a number of potentially negative consequences could result, including regulatory authorities withdrawing approval or limiting the marketing of our products, requiring a recall of the product, requiring additional warnings on our product labeling or medication guides or instituting Risk Evaluation and Mitigation Strategies (â€œREMSâ€). In order to mitigate these risks, regulatory authorities may require additional costly clinical trials or costly post-marketing testing and surveillance to monitor the safety or efficacy of the product. As a result of any of these actions our sales of the product may decrease significantly, we may be required to expend material amounts to comply with any requirements of the regulatory authorities, we could be sued in a product liability lawsuit and held liable for harm caused to patients, and our brand and reputation may suffer.We face an inherent risk of product liability as a result of the commercialization of JeuveauÂ®, Evolysseâ„¢, and any of our future product candidates. For example, we may be sued if any product we develop allegedly causes injury or is found to be otherwise unsuitable during product testing, manufacturing, marketing or sale. Any such product liability claims may include allegations of defects in manufacturing, defects in design, a failure to warn of dangers inherent in the product, negligence, strict liability and a breach of warranties. Claims could also be asserted against us under state consumer protection acts. If we cannot successfully defend ourselves against product liability claims, we may incur substantial liabilities or be required to limit commercialization of our products. Even a successful defense would require significant financial and management resources and result in decreased demand for JeuveauÂ®, Evolysseâ„¢ or any future product candidates or products we may develop, termination of clinical trial sites or entire trial programs, injury to our reputation and significant negative media attention, withdrawal of clinical trial participants or cancellation of clinical trials and significant costs and diversion managementâ€™s time to defend the related litigation.Our inability to obtain and maintain sufficient product liability insurance at an acceptable cost and scope of coverage to protect against potential product liability claims could prevent or inhibit the commercialization of JeuveauÂ®, Evolysseâ„¢, or any future products that we develop. We currently carry product liability insurance covering our clinical trials. Although we maintain such insurance, any claim that may be brought against us could result in a court judgment or settlement in an amount that is not covered, in whole or in part, by our insurance or that is in excess of the limits of our insurance coverage. Our insurance policies also have various exclusions and deductibles, and we may be subject to a product liability claim for which we have no coverage. We will have to pay any amounts awarded by a court or negotiated in a settlement that exceed our coverage limitations or that are not covered by our insurance, and we may not have, or be able to obtain, sufficient capital to pay such amounts. Moreover, in the future, we may not be able to maintain insurance coverage at a reasonable cost or in sufficient amounts to protect us against losses.Any of the above events could prevent us from achieving or maintaining market acceptance of the affected product, negatively impact our revenues and could substantially increase the costs of commercializing our products. The demand for our products could also be negatively impacted by any adverse effects of a competitorâ€™s product or treatment.Our failure to successfully in-license, acquire, develop and market additional product candidates or approved products would impair our ability to grow our business.Although most of our effort is focused on the commercialization of JeuveauÂ®, a key element of our long-term strategy is to in-license, acquire, develop, market and commercialize a portfolio of products to serve the cash-pay aesthetic market. JeuveauÂ® is currently our sole commercially available product and Evolysseâ„¢ has not yet been approved for use by the FDA. Our competitors are currently able to bundle multiple aesthetic products to provide a more comprehensive offering than we can as a single product company. Because our internal research and development capabilities are limited, we may be dependent upon pharmaceutical and other companies, academic scientists and other researchers to sell or license products or 55Table of Contentstechnology to us. The success of this strategy depends partly upon our ability to identify and select promising aesthetic product candidates and products, negotiate licensing or acquisition agreements with their current owners and finance these arrangements.The process of proposing, negotiating and implementing a license or acquisition of a product candidate or approved product is lengthy and complex. Other companies, including some with substantially greater financial, marketing, sales and other resources, may compete with us for the license or acquisition of product candidates and approved products. We have limited resources to identify and execute the acquisition or in-licensing of third-party products, businesses and technologies and integrate them into our current infrastructure. Moreover, we may devote resources to potential acquisitions or licensing opportunities that are never completed, or we may fail to realize the anticipated benefits of such efforts. We may not be able to acquire the rights to additional product candidates on terms that we find acceptable, or at all.Further, any product candidates that we acquire may require additional development efforts prior to commercial sale, including preclinical or clinical testing and approval by the FDA, the EMA and other similar regulatory authorities. All product candidates are prone to risks of failure during product development, including the possibility that a product candidate will not be shown to be sufficiently safe and effective for approval by regulatory authorities. In addition, any approved products that we acquire may not be manufactured or sold profitably or achieve market acceptance.We may need to increase the size of our organization, including our sales and marketing capabilities, in order to further market and sell JeuveauÂ® and to commercialize any product candidates, if approved, and we may experience difficulties in managing this growth. As of

September 30, 2024, we had 322 employees, all of whom were full-time employees. Our management and personnel, systems and facilities currently in place may not be adequate to support future growth. Our need to effectively execute our growth strategy requires that we identify, recruit, retain, incentivize and integrate any additional employees to effectively manage any future clinical trials, manage our internal development efforts effectively while carrying out our contractual obligations to third parties, and continue to improve our operational, financial and management controls, reporting systems and procedures.We face risks in building and managing a sales organization whether internally or by utilizing third parties, including our ability to retain and incentivize qualified individuals, provide adequate training to sales and marketing personnel, generate sufficient sales leads, effectively manage a geographically dispersed sales and marketing team, adequately provide complementary products to be offered by sales personnel, which may otherwise put us at a competitive disadvantage relative to companies with more extensive product lines, and handle any unforeseen costs and expenses. Any failure or delay in the development of our internal sales, marketing and distribution capabilities would adversely impact the commercialization of these products. Due to our limited financial resources and our limited experience in managing a company with such anticipated growth, we may not be able to effectively manage the expansion of our operations or recruit and train additional qualified personnel. The physical expansion of our operations may lead to significant costs and may divert our management and business development resources. Any inability to manage growth could delay the execution of our development and strategic objectives or disrupt our operations.Our business may be materially adversely affected by the impact of geopolitical tensions, including the ongoing military conflict between Russia and Ukraine and the conflict in the Middle East, on the global economy and capital markets.U.S. and global markets are experiencing volatility and disruption following the escalation of geopolitical tensions, including the ongoing military conflict between Russia and Ukraine and the ongoing conflict in the Middle East. Although the length and impact of the ongoing military conflict in Ukraine is highly unpredictable, the conflict has led to market disruptions, including significant volatility in commodity prices, credit and capital markets, as well as supply chain interruptions, which could continue. The ongoing conflict in the Middle East or other such geopolitical conflicts, particularly in the regions in which we operate or seek to expand, could have a similar impact.Additionally, the military conflict in Ukraine has led to the imposition of sanctions and other penalties by the U.S., EU and other countries against Russia. Russian military actions and the resulting sanctions have adversely affected the global economy and financial markets and could lead to further instability and lack of liquidity in capital markets, which could make it more difficult for us to obtain additional funds at terms favorable to us, or at all.56Table of ContentsAlthough our business has not been materially impacted by the ongoing military conflicts, it is impossible to predict the extent to which our operations, or those of our suppliers and manufacturers, will be impacted in the short and long term, or the ways in which the conflict may impact our business. The extent and duration of the military action, sanctions and resulting market disruptions are impossible to predict, but could be substantial.Our international operations expose us to risks, and failure to manage these risks may adversely affect our operating results and financial condition.We currently have operations in the United States, Canada, Europe and Australia. International operations are subject to a number of inherent risks, and our future results could be adversely affected by a number of factors, including differences in demand for our products due to local requirements or preferences, the difficulty of hiring and managing employees with cultural and geographic differences and the costs of complying with differing regulatory requirements. Additionally, we may experience difficulties and increased costs due to differences in laws related to enforcing contracts, protecting intellectual property, taxes, tariffs and export regulations. The current conflict between Ukraine and Russia may also impact European economies and consumer discretionary spending negatively, and the conflict in the Middle East may have similar regional impacts. We do not have significant international operations in Russia, Ukraine, Israel, Palestine or the surrounding regions that have been impacted by the conflicts directly.Our international operations will also subject us to risks related to multiple, conflicting and changing laws and regulations such as privacy regulations, including the GDPR, tax laws, export and import restrictions, employment laws, immigration laws, labor laws, regulatory requirements and other governmental approvals, permits and licenses. Additionally, we will face heightened risk of unfair or corrupt business practices in certain geographies and of improper or fraudulent sales arrangements that may impact financial results and result in restatements of, or irregularities in, financial statements. These and other factors could harm our ability to gain future revenue and, consequently, materially impact our business, operating results and financial condition.Fluctuations in currency exchange rates may negatively affect our financial condition and results of operations.Exchange rate fluctuations may affect the costs that we incur in our operations. The main currencies to which we are exposed to such fluctuations are the British pound and the EU euro. The exchange rates between these currencies and the U.S. dollar in recent years have fluctuated significantly and may continue to do so in the future. A depreciation of these currencies against the U.S. dollar will decrease the U.S. dollar equivalent of the amounts derived from foreign operations reported in our consolidated financial statements, and an appreciation of these currencies will result in a corresponding increase in such amounts. The cost of certain items, such as raw materials, manufacturing, employee salaries and transportation and freight, required by our operations may be affected by changes in the value of the relevant currencies. To the extent that we are required to pay for goods or services in foreign currencies, such as under our Symatese U.S. Agreement and Symatese Europe Agreement, which has payments denominated in Euros, the appreciation of such currencies against the U.S. dollar will tend to negatively affect our business. There can be no assurance that foreign currency fluctuations will not have a material adverse effect on our business, financial condition and results of operations.If we fail to attract and keep senior management and key personnel, we may be unable to market and sell JeuveauÂ® successfully, or any future products we develop. Our success depends in part on our continued ability to attract, retain and motivate highly qualified management. We believe that our future success is highly dependent upon the contributions of our senior management, particularly David Moatazedi, our President, Chief Executive Officer and member of our Board of Directors, Sandra Beaver, our Chief Financial Officer, Rui Avelar, our Chief Medical Officer and Head of R&D, and Tomoko Yamagishi-Dressler, our Chief Marketing Officer, as well as other members of our senior management team. The loss of services of any of these individuals could delay or prevent the successful development of our product pipeline, completion of our planned clinical trials or the commercialization of JeuveauÂ®, Evolysseâ„¢ or any future products we develop.In addition, we could experience difficulties attracting and retaining qualified employees in the future. For example, competition for qualified personnel in the pharmaceuticals and medical aesthetic field is intense due to the limited number of individuals who possess the skills and experience required by our industry. We may not be able to attract and retain quality personnel on acceptable terms, or at all. In addition, to the extent we hire personnel from competitors, we may be subject to allegations that they have been improperly solicited or that they have divulged proprietary or other confidential information or that their former employers own their research output.57Table of ContentsOur strategy of focusing exclusively on the cash-pay healthcare market may limit our ability to increase sales or achieve profitability.Our strategy is to focus exclusively on the cash-pay healthcare market. This focus may limit our ability to increase sales or achieve profitability. For example, to maintain our business model, we have chosen not to offer products or services available in the broader healthcare market that are reimbursed by third-party payors such as Medicare, Medicaid or commercial insurance. This eliminates our ability to offer a substantial number of products and indications for JeuveauÂ® or any future products, such as Evolysseâ„¢.For example, under the Daewoong Agreement our rights to market and sell JeuveauÂ® are limited to cosmetic indications and under the Symatese U.S. Agreement and Symatese Europe Agreement our rights are limited to aesthetic and dermatologic uses. Daewoong has subsequently licensed the rights to the therapeutic indications for JeuveauÂ® to a third party. As a result, we do not have the ability to expand the permitted uses of our products for therapeutic indications. JeuveauÂ® is the only U.S. neurotoxin without a therapeutic indication, although other companies may seek to develop a similar product in the future. We believe pursuing an aesthetic-only non-reimbursed product strategy allows for meaningful strategic advantages in the United States, including pricing and marketing flexibility. However, customers may choose to not pass any cost benefits received by them due to such pricing flexibility to their patients. In addition, companies offering aesthetic products competitive to JeuveauÂ®, whether they pursue an aesthetic-only non-reimbursed product strategy or not, may nonetheless try to compete with JeuveauÂ® on price both directly through rebates, promotional programs and coupons and indirectly through attractive product bundling and customer loyalty programs. Our business, financial results and future prospects will be materially harmed if we cannot generate sufficient consumer demand for JeuveauÂ®.Our business involves the use of hazardous materials, and we and our third-party manufacturer and supplier must comply with environmental laws and regulations, which can be expensive and restrict how we do business. Our research and development and manufacturing activities in the future may, and our licensorsâ€™ manufacturing and supplying activities presently do, involve the controlled storage, use and disposal of hazardous materials, including botulinum toxin type A, a key component of JeuveauÂ®, and other hazardous compounds. We and our licensors are subject to laws and regulations governing the use, manufacture, storage, handling and disposal of these hazardous materials. In some cases, these hazardous materials and various wastes resulting from their use are stored at our licensorsâ€™ facilities pending their use and disposal. We and our licensors cannot eliminate the risk of contamination, which could cause an interruption of any of our licensorsâ€™ manufacturing processes, our commercialization efforts, business operations and environmental damage resulting in costly clean-up and liabilities under applicable laws and regulations governing the use, manufacture, storage, handling and disposal of these materials and specified waste products. Although we believe that the safety procedures utilized by our licensors for handling and disposing of these materials generally comply with the standards prescribed by these laws and regulations, this may not eliminate the risk of accidental contamination or injury from these materials. In such an event, we may be held liable for any resulting damages and such liability could exceed our resources, and state or federal or other applicable authorities may curtail our use of certain materials and interrupt our business operations. Furthermore, environmental laws and regulations are complex, change frequently and have tended to become more stringent. We may use third-party collaborators to help us develop, validate or commercialize any new products, and our ability to commercialize such products could be impaired or delayed if these collaborations are unsuccessful. We may license or selectively pursue strategic collaborations for the development, validation and commercialization of JeuveauÂ®, Evolysseâ„¢, and any future product candidates. In any third-party collaboration, we would be dependent upon the success of the collaborators in performing their responsibilities and their continued cooperation. Our collaborators may not cooperate with us or perform their obligations under our agreements with them. Our collaborators may choose to pursue alternative technologies in preference to those being developed in collaboration with us. The development, validation and commercialization of our product candidates will be delayed if collaborators fail to conduct their responsibilities in a timely manner or in accordance with applicable regulatory requirements or if they breach or terminate their collaboration agreements with us. Disputes with our collaborators could also impair our reputation or result in development delays, decreased revenues and litigation expenses.In addition, we may face significant competition in seeking appropriate collaborators. Whether we reach a definitive agreement for a collaboration will depend, among other things, upon our assessment of the collaboratorâ€™s resources and expertise, the terms and conditions of the proposed collaboration and the proposed collaboratorâ€™s evaluation of a number of factors. Those factors may include the design or results of clinical trials, the likelihood of approval by the FDA or similar regulatory authorities outside the United States, the potential market for the subject product candidate, the costs and 58Table of Contentscomplexities of manufacturing and delivering such product candidate to consumers, the potential of competing products, the existence of uncertainty with respect to our ownership of technology, which can exist if there is a challenge to such ownership without regard to the merits of the challenge and industry and market conditions generally. The collaborator may also consider alternative product candidates or technologies for similar indications that may be available to collaborate on and whether such a collaboration could be more attractive than the one with us for our product candidate. Collaborations are complex and time-consuming to negotiate and document. We may not be able to negotiate collaborations on a timely basis, on acceptable terms, or at all. If we are unable to do so, we may have to curtail the development of such product candidate, reduce or delay its development program or one or more of our other development programs, delay its potential commercialization or reduce the scope of any sales or marketing activities, or increase our expenditures and undertake development or commercialization activities at our own expense. If we elect to increase our expenditures to fund development or commercialization activities on our own, we may need to obtain additional capital, which may not be available to us on acceptable terms or at all. If we do not have sufficient funds, we may not be able to further develop our product candidates or bring them to market and generate revenue. Our ability to use our net operating loss carryforwards and certain other tax attributes may be limited.We have incurred substantial losses during our history. To the extent that we continue to generate taxable losses, unused losses will carry forward to offset future taxable income, if any, until such unused losses expire. Under Section 382 of the Internal Revenue Code of 1986, as amended, (the â€œCodeâ€), if a corporation undergoes an â€œownership change,â€ generally defined as a greater than 50% change (by value) in its equity ownership over a three-year period, the corporationâ€™s ability to use its pre-change net operating loss carryforwards (â€œNOLsâ€), and other pre-change tax attributes, such as research tax credits, to offset its post-change income may be limited. As of DecemberÂ 31, 2023, we had $317.7 million of federal NOLs and $227.3 million of state NOLs available to offset our future taxable income, if any. As of DecemberÂ 31, 2023, we had federal research and development credit carryforwards of $2.9 million. These federal and state NOLs and federal research and development tax credit carryforwards expire at various dates beginning in 2034. We may experience ownership changes in the future as a result of subsequent shifts in our stock ownership. As a result, if we earn net taxable income, our ability to use our pre-change NOLs to offset U.S. federal taxable income may be subject to limitations, which could potentially result in increased future tax liability to us. In addition, at the state level, there may be periods during which the use of NOLs is suspended or otherwise limited, which could accelerate or permanently increase state taxes owed.Increases in interest rates would increase the cost of servicing our debt and could reduce our profitability and limit our cash available to fund our growth strategy.The Pharmakon Term Loans have, and any additional debt we subsequently incur may have, a variable rate of interest. Higher interest rates could increase debt service requirements on our current variable rate indebtedness (even though the amount borrowed remains the same) and on any debt we subsequently incur, and could reduce funds available for operations, future business opportunities or other purposes and materially and adversely affect our profitability, cash flows and results of operations.On May 9, 2023, we and Pharmakon entered into the Third Amendment to the Loan Agreement. Among other changes, the Third Amendment implements the transition from a London Interbank Offered Rate (â€œLIBORâ€) based interest rate to a Secured Overnight Financing Rate (â€œSOFRâ€) based interest rate. SOFR is calculated differently from LIBOR and since the initial publication of SOFR, daily changes in the rate have, on occasion, been more volatile than daily changes in comparable benchmark or market rates. It is possible that SOFR over time may bear little or no relation to the historical actual or historical indicative data. It is possible that the volatility of and uncertainty around SOFR as a LIBOR replacement rate and the applicable credit adjustment would result in higher borrowing costs for us, and could adversely affect our liquidity, financial condition, and earnings. The consequences of these developments with respect to LIBOR cannot be entirely predicted and span multiple future periods but could result in an increase in the cost of our variable rate debt which may negatively impact our financial results.Risks Related to Our Relationship with Our LicensorsWe rely on the Daewoong Agreement, the Symatese U.S. Agreement and the Symatese Europe Agreement and any termination or loss of significant rights, including exclusivity, under these agreements would materially and adversely affect our business. Our ability to exclusively commercialize JeuveauÂ® and Evolysseâ„¢ are completely dependent on the Daewoong Agreement, the Symatese U.S. Agreement and Symatese Europe Agreement, respectively. Under each agreement we have numerous 59Table of Contentsobligations, including minimum product purchases, milestone payments and commercialization and development obligations. If we breach any material obligation, our partners may terminate or decrease our rights under the agreements. If we were to lose rights under the Daewoong Agreement, or either of the Symatese Agreements, we would experience an immediate reduction in our revenues and future business opportunities. We believe it would be difficult to find an alternative supplier of these products. In addition, to the extent the alternative supplier has not secured regulatory approvals in a jurisdiction, we would have to expend significant resources to obtain regulatory approvals that may never be obtained or require several years to obtain, which could significantly delay commercialization. We may be unable to raise additional capital to fund our operations during this extended time on terms acceptable to us or at all. Additionally, if we experience delays as a result of a dispute with either of our partners the demand for our products could be materially and adversely affected.We currently rely solely on Daewoong to manufacture JeuveauÂ® and on Symatese to manufacture Evolysseâ„¢ and as such, any production or other problems with either licensor could adversely affect us.We depend solely upon Daewoong for the manufacturing of JeuveauÂ® and on Symatese to manufacture Evolysseâ„¢. Although alternative sources of supply may exist, the number of third-party suppliers with the necessary manufacturing and regulatory expertise and facilities is limited, and it could be expensive and take a significant amount of time to arrange for and qualify alternative suppliers, which could have a material adverse effect on our business. Suppliers of any new product candidate would be required to qualify under applicable regulatory requirements and would need to have sufficient rights under applicable intellectual property laws to the method of manufacturing the product candidate. Obtaining the necessary FDA approvals or other qualifications under applicable regulatory requirements and ensuring non-infringement of third-party intellectual property rights could result in a significant interruption of supply and could require the new manufacturer to bear significant additional costs which may be passed on to us.In addition, our reliance on Daewoong and Symatese entails additional risks, including reliance on our partners for regulatory compliance and quality assurance, the possible breach of either the Daewoong Agreement by Daewoong or the Symatese U.S. Agreement and

Symatese Europe Agreement by Symatese, and the possible termination or nonrenewal of either agreement at a time that is costly or inconvenient for us. Our failure, or the failure of our partners, to comply with applicable regulations could result in sanctions being imposed on us, including fines, injunctions, civil penalties, delays, suspension or withdrawal of approvals, license revocation, seizures or recalls of products, operating restrictions and criminal prosecutions, any of which could significantly and adversely affect supplies of our products. Our dependence on our partners also subjects us to all of the risks related to our partnerâ€™s business, which are all generally beyond our control. Our partnersâ€™ ability to perform their obligations under their respective agreements is dependent on their operational and financial health, which could be negatively impacted by several factors, including changes in the economic, political and legislative conditions in their home countries and the broader region in general and the ability of our partners to continue to successfully attract customers and compete in its market. Additionally, we are dependent on our licensors for day-to-day compliance with current good manufacturing practice (â€œcGMPâ€) for production of our products. Facilities used by our licensors to produce the drug substance, devices and materials or finished products for commercial sale must pass inspection and be approved by the FDA and other relevant regulatory authorities. If the safety of our products is compromised due to a failure to adhere to applicable laws or for other reasons, we may not be able to successfully commercialize our product and we may be held liable for injuries sustained as a result. In addition, the manufacturing facilities of certain of our suppliers are located outside of the United States. This may give rise to difficulties in importing our product into the United States or other countries as a result of, among other things, regulatory agency approval requirements, taxes, tariffs, local import requirements such as import duties or inspections, incomplete or inaccurate import documentation or defective packaging. Any of these factors could adversely impact our ability to effectively market and sell our products.Any failure or refusal by our licensors or any other third party to supply our products that we may develop could delay, prevent or impair our clinical development or commercialization efforts.Moreover, our licensors developed the manufacturing process for our products in facilities outside the United States. If these facilities were to be damaged, destroyed or otherwise unable to operate or comply with regulatory requirements, whether due to earthquakes, fire, floods, hurricanes, storms, tornadoes, other natural disasters, public health emergencies, employee malfeasance, terrorist acts, power outages or otherwise, or if operations at the facility is disrupted for any other reason, such an event could jeopardize our licensorsâ€™ ability to manufacture our products as promptly as we or our customers expect or possibly at all. If our licensors are unable to manufacture our products within a timeframe that meets our and our customersâ€™ expectations, our business, prospects, financial results and reputation could be materially harmed. Any disaster recovery and business continuity plans that we and our licensors may have in place or put in place may not be adequate in the event of a 60Table of Contentsserious disaster or similar event. We may incur substantial expenses as a result of our or our licensorsâ€™ lack of disaster recovery and business continuity plans, or the adequacy thereof, which could have a material adverse effect on our business.We forecast the demand for commercial quantities of our products, and if our forecasts are inaccurate, we may experience delays in shipments, increased inventory costs or inventory levels, and reduced cash flow.We purchase our products from our licensors, Daewoong and, subject to regulatory approval, Symatese. Pursuant to our agreements with our licensors, we are obligated to submit forecasts of anticipated product orders and may, from time to time, submit purchase orders on the basis of these forecasting requirements. For a variety of reasons we may not be able to accurately predict future demand. In addition, we expect our licensors to manufacture our products for other markets in which we do not have exclusive rights. If our business significantly expands, our demand for commercial products would increase and our licensors may be unable to meet our increased demand. In addition, our products have fixed future expiration dates. If we overestimate demand for our products, we will have excess inventory, which may have to be disposed of if such inventory exceeds approved expiration dates, which would result in lost revenues and increase our expenses. If we underestimate requirements for our products, we may have inadequate inventory, which could interrupt, delay or prevent delivery of our products to our customers. Any of these occurrences would negatively affect our financial performance.Risks Related to Intellectual Property Third-party claims of intellectual property infringement may prevent or delay our commercialization efforts and interrupt our supply of products.Our commercial success depends in part on our avoiding infringement of the proprietary rights of third parties. Competitors in the field of dermatology, medical aesthetic and neurotoxins have developed large portfolios of patents and patent applications in fields relating to our business. In particular, there are patents held by third parties that relate to the treatment with neurotoxin-based products for the indication we are currently marketing. There may also be patent applications that have been filed but not published that, when issued as patents, could be asserted against us. There is a substantial amount of litigation, both within and outside the United States, involving patent and other intellectual property rights in the technology, medical device and pharmaceutical industries, including patent infringement lawsuits, interferences, oppositions and inter-party reexamination proceedings before the U.S. Patent and Trademark Office (â€œUSPTOâ€). Numerous U.S. and foreign issued patents and pending patent applications, which are owned by third parties, exist in the fields in which we are developing JeuveauÂ®. As the technology, medical device and pharmaceutical industries expand and more patents are issued, the risk increases that our product candidates may be subject to claims of infringement of the patent rights of third parties.Third parties may assert that we or any of our current or future licensors, including Daewoong, are employing their proprietary technology without authorization. There may be third-party patents or patent applications with claims to materials, methods of manufacture or methods for treatment related to the use or manufacture of JeuveauÂ® or any future product candidates. Because patent applications can take many years to issue, there may be currently pending patent applications that may later result in issued patents that JeuveauÂ® or any future product candidates may infringe. In addition, third parties may obtain patents in the future and claim that use of our technologies infringes upon these patents. If any third-party patents were held by a court of competent jurisdiction to cover the manufacturing process of JeuveauÂ® or any future product candidates, the holders of any such patents may be able to block our ability to commercialize such product candidate unless we obtain a license under the applicable patents or until such patents expire. Similarly, if any third-party patent were held by a court of competent jurisdiction to cover aspects of our methods of use, the holders of any such patent may be able to block our ability to develop and commercialize the applicable product candidate unless we obtain a license or until such patent expires. In either case, such a license may not be available on commercially reasonable terms or at all.In addition to claims of patent infringement, third parties may bring claims against us asserting misappropriation of proprietary technology or other information in the development, manufacture and commercialization of JeuveauÂ® or any of our future product candidates. Defense of such a claim would require dedicated time and resources, which time and resources could otherwise be used by us toward the maintenance of our own intellectual property and the development and commercialization of JeuveauÂ® and any of our future product candidates or by any of our current or future licensors for operational upkeep and manufacturing of our products. For example, prior to entering into the Medytox Settlement Agreement, we were a defendant in a lawsuit brought by Medytox in the Superior Court of the State of California (the â€œMedytox Litigationâ€), and a respondent in the ITC Action, each alleging, among other things, that Daewoong stole Medytoxâ€™s botulinum toxin bacterial (â€œBTXâ€) strain, that Daewoong misappropriated certain trade secrets of Medytox, including the process used to manufacture JeuveauÂ® (which Medytox claims is similar to its biopharmaceutical drug, Meditoxin) using the BTX strain, and that Daewoong thereby interfered with Medytoxâ€™s plan to license Meditoxin to us. 61Table of ContentsEach of the Medytox Litigation and the ITC Action diverted the attention of our senior management and were costly, in terms of legal costs and the ultimate payments and royalties to be paid under the Medytox Settlement Agreement.Additionally, we are aware that multiple entrants into the injectable hyaluronic acid market have faced litigation related to allegations of intellectual property infringement and have either expended large amounts of money to defend these claims, attempted to invalidate a third-partyâ€™s intellectual property as a defense, or have entered into settlement and license agreements in order to commercialize their injectable hyaluronic acid products. As the importer of record and commercial distributor of Evolysseâ„¢, we may be required to defend these cases, which may result in increased legal costs and royalty costs.Parties making claims against us or any of our current or future licensors may request and obtain injunctive or other equitable relief, which could effectively block our ability to further develop and commercialize one or more of our product candidates. Defense of these claims, regardless of their merit, would involve substantial litigation expense and would be a substantial diversion of employee resources from our business. In the event of a successful claim of infringement, we or any of our current or future licensors may have to pay substantial damages, including treble damages and attorneysâ€™ fees for willful infringement, obtain one or more licenses from third parties which may not be commercially or more available, pay royalties or redesign our infringing products or manufacturing processes, which may be impossible or require substantial time and monetary expenditure. Furthermore, even in the absence of litigation, we may need to obtain licenses from third parties to advance our research, manufacture clinical trial supplies or allow commercialization of our products or any future product candidates. We may fail to obtain any of these licenses at a reasonable cost or on reasonable terms, if at all. In that event, we would be unable to further develop and commercialize one or more of our product candidates, which could harm our business significantly. Similarly, third-party patents could exist that might be enforced against our products, resulting in either an injunction prohibiting our sales, or with respect to our sales, an obligation on our part to pay royalties and/or other forms of compensation to third parties.If we or any of our current or future licensors, including Daewoong and Symatese, are unable to maintain, obtain or protect intellectual property rights related to our products, we may not be able to compete effectively in our market.We and our current licensors, Daewoong and Symatese, currently rely upon a combination of trademarks, trade secret protection, confidentiality agreements and proprietary know-how. Botulinum toxin cannot be patented, as it is produced by Clostridium botulinum, a gram-positive, rod-shaped, anaerobic, spore-forming, motile bacterium with the ability to produce the neurotoxin botulinum. Only the manufacturing process for botulinum toxin can be patented, for which Daewoong has obtained a U.S. patent. Our trade secrets and other confidential proprietary information and those of our licensors could be disclosed or competitors could otherwise gain access to our trade secrets or independently develop substantially equivalent information and techniques. Further, the laws of some foreign countries do not protect proprietary rights to the same extent or in the same manner as the laws of the United States. As a result, we or any of our current or future licensors may encounter significant problems in protecting and defending our or their intellectual property both in the United States and internationally. If we or any of our current or future licensors are unable to prevent material disclosure of the non-patented intellectual property related to our products to third parties, we may not be able to establish or maintain a competitive advantage in our market, which could adversely affect our business.In addition to the protection afforded by trademarks, confidentiality agreements and proprietary know-how, we may in the future rely upon in-licensed patents for any future product offerings. The strength of patents we may in-license in the technology and healthcare fields involves complex legal and scientific questions and can be uncertain. The patent applications that we may in-license may fail to result in issued patents with claims that cover any of our future product candidates in the United States or in other foreign countries, and the issued patents that we may in-license may be declared invalid or unenforceable. We are reliant on the ability of our licensors, to maintain their intellectual property and protect their intellectual property against misappropriation, infringement or other violation. We may not have primary control over our future licensorsâ€™ patent prosecution activities. Furthermore, we may not be allowed to comment on prosecution strategies, and patent applications may be abandoned by the patent owner without our knowledge or consent. With respect to patents that are issued to our licensors, or patents that may be issued on patent applications, third parties may challenge their validity, enforceability or scope, which may result in such patents being narrowed or invalidated. As a licensee, we are reliant on Daewoong, Symatese, and our future licensors to defend any third-party claims. Our licensors may not defend or prosecute such actions as vigorously or in the manner that we would have if entitled to do so, and we will be subject to any judgment or settlement resulting from such actions. Also, a third-party may challenge the validity of our in-licensing transactions. Furthermore, even 62Table of Contentsif they are unchallenged, any of our future in-licensed patents and patent applications may not adequately protect the licensors or our intellectual property or prevent others from designing around their or our claims.We may become involved in lawsuits to protect or enforce our intellectual property or the patents and other intellectual property of our licensors, which could be expensive and time-consuming. Competitors may infringe our intellectual property, including any future patents we may acquire, or the patents and other intellectual property of our licensors, including Daewoong or Symatese. As a result, we or any of our current or future licensors may be required to file infringement claims to stop third-party infringement or unauthorized use. This can be expensive, particularly for a company of our size, and time-consuming. In addition, in an infringement proceeding, a court may decide that a patent of ours or any of our current or future licensors is not valid or is unenforceable, or may refuse to stop the other party from using the technology at issue on the grounds that our patent claims do not cover its technology or that the factors necessary to grant an injunction against an infringer are not satisfied. An adverse determination of any litigation or other proceedings could put one or more of such patents at risk of being invalidated or interpreted narrowly. Interference, derivation or other proceedings brought at the USPTO may be necessary to determine the priority or patentability of inventions with respect to any of our future patent applications or those of our licensors or collaborators. Litigation or USPTO proceedings brought by us or any of our current or future licensors may fail or may be invoked against us or our licensors by third parties. Even if we are successful, domestic or foreign litigation or USPTO or foreign patent office proceedings may result in substantial costs and distraction to our management or the management of any of our current or future licensors, including Daewoong or Symatese. We may not be able, alone or with any of our current or future licensors or collaborators, to prevent misappropriation of our proprietary rights, particularly in countries where the laws may not protect such rights as fully as in the United States. Furthermore, because of the substantial amount of discovery required in connection with intellectual property litigation or other proceedings, there is a risk that some of our confidential information could be compromised by disclosure during this type of litigation or proceedings. In addition, during the course of this kind of litigation or proceedings, there could be public announcements of the results of hearings, motions or other interim proceedings or developments or public access to related documents. If investors perceive these results to be negative, the market price for our common stock could be significantly harmed. Most of our competitors are larger than we are and have substantially greater resources. They are, therefore, likely to be able to sustain the costs of complex patent litigation longer than we could. Accordingly, despite our efforts, we may not be able to prevent third parties from infringing upon or misappropriating our intellectual property. In addition, the uncertainties associated with litigation could compromise our ability to raise the funds necessary to continue our clinical trials, continue our internal research programs, or in-license needed technology or other product candidates. There could also be public announcements of the results of the hearing, motions, or other interim proceedings or developments. If securities analysts or investors perceive those results to be negative, it could cause the price of shares of our common stock to decline.We may not be able to protect our intellectual property rights throughout the world. Filing, prosecuting and defending patents on product candidates in all countries throughout the world would be prohibitively expensive, and our intellectual property rights in some countries outside the United States can be less extensive than those in the United States. In addition, the laws of some foreign countries do not protect intellectual property rights to the same extent as federal and state laws in the United States and in some cases may even force us to grant a compulsory license to competitors or other third parties. Consequently, we may not be able to prevent third parties from using our inventions in all countries outside the United States or from selling or importing products made using our inventions in and into the United States or other jurisdictions. Competitors may use our technologies in jurisdictions where we have not obtained patent protection to develop their own products and further, may export otherwise infringing products to territories where we have patent protection, but enforcement is not as strong as that in the United States. These products may compete with our products and our patents or other intellectual property rights may not be effective or sufficient to prevent them from competing. Many companies have encountered significant problems in protecting and defending intellectual property rights in foreign jurisdictions. The legal systems of certain countries, particularly certain developing countries, do not favor the enforcement of patents and other intellectual property protection, particularly those relating to biopharmaceuticals, which could make it difficult for us to stop the infringement of our patents or marketing of competing products in violation of our proprietary rights generally. Proceedings to enforce our patent rights in foreign jurisdictions could result in substantial costs and divert our efforts and attention from other aspects of our business, could put our patents at risk of being invalidated or interpreted 63Table of Contentsnarrowly and our patent applications at risk of not issuing and could provoke third parties to assert claims against us. We may not prevail in any lawsuits that we initiate, and the damages or other remedies awarded, if any, may not be commercially meaningful. Accordingly, our efforts to enforce our intellectual property rights around the world may be inadequate to obtain a significant commercial advantage from the intellectual property that we develop or license. In addition, our ability to protect and enforce our intellectual property rights may be adversely affected by unforeseen changes in domestic and foreign intellectual property laws. If we are unable to protect the confidentiality of our trade secrets, our business and competitive position would be harmed.In addition to seeking patents for our product candidates, we also rely on trade secrets, including unpatented know-how, technology and other proprietary information, to maintain our competitive position.We seek to protect our trade secrets, in part, by entering into non-disclosure and confidentiality agreements with parties who have access to them, such as our employees, collaborators, consultants, advisors and other third parties. We expect to enter into confidentiality and invention assignment agreements with our employees and consultants. Despite these efforts, any of these parties may breach the agreements and disclose our proprietary information, including our trade secrets, and we may not be able to obtain adequate remedies for such breaches. Enforcing a claim that a party illegally

disclosed or misappropriated a trade secret is difficult, expensive and time-consuming, and the outcome is unpredictable. In addition, some courts within and outside the United States are less willing or unwilling to protect trade secrets. If any of our trade secrets were to be lawfully obtained or independently developed by a competitor, we would have no right to prevent them, or those to whom they communicate it, from using that technology or information to compete with us. If any of our trade secrets were to be disclosed to or independently developed by a competitor, our competitive position would be harmed.We may be subject to claims that our employees, consultants or independent contractors have wrongfully used or disclosed confidential information of third parties.We employ individuals who were previously employed at other pharmaceutical or medical aesthetic companies. We may be subject to claims that we or our employees, consultants or independent contractors have inadvertently or otherwise used or disclosed confidential information of our employeesâ€™ former employers or other third parties. We may also be subject to claims that former employers or other third parties have an ownership interest in our patents. Litigation may be necessary to defend against these claims. We may not be successful in defending these claims, and even if we are successful, litigation could result in substantial cost and be a distraction to our management and other employees. Any litigation or the threat thereof may adversely affect our ability to hire employees. A loss of key personnel or their work product could diminish or prevent our ability to commercialize product candidates, which could have an adverse effect on our business, results of operations and financial condition.We may need to license intellectual property from third parties, and such licenses may not be available or may not be available on commercially reasonable terms.A third party may hold intellectual property, including patent rights that are important or necessary to the development of Evolysseâ„¢ or our future product candidates including certain formulations and methods of production of these products. It may be necessary for us to use the patented or proprietary technology of third parties to commercialize our product candidates, in which case we would be required to obtain a license from these third parties on commercially reasonable terms, or our business could be harmed, possibly materially.If our trademarks and trade names are not adequately protected, then we may not be able to build name recognition in our markets of interest and our business may be adversely affected.Our registered or unregistered trademarks or trade names may be challenged, infringed, circumvented or declared generic or determined to be infringing on other marks. We may not be able to protect our rights to these trademarks and trade names, which we need to build name recognition by potential partners or customers in our markets of interest. Over the long term, if we are unable to establish name recognition based on our trademarks and trade names, then we may not be able to compete effectively, and our business may be adversely affected.Third parties may assert that we are using trademarks or trade names that are confusingly similar to their marks. If any third party were able to establish that our trademarks or trade names were infringing their marks, that third party may be able to block our ability to use the infringing trademark or trade name. In addition, if a third party were to bring such a claim, we 64Table of Contentswould be required to dedicate time and resources to fight the claim, which time and resources could otherwise be used toward the maintenance of our own intellectual property.Parties making claims against us may request and obtain injunctive or other equitable relief, which could prevent our ability to use the subject trademarks or trade names. Defense of these claims, regardless of their merit, would involve substantial litigation expense and would be a substantial diversion of employee resources from our business. In the event of a successful claim of infringement against us, we may have to pay substantial damages, including treble damages and attorneysâ€™ fees for willful infringement. We may be required to re-brand one or more of our products, product candidates, or services offered under the infringing trademark or trade name, which may require substantial time and monetary expenditure. Third parties could claim senior rights in marks which might be enforced against our use of trademarks or trade names, resulting in either an injunction prohibiting our sales under those trademarks or trade names.Risks Related to Government Regulation Our business and products are subject to extensive government regulation. We are subject to extensive, complex, costly and evolving regulation by federal and state governmental authorities in the United States, the EU, Canada, Australia and other countries, principally by the FDA, the U.S. Drug Enforcement Administration, the Centers for Disease Control and Prevention, the EMA and other similar regulatory authorities. Our partners Daewoong and Symatese are also subject to extensive regulation by the FDA and their own countryâ€™s regulatory authorities as well as other regulatory authorities. Our failure to comply with all applicable regulatory requirements, or our partnerâ€™s failure to comply with applicable regulatory requirements, including those promulgated under the Federal Food, Drug, and Cosmetic Act, the Public Health Service Act, and the Controlled Substances Act, may subject us to operating restrictions and criminal prosecution, monetary penalties and other enforcement or administrative actions, including, sanctions, warnings, product seizures, recalls, fines, injunctions, suspension, revocation of approvals, or exclusion from future participation in the Medicare and Medicaid programs. Following regulatory approval, we, and our direct and indirect suppliers, including Daewoong and Symatese, remain subject to the periodic inspection of our plants and facilities, review of production processes, and testing of our products to confirm that we are in compliance with all applicable regulations. Adverse findings during regulatory inspections may result in requirements that we implement REMS programs, requirements that we complete government mandated clinical trials, and government enforcement actions including those relating to labeling, advertising, marketing and promotion, as well as regulations governing manufacturing controls. If we experience delays in obtaining approval or if we fail to obtain approval of our product candidates, the commercial prospects for our product candidates may be harmed and our ability to generate revenue will be materially impaired.We may not obtain regulatory approval for the commercialization of any of our current and future product candidates. The research, testing, manufacturing, labeling, approval, selling, import, export, marketing and distribution of drug and biologic products, such as our neurotoxin product, and medical devices, such as our Evolysseâ„¢ injectable hyaluronic acid product candidates, are subject to extensive regulation by the FDA and other regulatory authorities in the United States and other countries, with regulations differing from country to country. If we, our products or the manufacturing facilities for our products fail to comply with applicable regulatory requirements, a regulatory agency may:â€¢impose restrictions on the marketing or manufacturing of the product, suspend or withdraw product approvals or revoke necessary licenses;â€¢issue warning letters, show cause notices or untitled letters describing alleged violations, which may be publicly available;â€¢mandate modifications to promotional materials or require us to provide corrective information to aesthetic practitioners;â€¢require us to enter into a consent decree, which can include imposition of various fines, reimbursements for inspection costs, required due dates for specific actions and penalties for noncompliance;â€¢commence criminal investigations and prosecutions;â€¢impose injunctions;65Table of Contentsâ€¢impose other civil or criminal penalties;â€¢suspend any ongoing clinical trials;â€¢delay or refuse to approve pending applications or supplements to approved applications filed by us;â€¢refuse to permit drugs or active ingredients to be imported or exported;â€¢suspend or impose restrictions on operations, including costly new manufacturing requirements; or â€¢seize or detain products or require us to initiate a product recall.Any of the foregoing could materially harm our business and reputation. Prior to obtaining approval to commercialize a product candidate in the United States or abroad, we or our collaborators must demonstrate with substantial evidence from well-controlled clinical trials, and to the satisfaction of the FDA, the EMA or other similar foreign regulatory authorities, that such product candidates are safe and effective for their intended uses. Results from preclinical studies and clinical trials can be interpreted in different ways. Even if we and our collaborators believe the preclinical or clinical data for our product candidates are promising, such data may not be sufficient to support approval by the FDA, the EMA and other similar regulatory authorities. Administering product candidates to humans may produce undesirable side effects, which could interrupt, delay or halt clinical trials and result in the FDA, the EMA or other similar regulatory authorities delaying or denying approval of a product candidate for any or all targeted indications. Regulatory approval of a BLA or BLA supplement, PMA, marketing authorization application (â€œMAAâ€), or other product approval is not guaranteed, and the approval process is expensive and may take several years. The FDA, the EMA and other regulatory authorities have substantial discretion in the approval process. Despite the time and expense expended, failure can occur at any stage, and we could encounter problems that cause us to abandon, modify or repeat clinical trials, or perform additional preclinical studies and clinical trials. The number of preclinical studies and clinical trials that will be required for the FDA, the EMA or other regulatory approval varies depending on the product candidate, the disease or condition that the product candidate is designed to address and the regulations applicable to any particular product candidate. The FDA, the EMA and other regulatory authorities can delay, limit or deny approval of a product candidate for many reasons, including the following:â€¢a product candidate may not be deemed safe, effective, pure or potent;â€¢the data from preclinical studies and clinical trials may not be deemed sufficient;â€¢the FDA or other regulatory authorities might not approve our third-party manufacturersâ€™ processes or facilities; â€¢deficiencies in the formulation, quality control, labeling, or specifications of a product candidate or in response to citizen petitions or similar documents filed in connection with the product candidate;â€¢general requirements intended to address risks associated with a class of drugs, such as a new REMS requirement for neurotoxins, injectable hyaluronic acid gels or other aesthetic products;â€¢the enactment of new laws or promulgation of new regulations that change the approval requirements; orâ€¢the FDA or other regulatory authorities may change their approval policies or adopt new regulations.If any future product candidates fail to demonstrate safety and efficacy in clinical trials or do not gain approval, our business and results of operations will be materially and adversely harmed. We are subject to ongoing regulatory obligations and continued regulatory review, which may result in significant additional expense, limit or delay regulatory approval and subject us to penalties if we fail to comply with applicable regulatory requirements.JeuveauÂ® and, subject to regulatory approval in the United States, Evolysseâ„¢ and any other products that are approved in the future, are subject to continual regulatory review by the FDA, the EMA and other similar regulatory authorities. Any regulatory approvals that we or our collaborators receive for any future product candidates may also be subject to limitations on the approved indications for which the product may be marketed or to the conditions of approval, or contain requirements for potentially costly post-marketing testing, including Phase IV clinical trials, and surveillance to monitor the safety and 66Table of Contentsefficacy of the product. In addition, the manufacturing processes, labeling, packaging, distribution, adverse event reporting, storage, advertising, promotion and recordkeeping for JeuveauÂ® and any other future product candidates, such as Evolysseâ„¢, will be subject to extensive and ongoing regulatory requirements. These requirements include submissions of safety and other post-marketing information and reports, registration, as well as continued compliance with cGMP requirements and compliance with good clinical practice (â€œGCPâ€) requirements, for any clinical trials that we conduct post-approval. Later discovery of previously unknown problems with JeuveauÂ® or any future product candidates, including adverse events of unanticipated severity or frequency, or with our third-party manufacturers or manufacturing processes, or failure to comply with regulatory requirements, may result in, among other things: restrictions on the marketing or manufacturing of the product, withdrawal of the product from the market, or voluntary or mandatory product recalls; fines, warning letters or holds on clinical trials; refusal by the FDA, the EMA or other similar regulatory authorities to approve pending applications or supplements to approved applications filed by us or our strategic collaborators or suspension or revocation of product license approvals; product seizure or detention or refusal to permit the import or export of products; and injunctions or the imposition of civil or criminal penalties.Our ongoing regulatory requirements may also change from time to time, potentially harming or making costlier our commercialization efforts. If we are slow or unable to adapt to changes in existing requirements or the adoption of new requirements or policies, or if we are not able to maintain regulatory compliance, we may lose any marketing approval that we may have obtained and we may not achieve or sustain profitability, which would adversely affect our business. If we fail to obtain regulatory approvals in foreign jurisdictions for JeuveauÂ® or any future product candidates, we will be unable to market our products outside of the United States. In addition to regulations in the United States, we are and will be subject to a variety of foreign regulations governing manufacturing, clinical trials, commercial sales and distribution of our future products. Whether or not we obtain FDA approval for a product candidate, we must obtain approval of the product by the comparable regulatory authorities of foreign countries before commencing clinical trials or marketing in those countries. The approval procedures vary among countries and can involve additional clinical testing, and the time required to obtain approval may differ from that required to obtain FDA approval. Clinical trials conducted in one country may not be accepted by regulatory authorities in other countries. Approval by the FDA does not ensure approval by regulatory authorities in other countries, and approval by one or more foreign regulatory authorities does not ensure approval by regulatory authorities in other foreign countries or by the FDA. The foreign regulatory approval process may include all of the risks associated with obtaining FDA approval. We may not be able to file for regulatory approvals or to do so on a timely basis, and even if we do file, we may not receive necessary approvals to commercialize our products in markets outside of the United States. JeuveauÂ® or any future products may cause or contribute to adverse medical events that we are required to report to regulatory agencies and if we fail to do so, we could be subject to sanctions that would materially harm our business. Some participants in our clinical trials have reported adverse events after being treated with JeuveauÂ®. As we commercialize JeuveauÂ® or any other product candidate, including Evolysseâ„¢, the FDA and other regulatory agency regulations require that we report certain information about adverse medical events if those products may have caused or contributed to those adverse events. The timing of our obligation to report would be triggered by the date we become aware of the adverse event as well as the nature of the event. We may fail to report adverse events that we become aware of within the prescribed timeframe. We may also fail to appreciate that we have become aware of a reportable adverse event, especially if it is not reported to us as an adverse event or if it is an adverse event that is unexpected or removed in time from the use of our products. If we fail to comply with our reporting obligations, the FDA, the EMA or other similar regulatory authorities could take action including criminal prosecution, the imposition of civil monetary penalties, seizure of our products, or delay in approval or clearance of future products. We may in the future be subject to various U.S. federal and state laws pertaining to health care fraud and abuse, including anti-kickback, self-referral, false claims and fraud laws, and any violations by us of such laws could result in fines or other penalties. While we do not expect that JeuveauÂ® or Evolysseâ„¢ will subject us to the various U.S. federal and most state laws intended to prevent health care fraud and abuse, we may in the future become subject to such laws. The Anti-Kickback Statute prohibits the offer, receipt, or payment of remuneration in exchange for or to induce the referral of patients or the use of products or services that would be paid for in whole or part by Medicare, Medicaid or other federal health care programs. Remuneration has been broadly defined to include anything of value, including cash, improper discounts, and free or reduced-price items and services. Many states have similar laws that apply to their state health care programs as well as 67Table of Contentsprivate payors. Violations of anti-kickback and other applicable laws can result in exclusion from federal health care programs and substantial civil and criminal penalties. The federal False Claims Act (â€œFCAâ€), imposes liability on persons who, among other things, present or cause to be presented false or fraudulent claims for payment by a federal health care program. The FCA has been used to prosecute persons submitting claims for payment that are inaccurate or fraudulent, that are for services not provided as claimed, or for services that are not medically necessary. The FCA includes a whistleblower provision that allows individuals to bring actions on behalf of the federal government and share a portion of the recovery of successful claims. Some state law equivalents of the above federal laws, such as the Anti-Kickback Statute and FCA, apply to items or services regardless of whether the good or service was reimbursed by a government program, so called all-payor laws. These all-payor laws could apply to our sales and marketing activities even if the Anti-Kickback Statute and FCA laws are inapplicable.If our marketing or other arrangements were determined to violate anti-kickback or related laws, including the FCA or an all-payor law, then we could be subject to penalties, including administrative, civil and criminal penalties, damages, fines, disgorgement, the exclusion from participation in federal and state healthcare programs, individual imprisonment or the curtailment or restructuring of our operations, any of which could materially and adversely affect our ability to operate our business and our financial results. State and federal authorities have aggressively targeted pharmaceutical companies for alleged violations of these anti-fraud statutes, based on improper research or consulting contracts with doctors, certain marketing arrangements with pharmacies and other healthcare providers that rely on volume-based pricing, off-label marketing schemes, and other improper promotional practices. Companies targeted in such prosecutions have paid substantial fines, have been ordered to implement extensive corrective action plans, and have in many cases become subject to consent decrees severely restricting the manner in which they conduct their business, among other consequences. Additionally, federal and state regulators have brought criminal actions against individual employees responsible for alleged violations. If we become the target of such an investigation or prosecution based on our contractual relationships with providers or institutions, or our marketing and promotional practices, we could face similar sanctions, which would materially harm our business. Also, the FCPA and similar worldwide anti-bribery laws generally prohibit companies and their intermediaries from making improper payments to non-U.S. officials for the purpose of obtaining or retaining business. Our internal control policies and procedures may not protect us from reckless or negligent acts committed by our employees, future distributors, partners, collaborators or agents. Violations of these laws, or allegations of such violations, could result in fines, penalties or prosecution and have a negative impact on our business, results of operations and reputation.Legislative or regulatory healthcare reforms in the United States and other countries may make it more difficult and costly for us to obtain regulatory clearance or approval of any future product candidates and to produce, market, and distribute our products after clearance or approval is obtained. From time to time, legislation is drafted and introduced in the U.S. Congress or other countries that could significantly change the statutory provisions governing the regulatory clearance or approval, manufacture, and marketing of regulated products or the reimbursement thereof. In addition, regulations and guidance are often revised or reinterpreted by the FDA and other regulatory authorities in ways that may significantly affect our business and our products. Any new regulations or revisions or reinterpretations of existing regulations may

impose additional costs or lengthen review times of any future product candidates. Such changes could, among other things, require changes to manufacturing or marketing methods, changes to product labeling or promotional materials, recall, replacement, or discontinuance of one or more of our products; and additional recordkeeping.Each of these would likely entail substantial time and cost and could materially harm our business and our financial results. In addition, delays in receipt of or failure to receive regulatory clearances or approvals for any future products would harm our business, financial condition and results of operations.68Table of ContentsRisks Related to Our Common StockSecurities class action and derivative lawsuits have been filed against us and certain of our officers and directors, which could result in substantial costs and could divert management attention.As disclosed in Part II, Item 1. â€œLegal Proceedingsâ€ we and certain of our officers have been named as defendants in a securities class action lawsuit and we are a nominal defendant in derivative lawsuits filed against certain of our officers and directors. We maintain director and officerâ€™s insurance coverage and continue to engage in vigorous defense of such litigation. If we are not successful in our defense of such litigation, we could be forced to make significant payments to or other settlements with our stockholders and their lawyers outside of our insurance coverage, and such payments or settlement arrangements could have a material adverse effect on our business, operating results or financial condition. We may also be the target of this type of litigation in the future, as companies that have experienced volatility in the market price of their stock have been subject to securities act litigation. Even if the claims asserted in these lawsuits are not successful, the litigation could result in substantial costs and significant adverse impact on our reputation and divert managementâ€™s attention and resources, which could have a material adverse effect on our business, operating results or financial condition.The trading price of our common stock has been volatile, and purchasers of our common stock could incur substantial losses. Our stock price is volatile. For example, the closing price of our common stock during the nine months ended September 30, 2024 has ranged from a low of $9.99 to a high of $17.49. The stock market in general and the market for earlier stage pharmaceutical and medical aesthetic companies in particular have experienced extreme volatility that has often been unrelated to the operating performance of particular companies. The market price for our common stock may be influenced by many factors, some of which are beyond our control, including: â€¢changes in financial estimates or guidance, including our ability to meet our future revenue and operating profit or loss estimates or guidance;â€¢the publicâ€™s reaction to our earnings releases, other public announcements and filings with the SEC or those of companies that are perceived to be similar to us;â€¢variations in our financial results or those of companies that are perceived to be similar to us;â€¢any termination or loss of rights under the Daewoong Agreement, the Symatese U.S. Agreement or the Symatese Europe Agreement;â€¢adverse developments in the regulatory approval process for Evolysseâ„¢;â€¢the FDA or other U.S. or foreign regulatory or legal actions or changes affecting us or our industry;â€¢adverse developments concerning our manufacturer or any future strategic partnerships;â€¢adverse developments affecting our compliance with the Medytox Settlement Agreement;â€¢adverse developments concerning litigation pending against us;â€¢introductions and announcements of new technologies and products by us, any commercialization partners or our competitors, and the timing of these introductions and announcements;â€¢success or failure of competitive products or medical aesthetic products generally;â€¢announcements of results of clinical trials or regulatory approval or disapproval of product candidates;â€¢unanticipated safety concerns related to the use of JeuveauÂ® or any of our future products;â€¢changes in the structure of healthcare payment systems;â€¢announcements by us or our competitors of significant acquisitions, licenses, strategic partnerships, new product approvals and introductions, joint ventures or capital commitments;69Table of Contentsâ€¢overall financial market conditions for the pharmaceutical and biopharmaceutical sectors and issuance of securities analystsâ€™ reports or recommendations;â€¢rumors and market speculation involving us or other companies in our industry;â€¢short selling of our common stock or the publication of opinions regarding our business prospects in a manner that is designed to create negative market momentum;â€¢sales of substantial amounts of our stock by Medytox and Daewoong or other significant stockholders or our insiders, or the expectation that such sales might occur;â€¢news reports relating to trends, concerns and other issues in medical aesthetics market or the pharmaceutical or biopharmaceutical industry;â€¢operating and stock performance of other companies that investors deem comparable to us and overall performance of the equity markets;â€¢additions or departures of key personnel, including our Chief Executive Officer, Chief Financial Officer, Chief Medical Officer and Chief Marketing Officer; â€¢intellectual property, product liability or other litigation against us, our manufacturer or other parties on which we rely or litigation against our general industry;â€¢changes in our capital structure, such as future issuances of securities and the incurrence of additional debt;â€¢changes in accounting standards, policies, guidelines, interpretations or principles; â€¢economic conditions in the markets in which we operate; andâ€¢other factors described in this â€œRisk Factorsâ€ section.In addition, the stock market in general, and the market for pharmaceutical, biotechnology and medical aesthetics companies in particular, have experienced extreme price and volume fluctuations that have often been unrelated or disproportionate to the operating performance of those companies. Broad market and industry factors may affect the market price of our common stock, regardless of our actual operating performance. In the past, following periods of volatility in the overall market and the market prices of a particular companyâ€™s securities, securities class action litigation has often been instituted against that company. We may become the target of this type of litigation in the future. Securities litigation, if instituted against us, could result in substantial costs and divert our managementâ€™s attention and resources from our business.Future sales of our common stock by us or others, or the perception that such sales may occur, could depress the market price of our common stock.Sales by us of a substantial number of shares of our common stock in the public market, or the perception that these sales might occur, could significantly reduce the market price of our common stock and could impair our ability to raise capital through the sale of additional equity securities.Additionally, the shares of common stock held by Medytox are subject to contractual restrictions on transfer that, subject to certain limited exceptions such as transfers to affiliates prohibit Medytox from transferring more than 75% of the shares it holds prior to September 16, 2025, with such contractual restrictions terminating on September 16, 2025. Subject to the restrictions described above, the sale by Medytox or Daewoong of a substantial number of shares of our common stock, or a perception that such sales could occur, could significantly reduce the market price of our common stock.We have filed a registration statement on Form S-8 with the SEC covering shares of our common stock available for future issuance under our 2017 Omnibus Incentive Plan and 2023 Inducement Incentive Plan and may file future registration statements covering shares of our common stock for future issuance under any future plans. Upon effectiveness of such registration statements, any shares subsequently issued under such plans will be eligible for sale in the public market, except to the extent that they are restricted by the contractual arrangements discussed above and subject to compliance with Rule 144 in the case of our affiliates. We have also filed a registration statement on Form S-3 covering the offering and sale from time to time of shares of our common stock and certain other securities, which we used to complete our March 2024 follow-on offering as well as to register the sale of shares of our common stock pursuant to our ATM Program. Sales of a large 70Table of Contentsnumber of the shares issued under these plans in the public market, or a perception that such sales could occur, could significantly reduce the market price of our common stock. Anti-takeover provisions in our certificate of incorporation and bylaws, as well as Delaware law, could discourage a takeover.Our certificate of incorporation, bylaws and Delaware law contain provisions that might enable our management to resist a takeover and might make it more difficult for an investor to acquire a substantial block of our common stock. These include the following provisions:â€¢permit our Board of Directors to issue shares of preferred stock, with any rights, preferences and privileges as they may designate, without stockholder approval, which could be used to dilute the ownership of a hostile bidder significantly;â€¢provide that the authorized number of directors may be changed only by resolution of our Board of Directors and that a director may only be removed for cause by the affirmative vote of the holders of at least 66 2/3% of our voting stock;â€¢provide that all vacancies, including newly created directorships, may, except as otherwise required by law, be filled by the affirmative vote of a majority of directors then in office, even if less than a quorum;â€¢divide our Board of Directors into three classes, with each class serving staggered three-year terms, which may delay the ability of stockholders to change the membership of a majority of our Board of Directors;â€¢require that any action to be taken by our stockholders must be effected at a duly called annual or special meeting of stockholders and not be taken by written consent;â€¢provide that stockholders seeking to present proposals before a meeting of stockholders or to nominate candidates for election as directors at a meeting of stockholders must provide notice in writing in a timely manner and also specify requirements as to the form and content of a stockholderâ€™s notice, which may discourage or deter a potential acquiror from conducting a solicitation of proxies to elect the acquirorâ€™s own slate of directors or otherwise attempting to obtain control of our company;â€¢prohibit cumulative voting in the election of directors, which limits the ability of minority stockholders to elect director candidates; andâ€¢provide that special meetings of our stockholders may be called only by the chairman of the Board of Directors, our Chief Executive Officer or by our Board of Directors pursuant to a resolution adopted by a majority of the total number of authorized directors, which may delay the ability of our stockholders to force consideration by our company of a take-over proposal or to take certain corporate actions, including the removal of directors.These provisions may frustrate or prevent any attempts by our stockholders to replace or remove our current management by making it more difficult for stockholders to replace members of our Board of Directors, which is responsible for appointing the members of our management. In addition, we are subject to Section 203 of the General Corporation Law of the State of Delaware (the â€œDGCLâ€), which generally prohibits a Delaware corporation from engaging in any of a broad range of business combinations with an interested stockholder who owns in excess of 15% of our outstanding voting stock from merging or combining with us for a period of three years after the date of the transaction in which the person acquired in excess of 15% of our outstanding voting stock, unless the merger or combination is approved in a prescribed manner. This provision could have the effect of delaying or preventing a change-of-control, whether or not it is desired by or beneficial to our stockholders. Further, other provisions of Delaware law may also discourage, delay or prevent someone from acquiring us or merging with us.Our certificate of incorporation designates the Court of Chancery of the State of Delaware as theÂ sole and exclusive forumÂ for certain types of actions and proceedings that may be initiated by our stockholders, which could limit our stockholdersâ€™ ability to obtain a favorable judicial forum for disputes with us or our directors, officers, employees or agents.Our certificate of incorporation provides that, unless we consent in writing to an alternative forum, the Court of Chancery of the State of Delaware will be theÂ sole and exclusive forumÂ for all â€œinternal corporate claims.â€ â€œInternal corporate claimsâ€ are 71Table of Contentsclaims that are based upon a violation of a duty by a current or former director, officer or stockholder in such capacity, or as to which Title 8 of the DGCL confers jurisdiction upon the Court of Chancery of the State of Delaware (the â€œCourt of Chanceryâ€), in each case subject to the Court of Chancery having personal jurisdiction over the indispensable parties named as defendants and the claim not being one which is vested in the exclusive jurisdiction of a court or forum other than the Court of Chancery, or for which the Court of Chancery does not have subject matter jurisdiction. For example, this choice of forum provision would not apply to claims brought pursuant to the Exchange Act or the Securities Act, or any other claim for which the federal courts have exclusive jurisdiction. Any person purchasing or otherwise acquiring any interest in any shares of our capital stock shall be deemed to have notice of and to have consented to this provision of our certificate of incorporation. The choice of forum provision in our certificate of incorporation will not relieve us of our duties to comply with the federal securities laws and the rules and regulations thereunder, and our stockholders will not be deemed to have waived our compliance with these laws, rules and regulations.This choice of forum provision may limit our stockholdersâ€™ ability to bring a claim in a judicial forum that they find favorable for disputes with us or our directors, officers, employees or agents, which may discourage such lawsuits against us and our directors, officers, employees and agents even though an action, if successful, might benefit our stockholders. Stockholders who do bring a claim in the Court of Chancery could face additional litigation costs in pursuing any such claim, particularly if they do not reside in or near Delaware. The Court of Chancery may also reach different judgments or results than would other courts, including courts where a stockholder considering an action may be located or would otherwise choose to bring the action, and such judgments or results may be more favorable to us than to our stockholders. Alternatively, if a court were to find this provision of our certificate of incorporation inapplicable to, or unenforceable in respect of, one or more of the specified types of actions or proceedings, we may incur additional costs associated with resolving such matters in other jurisdictions, which could have a material adverse effect on our business, financial condition or results of operations.Claims for indemnification by our directors and officers may reduce our available funds to satisfy successful third-party claims against us and may reduce the amount of money available to us. Our certificate of incorporation and bylaws provide that we can indemnify our directors and officers, in each case to the fullest extent permitted by Delaware law. Separate indemnity agreements have been issued with each director and executive officer.In addition, as permitted by Section 145 of the DGCL, our bylaws and our indemnification agreements that we have entered into with our directors and officers, among other things provide that:â€¢We have indemnified our directors and officers for serving us in those capacities, or for serving as a director, officer, employee or agent of other business enterprises at our request, to the fullest extent permitted by Delaware law. Delaware law provides that we may indemnify such person if such person acted in good faith and in a manner such person reasonably believed to be in or not opposed to our best interest and, with respect to any criminal proceeding, had no reasonable cause to believe such personâ€™s conduct was unlawful.â€¢We may, in our discretion, indemnify employees and agents in those circumstances where indemnification is permitted by applicable law.â€¢We will be required to advance expenses, as incurred, to our directors and officers in connection with defending a proceeding, except that such directors or officers shall undertake to repay such advances if it is ultimately determined that such person is not entitled to indemnification.â€¢The rights conferred in our bylaws will not be exclusive. We may not retroactively amend our bylaw provisions to reduce our indemnification obligations to directors, officers, employees and agents.As a result, claims for indemnification by our directors and officers may reduce our available funds to satisfy successful third-party claims against us and may reduce the amount of money available to us.General Risk FactorsOur business could be negatively affected as a result of actions of activist stockholders, and such activism could impact the trading value of our securities.Stockholders may, from time to time, engage in proxy solicitations or advance stockholder proposals, or otherwise attempt to effect changes and assert influence on our Board of Directors and management. Activist campaigns that contest or conflict 72Table of Contentswith our strategic direction or seek changes in the composition of our Board of Directors could have an adverse effect on our operating results and financial condition. A proxy contest would require us to incur significant legal and advisory fees, proxy solicitation expenses and administrative and associated costs and require significant time and attention by our Board of Directors and management, diverting their attention from the pursuit of our business strategy. Any perceived uncertainties as to our future direction and control, our ability to execute on our strategy, or changes to the composition of our Board of Directors or senior management team arising from a proxy contest could lead to the perception of a change in the direction of our business or instability which may result in the loss of potential business opportunities, make it more difficult to pursue our strategic initiatives, or limit our ability to attract and retain qualified personnel and business partners, any of which could adversely affect our business and operating results. If individuals are ultimately elected to our Board of Directors with a specific agenda, it may adversely affect our ability to effectively implement our business strategy and create additional value for our stockholders. We may choose to initiate, or may become subject to, litigation as a result of the proxy contest or matters arising from the proxy contest, which would serve as a further distraction to our Board of Directors and management and would require us to incur significant additional costs. In addition, actions such as those described above could cause significant fluctuations in our stock price based upon temporary or speculative market perceptions or other factors that do not necessarily reflect the underlying fundamentals and prospects of our business.If securities or industry analysts publish unfavorable research about our business or decrease the frequency or cease to provide coverage of our company, our stock price and trading volume could decline.The trading market for our common stock depends in part on the research and reports that equity research analysts publish about us and our business. If one or more of the equity research analysts who cover us downgrades our common stock or issues other unfavorable commentary or research the price of our common stock may decline. If one or more equity research analysts ceases coverage of our company or fails to publish reports on us regularly, demand for our common stock could decrease, which in turn could cause the trading price or trading volume of our common stock to decline.We have not paid dividends in the past and do not expect to pay dividends in the future, and any return on investment may be limited to the value of our stock.We have never paid cash dividends on our common stock and do not anticipate paying cash dividends on our common stock in the foreseeable future, and the payment of dividends is also restricted under our credit facility. The payment of dividends on our common stock will depend on our earnings, financial condition and other business and economic factors affecting us at such time as our Board of Directors may consider relevant. If we do not pay dividends, capital appreciation, if any, of our common stock will be your sole source of gain for the foreseeable future.The requirements of being a public company has and may continue to strain our resources, divert managementâ€™s attention and affect our ability to attract and retain executive management and qualified Board members.As a public company, we are subject to the reporting requirements of the Exchange Act, the Sarbanes-Oxley Act, the Dodd-Frank Wall Street Reform and Consumer Protection Act, the Nasdaq Marketplace Rules and other applicable securities rules and regulations. Complying with these rules and regulations will increase our legal and financial compliance costs, make some activities more difficult, time-consuming or costly and increase demand on our systems and resources, particularly since we are no longer an â€œemerging growth company,â€ as defined in the JOBS Act, or a â€œsmaller reporting companyâ€ as defined by the Exchange Act. The Exchange Act requires, among other things, that we file annual, quarterly and current reports with respect to our business and operating results. The

Sarbanes-Oxley Act requires, among other things, that we maintain effective disclosure controls and procedures and internal control over financial reporting. In order to maintain and, if required, improve our disclosure controls and procedures and internal control over financial reporting to meet this standard, significant resources and management oversight may be required. As a result, managementâ€™s attention may be diverted from other business concerns, which could adversely affect our business and operating results. We may need to hire more employees in the future or engage outside consultants to assist us in complying with these requirements, which will increase our costs and expenses.In addition, changing laws, regulations and standards relating to corporate governance and public disclosure are creating uncertainty for public companies, increasing legal and financial compliance costs and making some activities more time consuming. These laws, regulations and standards are subject to varying interpretations, in many cases due to their lack of specificity, and, as a result, their application in practice may evolve over time as new guidance is provided by regulatory and governing bodies. This could result in continuing uncertainty regarding compliance matters and higher costs necessitated by ongoing revisions to disclosure and governance practices. We intend to invest resources to comply with evolving laws, regulations and standards, and this investment may result in increased selling, general and administrative expenses and a 73Table of Contentsdiversion of our managementâ€™s time and attention from revenue-generating activities to compliance activities. If our efforts to comply with new laws, regulations and standards differ from the activities intended by regulatory or governing bodies due to ambiguities related to their application and practice, regulatory authorities may initiate legal proceedings against us and our business may be adversely affected.74Table of ContentsItem 2. Unregistered Sales of Equity Securities and Use of ProceedsNone.Item 3. Defaults Upon Senior SecuritiesNot applicable.Item 4.Â Â Â Â Mine Safety DisclosuresNot applicable.Item 5.Â Â Â Â Other InformationNone.75Table of ContentsItem 6. Â Â Â Â Exhibits. EXHIBIT INDEXIncorporated by ReferenceExhibit NumberExhibit TitleFormFile No.ExhibitFiling DateFiled Herewith(x)3.1Amended and Restated Certificate of Incorporation8-K001-383813.12/12/183.2Certificate of Amendment to Amended and Restated Certificate of Incorporation, dated June 12, 20238-K001-383813.16/14/233.3Amended and Restated Bylaws8-K001-383813.22/12/1831.1Certification of Principal Executive Officer pursuant to Rule 13a-14(a) or Rule 15d-14(a) of the Securities Exchange Act of 1934, as amended.X31.2Certification of Principal Financial Officer pursuant to Rule 13a-14(a) or Rule 15d-14(a) of the Securities Exchange Act of 1934, as amended.X32.1#Certification of Principal Executive Officer and Principal Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.X101.INSInline XBRL Instance Document.X101.SCHInline XBRL Taxonomy Extension Schema Document.X101.CALInline XBRL Taxonomy Extension Calculation Linkbase Document.X101.DEFInline XBRL Taxonomy Extension Definition Linkbase Document.X101.LABInline XBRL Taxonomy Extension Label Linkbase Document.X101.PREInline XBRL Taxonomy Extension Presentation Linkbase Document.X104Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)_____#The information in Exhibit 32.1 shall not be deemed â€œfiledâ€ for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act (including this Quarterly Report on Form 10-Q), unless the Registrant specifically incorporates the foregoing information into those documents by reference.76Table of ContentsSIGNATURESPursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.Â Evolus, Inc.Â Date:November 6, 2024By:/s/ David MoatazediDavid MoatazediPresident and Chief Executive Officer (Principal Executive Officer)Date:November 6, 2024By:/s/ Sandra BeaverSandra BeaverChief Financial Officer(Principal Financial Officer) EX-31.1 2 exhibit311q32024.htm EX-31.1 DocumentExhibit 31.1CERTIFICATION PURSUANT TORULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934,AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002I, David Moatazedi, certify that:1.I have reviewed this Quarterly Report on Form 10-Q of Evolus, Inc.;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act RulesÂ 13a-15(e)Â andÂ 15d-15(e))Â and internal control over financial reporting (as defined in Exchange Act RulesÂ 13a-15(f)Â andÂ 15d-15(f))Â for the registrant and have:(a)Â Â Â Â 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)Â Â Â Â Designed suchÂ internal control over financial reporting, or caused suchÂ internal control over financial reportingÂ 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)Â Â Â Â Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and(d)Â Â Â Â Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5.The registrantâ€™s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):(a)Â Â Â Â All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and(b)Â Â Â Â Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.Date: November 6, 2024/s/ David MoatazediDavid MoatazediPresident, Chief Executive Officer and Director(Principal Executive Officer) EX-31.2 3 exhibit312q32024.htm EX-31.2 DocumentExhibit 31.2CERTIFICATION PURSUANT TORULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934,AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002I, Sandra Beaver, certify that:1.I have reviewed this Quarterly Report on Form 10-Q of Evolus, Inc.;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act RulesÂ 13a-15(e)Â andÂ 15d-15(e))Â and internal control over financial reporting (as defined in Exchange Act RulesÂ 13a-15(f)Â andÂ 15d-15(f))Â for the registrant and have:(a)Â Â Â Â 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)Â Â Â Â Designed suchÂ internal control over financial reporting, or caused suchÂ internal control over financial reportingÂ 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)Â Â Â Â Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and(d)Â Â Â Â Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5.The registrantâ€™s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):(a)Â Â Â Â All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and(b)Â Â Â Â Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.Date: November 6, 2024/s/ Sandra BeaverSandra BeaverChief Financial Officer(Principal Financial Officer) EX-32.1 4 exhibit321q32024.htm EX-32.1 DocumentExhibit 32.1CERTIFICATION OF THE CHIEF EXECUTIVE OFFICER ANDCHIEF FINANCIAL OFFICER PURSUANT TO 18 U.S.C.Â Â§ 1350 AS ADOPTED PURSUANT TOSECTION 906 OF THE SARBANES-OXLEY ACT OF 2002Each of the undersigned hereby certifies, in accordance with 18 U.S.C. Â§Â 1350, as adopted pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002, in his or her capacity as an officer of Evolus, Inc., that, to his or her knowledge: (1) the Quarterly Report on FormÂ 10-Q of Evolus, Inc. for the quarter ended September 30, 2024 (the â€œReportâ€) fully complies with the requirements of SectionÂ 13(a) or SectionÂ 15(d) of the Securities Exchange Act of 1934; and (2) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of Evolus, Inc.Date: November 6, 2024By:/s/ David MoatazediDavid MoatazediPresident and Chief Executive Officer(Principal Executive Officer)Date: November 6, 2024By:/s/ Sandra BeaverSandra BeaverChief Financial Officer(Principal Financial Officer) EX-101.SCH 5 eols-20240930.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - Condensed Consolidated Balance Sheets link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - Condensed Consolidated Balance Sheets (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - Condensed Consolidated Statements of Operations and Comprehensive Loss link:presentationLink link:calculationLink link:definitionLink 9952154 - Statement - Condensed Consolidated Statements of Stockholdersâ€™ Equity (Deficit) link:presentationLink link:calculationLink link:definitionLink 9952155 - Statement - Condensed Consolidated Statements of Cash Flows link:presentationLink link:calculationLink link:definitionLink 9952156 - Disclosure - Description of Business link:presentationLink link:calculationLink link:definitionLink 9952157 - Disclosure - Basis of Presentation and Summary of Significant Accounting Policies link:presentationLink link:calculationLink link:definitionLink 9952158 - Disclosure - Fair Value Measurements link:presentationLink link:calculationLink link:definitionLink 9952159 - Disclosure - Goodwill and Intangible Assets link:presentationLink link:calculationLink link:definitionLink 9952160 - 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Disclosure - Accrued Expenses (Tables) link:presentationLink link:calculationLink link:definitionLink 9954475 - Disclosure - Term Loans (Tables) link:presentationLink link:calculationLink link:definitionLink 9954476 - Disclosure - Operating Leases (Tables) link:presentationLink link:calculationLink link:definitionLink 9954477 - Disclosure - Stockholders' Equity (Tables) link:presentationLink link:calculationLink link:definitionLink 9954478 - Disclosure - Description of Business (Details) link:presentationLink link:calculationLink link:definitionLink 9954479 - Disclosure - Basis of Presentation and Summary of Significant Accounting Policies (Details) link:presentationLink link:calculationLink link:definitionLink 9954480 - Disclosure - Fair Value Measurements -Schedule of Assets and Liabilities on a Recurring Basis (Details) link:presentationLink link:calculationLink link:definitionLink 9954481 - Disclosure - Fair Value Measurements - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954482 - Disclosure - Fair Value Measurements - Schedule of Contingent Royalty Obligation (Details) link:presentationLink link:calculationLink link:definitionLink 9954483 - Disclosure - Goodwill and Intangible Assets - Schedule of Definite and Indefinite-Lived Intangible Assets (Details) link:presentationLink link:calculationLink link:definitionLink 9954483 - Disclosure - Goodwill and Intangible Assets - Schedule of Definite and Indefinite-Lived Intangible Assets (Details) link:presentationLink link:calculationLink link:definitionLink 9954484 - Disclosure - Goodwill and Intangible Assets -Schedule of Future Amortization Expense (Details) link:presentationLink link:calculationLink link:definitionLink 9954485 - Disclosure - Goodwill and Intangible Assets - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954486 - Disclosure - Accrued Expenses (Details) link:presentationLink link:calculationLink link:definitionLink 9954487 - Disclosure - Term Loans - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954488 - 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Disclosure - Stockholders' Equity - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954495 - Disclosure - Stockholders' Equity - Schedule of Weighted-Average Assumptions (Details) link:presentationLink link:calculationLink link:definitionLink 9954496 - Disclosure - Stockholdersâ€™ Equity - Schedule of Stock Option Activity (Details) link:presentationLink link:calculationLink link:definitionLink 9954497 - Disclosure - Stockholders' Equity - Schedule of Restricted Stock Unit Activity (Details) link:presentationLink link:calculationLink link:definitionLink 9954498 - Disclosure - Stockholder's Equity - Schedule of Stock-based Compensation Expense Allocation (Details) link:presentationLink link:calculationLink link:definitionLink 9954499 - Disclosure - Medytox Settlement Agreements (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 6 eols-20240930_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 7 eols-20240930_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 8 eols-20240930_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT Lessee, Operating Lease, Liability, Payment, Due [Abstract] Lessee, Operating Lease, Liability, to be Paid, Fiscal Year Maturity [Abstract] Adjustments to reconcile net loss to net cash used in operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Statistical Measurement [Domain] Statistical Measurement [Domain] Prepaid expenses Increase (Decrease) in Prepaid Expense Schedule of Composition of Lease Expense and Other Quantitative Information Lease, Cost [Table Text Block] Cover [Abstract] Cover [Abstract] Change in cash and cash equivalents Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Periodic payment, percentage of outstanding principal amount Debt Instrument, Periodic Payment, Outstanding Principal Amount Due, Percentage Debt Instrument, Periodic Payment, Outstanding Principal Amount Due, Percentage Credits and payments Rebates And Coupons, Credits And Payments Rebates And Coupons, Credits And Payments Measurement Input, Discount Rate Measurement Input, Discount Rate [Member] Schedule of Maturity of Operating Lease Liabilities Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Trading Symbol Trading Symbol Award vesting period Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Goodwill Goodwill and Intangible Assets, Goodwill, Policy [Policy Text Block] Cash paid for income taxes Income Taxes Paid, Net Accounts receivable Increase (Decrease) in Accounts Receivable Net Loss Per Share Earnings Per Share, Policy [Policy Text Block] Description of Business Organization, Consolidation and Presentation of Financial Statements Disclosure [Text Block] Net book value Intangible Assets, Net (Including Goodwill) Inventories Inventory, Policy [Policy Text Block] Fair Value Measurements Fair Value Disclosures [Text Block] Unrealized loss, net of tax OCI, Debt Securities, Available-for-Sale, Unrealized Holding Gain (Loss), before Adjustment, after Tax 2027 Finite-Lived Intangible Asset, Expected Amortization, Year Three Portion at Fair Value Measurement Portion at Fair Value Measurement [Member] Operating Leases Lessee, Operating Leases [Text Block] Common stock, shares, outstanding (in shares) Common Stock, Shares, Outstanding Fixed operating lease expense Operating Lease, Cost In-process research and development Research And Development In Process 1 Research And Development In Process 1 Common stock available for future issuance (in shares) Share-Based Compensation Arrangement by Share-

Based Payment Award, Number of Shares Available for Grant Operating lease liabilities Operating Lease, Liability, Noncurrent Cash flows from financing activities Net Cash Provided by (Used in) Financing Activities, Continuing Operations [Abstract] Segment Reporting Segment Reporting, Policy [Policy Text Block] Accrued revenue contract liabilities Contract with Customer, Liability, Current Plan Name [Domain] Plan Name [Domain] Offering price per share (in dollar per share) Sale of Stock, Price Per Share Other assets Other Assets, Noncurrent Entity Tax Identification Number Entity Tax Identification Number Leases [Abstract] Original Cost Finite-Lived Intangible Assets, Gross Schedule of Finite-Lived Intangible Assets [Table] Intangible Asset, Finite-Lived [Table] Antidilutive Securities, Name [Domain] Antidilutive Securities, Name [Domain] Accrued litigation settlement Payments for legal settlements Payments for Legal Settlements Selling, general and administrative Selling, General and Administrative Expenses [Member] Net cash used in operating activities Net cash used in operating activities Net Cash Provided by (Used in) Operating Activities Tranche A Loan Pharmakon Term Loans One [Member] Pharmakon Term Loans One Aggregate net proceeds from stock offering Sale of Stock, Consideration Received on Transaction Cash flows from operating activities Net Cash Provided by (Used in) Operating Activities [Abstract] 2024 Employee Stock Purchase Plan 2024 Employee Stock Purchase Plan [Member] 2024 Employee Stock Purchase Plan Secured Debt Secured Debt [Member] Prepayment amount threshold Debt Instrument, Prepayment Amount Threshold Debt Instrument, Prepayment Amount Threshold Plan Name [Axis] Plan Name [Axis] Prepaid expenses Prepaid Expense, Current Equity Components [Axis] Equity Components [Axis] Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Other current assets Other Assets, Current Research and Development Expenses Research and Development Expense, Policy [Policy Text Block] Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Use of Estimates Use of Estimates, Policy [Policy Text Block] Total operating expenses Costs and Expenses Business Acquisition, Acquiree [Domain] Business Acquisition, Acquiree [Domain] Aggregate Intrinsic Value Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Intrinsic Value Payables and Accruals [Abstract] Payables and Accruals [Abstract] Entity Small Business Entity Small Business Accrued Expenses Accounts Payable and Accrued Liabilities Disclosure [Text Block] Number of milestone payment License, Supply And Distribution Agreement, Number Of Milestone Payment License, Supply And Distribution Agreement, Number Of Milestone Payment Payments for debt issuance costs Payments for debt issuance costs Payments of Debt Issuance Costs Level 3 Fair Value, Inputs, Level 3 [Member] Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Finite-live intangible assets capitalized Finite-Lived Intangible Assets Acquired Contingent milestone payment License, Supply and Distribution Agreement, Minimum Milestone Payment License, Supply and Distribution Agreement, Minimum Milestone Payment Loss contingency accrual Loss Contingency Accrual Accrued expenses Accrued Liabilities, Current Securities excluded from the computation of diluted net loss per share (in shares) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount 20 Consecutive Trading Days with a $30 Share Price Share-Based Payment Arrangement, Tranche One [Member] Loss contingency, number of defendants Loss Contingency, Number Defendants, Officers Loss Contingency, Number Defendants, Officers Cash and cash equivalents, beginning of period Cash and cash equivalents, end of period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Current assets Assets, Current [Abstract] Goodwill Goodwill Goodwill Number of filler product candidates License, Supply And Distribution Agreement, Number Of Candidates License, Supply And Distribution Agreement, Number Of Candidates Allowance for credit losses Accounts Receivable, Allowance for Credit Loss Fair Value of Financial Instruments Fair Value of Financial Instruments, Policy [Policy Text Block] Other comprehensive loss: Other Comprehensive Income (Loss), Net of Tax [Abstract] Issuance of common stock in connection with Symatese Europe Agreement (in shares) Stock Issued During Period, Shares, Issued For License, Supply And Distribution Agreement Stock Issued During Period, Shares, Issued for License, Supply and Distribution Agreement Product and Service [Domain] Product and Service [Domain] Stock Options Share-Based Payment Arrangement, Option [Member] Vested (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value Fair Value Disclosures [Abstract] Fair Value Disclosures [Abstract] 2025 Lessee, Operating Lease, Liability, to be Paid, Year One Comprehensive loss Comprehensive Income (Loss), Net of Tax, Attributable to Parent Preferred stock, shares outstanding (in shares) Preferred Stock, Shares Outstanding Security Exchange Name Security Exchange Name Basis spread on variable rate Debt Instrument, Basis Spread on Variable Rate Distribution rights Distribution Rights [Member] Contingent Royalty Obligation Contingent Royalty Obligation [Member] Contingent Royalty Obligation [Member] Award Type [Axis] Award Type [Axis] Number of countries use aesthetics and dermatological fields License, Supply And Distribution Agreement, Number Of Countries Use Aesthetics And Dermatological Fields License, Supply And Distribution Agreement, Number Of Countries Use Aesthetics And Dermatological Fields Exercised (in dollars per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Exercises in Period, Weighted Average Exercise Price Annual revenue License, Supply And Distribution Agreement, Annual Revenue License, Supply And Distribution Agreement, Annual Revenue Restricted Stock Unit Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number of Shares [Roll Forward] Property and equipment, net Property, Plant and Equipment, Net Pharmakon Term Loans Pharmakon Term Loans [Member] Pharmakon Term Loans Total liabilities Liabilities Debt instrument, number of installments Debt Instrument, Number of Installments Debt Instrument, Number of Installments Period of termination of first commercial sale Related Party Transaction, Period Of Termination Of First Commercial Sale Related Party Transaction, Period Of Termination Of First Commercial Sale Weighted Average Exercise Price, Exercisable (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Weighted Average Exercise Price Number of reporting units Number of Reporting Units 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] Foreign Currency Translation Foreign Currency Transactions and Translations Policy [Policy Text Block] Maximum consideration receivable Sale Of Stock, Maximum Consideration Receivable Sale Of Stock, Maximum Consideration Receivable Cash flows from investing activities Net Cash Provided by (Used in) Investing Activities [Abstract] Goodwill and Intangible Assets Disclosure [Abstract] Goodwill and Intangible Assets Disclosure [Abstract] Operating lease liabilities Operating Lease, Liability, Current Common stock, shares, issued (in shares) Beginning balance (in shares) Ending balance (in shares) Common Stock, Shares, Issued Inventory payments Payments For Inventory Payments For Inventory Entity [Domain] Entity [Domain] Periodic payment, Initial principal payment, period Debt Instrument, Periodic Payment, Initial Principal Payment Due, Period Debt Instrument, Periodic Payment, Initial Principal Payment Due, Period Exercised (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period Term loan, net of discount and issuance costs Secured Long-Term Debt, Noncurrent Debt Instrument [Line Items] Debt Instrument [Line Items] Research and development Research and Development Expense [Member] Weighted Average Exercise Price Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price [Abstract] Common stock, shares authorized (in shares) Common Stock, Shares Authorized Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Weighted-average shares outstanding used to compute diluted net loss per share (in shares) Weighted Average Number of Shares Outstanding, Diluted Remaining in 2024 Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year Long-term Debt, Type [Axis] Long-Term Debt, Type [Axis] Total stockholdersâ€™ equity (deficit) Beginning balance Ending balance Equity, Attributable to Parent Renewal term Lessee, Operating Lease, Renewal Term Litigation Case [Axis] Litigation Case [Axis] Granted options, exercisable period Sale of Stock, Granted Options, Exercisable Period Sale of Stock, Granted Options, Exercisable Period Interest expense Interest Expense, Nonoperating Deferred income taxes Deferred Income Tax Expense (Benefit) Interest income Investment Income, Net Selling, general and administrative Selling, General and Administrative Expense Other comprehensive loss Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent Accounts receivable, net Accounts Receivable, after Allowance for Credit Loss, Current Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross Product revenue, net Product [Member] Maximum number of shares authorized under the plan (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Authorized 2023 Inducement Incentive Plan 2023 Inducement Incentive Plan [Member] 2023 Inducement Incentive Plan Sale of Stock [Domain] Sale of Stock [Domain] Long term debt, net of discounts and issuance costs Long-Term Debt Document Fiscal Period Focus Document Fiscal Period Focus Consecutive trading amount (USD per share) Share-Based Compensation, Consecutive Trading Days, Per Share Target Share-Based Compensation, Consecutive Trading Days, Per Share Target Issuance of common stock in connection with the incentive equity plan Stock Issued During Period, Value, Incentive Equity Plan Stock Issued During Period, Value, Incentive Equity Plan 2026 Finite-Lived Intangible Asset, Expected Amortization, Year Two Stock options contractual term Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term ASSETS Assets [Abstract] Dividend yield rate Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Rate Document Type Document Type Effective percentage Debt Instrument, Interest Rate, Effective Percentage Operating lease liabilities Increase (Decrease) In Operating Lease Liabilities Increase (Decrease) In Operating Lease Liabilities Capitalized software Computer Software, Intangible Asset [Member] Issuance of common stock in connection with incentive equity plan Proceeds From (Payments For) Issuance Of Common Stock In Connection With Equity Incentive Plan Proceeds From (Payments For) Issuance Of Common Stock In Connection With Equity Incentive Plan Vested (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Schedule of Future Amortization Expense Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] Risk-free interest rate Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate Maximum Maximum [Member] Amortization expense Amortization of Intangible Assets Net Book Value Finite-Lived Intangible Assets, Net Antidilutive Securities [Axis] Antidilutive Securities [Axis] Accounts payable Accounts Payable, Current Accounting Policies [Abstract] Accounting Policies [Abstract] Revenue: Revenues [Abstract] Debt discount Debt Instrument, Unamortized Discount Contingent Royalty Obligation Payable to Evolus Founders Commitments and Contingencies, Policy [Policy Text Block] License, supply and distribution agreement, year four License, Supply and Distribution Agreement, Annual Payment, Year Four License, Supply and Distribution Agreement, Annual Principal Payment, Year Four Schedule of Weighted-Average Assumptions used in determining the Fair Value of Stock Options Granted Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block] Current Fiscal Year End Date Current Fiscal Year End Date Less: imputed interest Lessee, Operating Lease, Liability, Undiscounted Excess Amount Sale of stock, commission payment upon gross proceeds Sale of Stock, Commission Payment Upon Gross Proceeds, Percentage Sale of Stock, Commission Payment Upon Gross Proceeds, Percentage Lease, cost Lease, Cost Statistical Measurement [Axis] Statistical Measurement [Axis] Loss before income taxes: Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest ESPP shares issued during the period (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Shares Issued in Period Term Two Term Two [Member] Term Two Vesting [Axis] Vesting [Axis] Award Type [Domain] Award Type [Domain] Variable operating lease expense Variable Lease, Cost Impairment of goodwill Goodwill, Impairment Loss Number of products to gain approval License, Supply and Distribution Agreement, Number of Products to Gain Approval License, Supply and Distribution Agreement, Number of Products to Gain Approval Schedule of Definite and Indefinite-Lived Intangible Assets Schedule of Intangible Assets and Goodwill [Table Text Block] Estimated useful life Weighted-Average Life (Years) Finite-Lived Intangible Asset, Useful Life Additional Paid In Capital Additional Paid-in Capital [Member] Subsequent Event Type [Domain] Subsequent Event Type [Domain] Class of Stock [Line Items] Class of Stock [Line Items] Recent Accounting Pronouncements New Accounting Pronouncements, Policy [Policy Text Block] Net loss per share, diluted (in dollars per share) Earnings Per Share, Diluted Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Accumulated Amortization Accumulated Amortization Finite-Lived Intangible Assets, Accumulated Amortization Revenue Recognition Revenue from Contract with Customer [Policy Text Block] Amortization of operating lease right-of-use assets Operating Lease, Right-of-Use Asset, Periodic Reduction Entity Interactive Data Current Entity Interactive Data Current Award vesting percentage Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Rights, Percentage Debt Instrument, Prepayment Terms [Domain] Debt Instrument, Prepayment Terms [Domain] Debt Instrument, Prepayment Terms [Domain] Preferred stock, shares issued (in shares) Preferred Stock, Shares Issued Schedule of Fair Value of Instruments Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block] Medytox Settlement Agreement Medytox Settlement Agreement [Member] Medytox Settlement Agreement License, supply and distribution agreement, renewal term License, Supply and Distribution Agreement, Renewal Term License, Supply and Distribution Agreement, Renewal Term Statement of Financial Position [Abstract] Statement of Financial Position [Abstract] Stock-based compensation Share-Based Payment Arrangement, Noncash Expense 20 Consecutive Trading Days with a $50 Share Price Share-Based Payment Arrangement, Tranche Two [Member] Accounting Policies [Line Items] Accounting Policies [Line Items] [Line Items] for Accounting Policies [Table] Income tax expense Income Tax Expense (Benefit) Interest rate on debt Debt Instrument, Interest Rate, Stated Percentage License, supply and distribution agreement, initial payment License, Supply and Distribution Agreement, Initial Payment in Connection with Agreement License, Supply and Distribution Agreement, Initial Payment in Connection with Agreement Supplemental disclosure of cash flow information Supplemental Cash Flow Information [Abstract] Total net revenues Revenue from Contract with Customer, Excluding Assessed Tax Service revenue Service [Member] Measurement input Alternative Investment, Measurement Input Issuance of common stock in connection with the incentive equity plan (in shares) Stock Issued During Period, Shares, Incentive Equity Plan Stock Issued During Period, Shares, Incentive Equity Plan License, supply and distribution agreement, initial term License, Supply and Distribution Agreement, Initial Term License, Supply and Distribution Agreement, Initial Term Net cash used in investing activities Net Cash Provided by (Used in) Investing Activities Loss from operations Operating net loss Operating Income (Loss) Variable Rate [Domain] Variable Rate [Domain] Business Acquisition [Line Items] Business Acquisition [Line Items] Research and development Research and Development Expense (Excluding Acquired in Process Cost) Total liabilities and stockholdersâ€™ equity (deficit) Liabilities and Equity Accrued payroll and related benefits Employee-related Liabilities, Current Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV [Axis] Additional paid-in capital Additional Paid in Capital Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Disclosure [Abstract] Legal Entity [Axis] Legal Entity [Axis] Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] Performance period Share-Based Compensation Arrangement by Share-Based Payment Award, Performance Period Share-Based Compensation Arrangement by Share-Based Payment Award, Performance Period Schedule of Maturities of Long-term Debt Schedule of Maturities of Long-Term Debt [Table Text Block] Weighted Average Remaining Contractual Term , Exercisable (Years) Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term Exercisable Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term Exercisable Operating lease right-of-use assets obtained in exchange for operating lease liabilities Right-of-Use Asset Obtained in Exchange for Operating Lease Liability Measurement Input Type [Axis] Measurement Input Type [Axis] Accumulated Other Comprehensive Loss AOCI Attributable to Parent [Member] Thereafter Finite Lived Intangible Assets Amortization Expense After Year Four Finite Lived Intangible Assets Amortization Expense After Year Four Cancelled/forfeited (in dollars per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Forfeitures in Period, Weighted Average Exercise Price 2017 Omnibus Incentive Plan Two Thousand And Seventeen Omnibus Incentive Plan [Member] Two Thousand And Seventeen Omnibus Incentive Plan Expected life (years) Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Term Inventories Inventory, Net Long-term Debt, Type [Domain] Long-Term Debt, Type [Domain] Product and Service [Axis] Product and Service [Axis] Entity Address, State or Province Entity Address, State or Province Statement [Line Items] Statement [Line Items] Measurement Input Type [Domain] Measurement Input Type [Domain] Operating expenses: Operating Expenses [Abstract] Financial Instruments [Domain] Financial Instruments [Domain] Vesting [Domain] Vesting [Domain] Evolus, Inc. Evolus, Inc [Member] Evolus, Inc [Member] Beginning balance (in dollars per share) Ending balance (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value LIABILITIES AND STOCKHOLDERSâ€™ EQUITY (DEFICIT) Liabilities and Equity [Abstract] Contingent royalty obligation payable to Evolus Founders Fair value, beginning of period Fair value, end of period Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability Value Loss contingency, new claims filed, number Loss Contingency, New Claims Filed, Number Unamortized debt discounts and issuance costs Debt Instrument, Unamortized Discount (Premium) and Debt Issuance Costs, Net Loss contingency, number of plaintiffs Loss Contingency, Number of Plaintiffs Minimum Minimum [Member] Estimate of Fair Value Measurement Estimate of Fair Value Measurement [Member] Tranche B Loan Pharmakon Term Loans Two [Member] Pharmakon Term Loans Two Beginning balance (in dollars per share) Ending balance (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price Operating lease right-of-use assets Operating Lease, Right-of-Use Asset Beginning balance (in shares) Ending balance (in shares) Share-Based Compensation

Arrangement by Share-Based Payment Award, Options, Outstanding, Number Additional shares available for issuance (in shares) Share-based Compensation Arrangement by Share-based Payment Award, Additional Share Increase Available for Issuance Share-based Compensation Arrangement by Share-based Payment Award, Additional Share Increase Available for Issuance Capitalized computer software Capitalized Computer Software, Additions Provision for bad debts Accounts Receivable, Credit Loss Expense (Reversal) License, supply and distribution agreement, year two License, Supply and Distribution Agreement, Annual Payment, Year Two License, Supply and Distribution Agreement, Annual Payment, Year Two Total principal payments Long-Term Debt, Gross Subsequent Event Subsequent Event [Member] Term Three Term Three [Member] Term Three Goodwill and Intangible Assets Goodwill and Intangible Assets Disclosure [Text Block] Stockholdersâ€™ equity (deficit) Equity, Attributable to Parent [Abstract] Granted (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Income Taxes Income Tax, Policy [Policy Text Block] Payments for provisions for accrued volume-based rebate and coupon liability Payments For Provisions For Accrued Volume-Based Rebate And Coupon Liability Payments For Provisions For Accrued Volume-Based Rebate, Coupon And Consumer Loyalty Liability Debt instrument, term Debt Instrument, Term 2028 Finite-Lived Intangible Asset, Expected Amortization, Year Four Follow-On Offering Follow-On Offering [Member] Follow-On Offering Member Variable Rate [Axis] Variable Rate [Axis] Other income (expense), net Other Nonoperating Income (Expense) Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Intangible assets, net Intangible Assets, Net (Excluding Goodwill) ATM Sales Agreement ATM Sales Agreement [Member] ATM Sales Agreement Member Other income (expense): Other Nonoperating Income (Expense) [Abstract] Share-based Payment Arrangement, Expensed and Capitalized, Amount [Table] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Capital shares reserved for future issuance (in shares) Common Stock, Capital Shares Reserved for Future Issuance Thereafter Lessee, Operating Lease, Liability, To Be Paid, After Year Four Lessee, Operating Lease, Liability, To Be Paid, After Year Four Accounts payable and accrued liabilities, current Accounts Payable and Accrued Liabilities, Current Local Phone Number Local Phone Number License, supply and distribution agreement, year one License, Supply and Distribution Agreement, Annual Payment, Year One License, Supply and Distribution Agreement, Annual Payment, Year One Symatese Europe Agreement Symatese Europe Agreement [Member] Symatese Europe Agreement Deferred tax liability Deferred Income Tax Liabilities, Net Volatility Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate Initial agreement term License, Supply And Distribution Agreement, Initial Agreement Term License, Supply And Distribution Agreement, Initial Agreement Term Schedule of Restricted Stock Units Share-Based Payment Arrangement, Restricted Stock Unit, Activity [Table Text Block] Weighted Average Contractual Term Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Additional Disclosures [Abstract] Changes in assets and liabilities: Increase (Decrease) in Operating Capital [Abstract] Secured Overnight Financing Rate (SOFR) Secured Overnight Financing Rate (SOFR) [Member] Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward] Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward] Income Statement Location [Axis] Statement of Income Location, Balance [Axis] Cash and Cash Equivalents Cash and Cash Equivalents, Policy [Policy Text Block] License, supply and distribution agreement, initial payment due, period License, Supply and Distribution Agreement, Initial Payment Due, Period License, Supply and Distribution Agreement, Initial Payment Due, Period Payments for offering costs Payments of Stock Issuance Costs Commitments and Contingencies Medytox Settlement Agreements Commitments and Contingencies Disclosure [Text Block] Accounting Policies [Table] Accounting Policies [Table] Accounting Policies [Table] Debt Disclosure [Abstract] Debt Disclosure [Abstract] Common Stock Common Stock [Member] Preferred stock, shares authorized (in shares) Preferred Stock, Shares Authorized Schedule of Business Acquisitions, by Acquisition [Table] Schedule of Business Acquisitions, by Acquisition [Table] Schedule of Contingent Royalty Obligation Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Table Text Block] Issuance of common stock upon follow-on offering, net of issuance costs (in shares) Stock Issued During Period, Shares, New Issues Payment of contingent royalty obligation to Evolus Founders Payments Of Contingent Royalty Obligation Payments Of Contingent Royalty Obligation Entity Emerging Growth Company Entity Emerging Growth Company Contingent royalty obligation payable to Evolus Founders Liabilities, Fair Value Disclosure Periodic payment, number of quarterly principal payments due Debt Instrument, Periodic Payment, Number of Principal Payments Debt Instrument, Periodic Payment, Number of Principal Payments Intangible Assets Goodwill and Intangible Assets, Intangible Assets, Policy [Policy Text Block] Entity CIK Entity Central Index Key Debt instrument, percentage of principal amount, prepaid multiplied Debt Instrument, Prepayment Terms, Prepayment Multiple On Principal Amount Debt Instrument, Prepayment Terms, Prepayment Multiple On Principal Amount Debt Instrument, Prepayment Terms [Axis] Debt Instrument, Prepayment Terms [Axis] Debt Instrument, Prepayment Terms Schedule of Accrued Expenses Schedule of Accounts Payable and Accrued Liabilities [Table Text Block] Stockholders' Equity Equity [Text Block] Equity Component [Domain] Equity Component [Domain] Preferred stock, par value (in dollars per share) Preferred Stock, Par or Stated Value Per Share Financial Instrument [Axis] Financial Instrument [Axis] Revaluation of contingent royalty obligation payable to Evolus Founders Change in fair value recorded in operating expenses Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Gain (Loss) Included in Earnings Revaluation of contingent royalty obligation payable to Evolus Founders Business Combination, Contingent Consideration Arrangements, Change in Amount of Contingent Consideration, Liability Stock-based compensation APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Entity Shell Company Entity Shell Company Measurement Basis [Axis] Measurement Basis [Axis] Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Term One Term One [Member] Term One Number of consecutive days Share-based Payment Arrangement, Number of Consecutive Days Share-based Payment Arrangement, Number of Consecutive Days Statement [Table] Statement [Table] Basis of Presentation and Summary of Significant Accounting Policies Significant Accounting Policies [Text Block] London Interbank Offered Rate (LIBOR) London Interbank Offered Rate (LIBOR) 1 [Member] London Interbank Offered Rate (LIBOR) 1 City Area Code City Area Code Current liabilities Liabilities, Current [Abstract] Symatese License Symatese License [Member] Symatese License Cash paid for interest Interest Paid, Excluding Capitalized Interest, Operating Activities Contractual term after termination Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Outstanding, Weighted Average Remaining Contractual Terms, After Termination Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Outstanding, Weighted Average Remaining Contractual Terms, After Termination Level 1 Fair Value, Inputs, Level 1 [Member] Total current assets Assets, Current Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Non-cash information Noncash Investing and Financing Items [Abstract] Accrued expenses Increase (Decrease) in Accrued Liabilities Stock Options, Exercisable (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Number 2027 Long-Term Debt, Maturity, Year Three Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Weighted Average Grant Date Fair Value Per Share Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] Subsequent Event Type [Axis] Subsequent Event Type [Axis] 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Accumulated deficit Accumulated deficit Retained Earnings (Accumulated Deficit) In-process Research and Development In Process Research and Development, Policy [Policy Text Block] Inventories Increase (Decrease) in Inventories Debt issuance costs Debt Issuance Costs, Gross 2026 Long-Term Debt, Maturity, Year Two Organization, Consolidation and Presentation of Financial Statements [Abstract] Organization, Consolidation and Presentation of Financial Statements [Abstract] Long-Term Debt Debt, Policy [Policy Text Block] Weighted-average discount rate Operating Lease, Weighted Average Discount Rate, Percent Operating lease, liability Present value of operating lease liabilities Operating Lease, Liability Net cash provided by financing activities Net Cash Provided by (Used in) Financing Activities Amendment Flag Amendment Flag Accounts recovery, write-off net of recoveries Accounts Receivable, Allowance for Credit Loss, Write-off (Recovery) Accounts Receivable, Allowance for Credit Loss, Write-off (Recovery) Aggregate Intrinsic Value Share-based Compensation Arrangement by Share-based Payment Award, Options, Intrinsic Value [Abstract] Share-based Compensation Arrangement by Share-based Payment Award, Options, Intrinsic Value [Abstract] Entity Registrant Name Entity Registrant Name Depreciation and amortization Depreciation and amortization Depreciation, Depletion and Amortization Level 2 Fair Value, Inputs, Level 2 [Member] Number of shares issued in transaction (in shares) Sale of Stock, Number of Shares Issued in Transaction Term Loans Debt Disclosure [Text Block] Amortization period Finite-Lived Intangible Assets, Remaining Amortization Period Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV [Domain] Debt instrument, face amount Debt Instrument, Face Amount Issuance of common stock upon follow-on offering, net of issuance costs Stock Issued During Period, Value, New Issues Payments Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Settlements Entity Address, Postal Zip Code Entity Address, Postal Zip Code Collaborative Arrangement and Arrangement Other than Collaborative [Axis] Collaborative Arrangement and Arrangement Other than Collaborative [Axis] Schedule of Stock-based Compensation Expense Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block] Principles of Consolidation Consolidation, Policy [Policy Text Block] Collaborative Arrangement and Arrangement Other than Collaborative [Domain] Collaborative Arrangement and Arrangement Other than Collaborative [Domain] Contingent royalty obligation payable to Evolus Founders Notes Payable, Other Payables [Member] License, supply and distribution agreement, year three License, Supply and Distribution Agreement, Annual Payment, Year Three License, Supply and Distribution Agreement, Annual Payment, Year Three Title of 12(b) Security Title of 12(b) Security Common stock, $0.00001 par value; 100,000,000 shares authorized; 63,251,148 and 56,820,621 shares issued and outstanding at September 30, 2024 and DecemberÂ 31, 2023, respectively Common Stock, Value, Issued Share-based Payment Arrangement [Abstract] Share-Based Payment Arrangement [Abstract] Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value CEO Performance Restricted Share Units (CPRSU) CEO Performance Restricted Share Units (CPRSU) [Member] CEO Performance Restricted Share Units (CPRSU) Finite-Lived Intangible Assets [Line Items] Finite-Lived Intangible Assets [Line Items] Forfeited (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value Impairment of intangible assets Impairment of Intangible Assets (Excluding Goodwill) Preferred stock, $0.00001 par value; 10,000,000 shares authorized; no shares issued and outstanding at September 30, 2024 and DecemberÂ 31, 2023, respectively Preferred Stock, Value, Issued Property, plant and equipment, useful life Property, Plant and Equipment, Useful Life Stock Options Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding [Roll Forward] Employee Stock Employee Stock [Member] Fair Value Measurement [Domain] Fair Value Measurement [Domain] Net loss per share, basic (in dollars per share) Earnings Per Share, Basic Accounts payable Increase (Decrease) in Accounts Payable Proceeds from follow-on offering, net of underwriters fees Proceeds from Issuance of Common Stock Contingent royalty obligation payable to Evolus Founders Contractual Obligation Award expiration period Share-Based Compensation Arrangement by Share-Based Payment Award, Expiration Period Contractual term Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Outstanding, Weighted Average Remaining Contractual Terms Property and Equipment Property, Plant and Equipment, Policy [Policy Text Block] Schedule of Stock by Class [Table] Stock, Class of Stock [Table] Definite-lived intangible assets Finite-Lived Intangible Assets, Net [Abstract] Total current liabilities Liabilities, Current Intangible assets, gross (including goodwill) Intangible Assets, Gross (Including Goodwill) Intangible Assets, Gross (Including Goodwill) Total assets Assets Risks and Uncertainties and Concentration of Credit Risk Concentration Risk, Credit Risk, Policy [Policy Text Block] 2025 Finite-Lived Intangible Asset, Expected Amortization, Year One Product cost of sales (excludes amortization of intangible assets) Cost of Goods and Services Sold Restricted stock units granted (in shares) Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Over-Allotment Option Over-Allotment Option [Member] Purchases of property and equipment Payments to Acquire Property, Plant, and Equipment Annual increase percentage of maximum shares outstanding (equal to) Share-Based Compensation Arrangement by Share-Based Payment Award, Percentage of Outstanding Stock Maximum Non-cash in-process research and development expense Non-cash In Research And Development In Process Expenses Non-cash In Research And Development In Process Expenses Commitments and contingencies (Note 8) Commitments and Contingencies Stock-Based Compensation Share-Based Payment Arrangement [Policy Text Block] Accrued royalties under the Medytox Settlement Agreement Accrued Royalties, Current Performance Restricted Stock Units (PRSU) Performance Restricted Stock Units (PRSU) [Member] Performance Restricted Stock Units (PRSU) Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] 2026 Lessee, Operating Lease, Liability, to be Paid, Year Two Entity Address, City or Town Entity Address, City or Town Proceeds from issuance of long-term debt, net of discounts Proceeds from issuance of long-term debt Proceeds from Issuance of Long-Term Debt Leases Lessee, Leases [Policy Text Block] Debt Instrument [Axis] Debt Instrument [Axis] Schedule of Stock Options Share-Based Payment Arrangement, Option, Activity [Table Text Block] Recognized stock based compensation expense Allocated stock-based compensation expense Share-Based Payment Arrangement, Expense Net loss Net loss Net loss Net Income (Loss) Attributable to Parent Granted (in dollars per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Grants in Period, Weighted Average Exercise Price Loss Contingencies [Table] Loss Contingencies [Table] 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] Entity File Number Entity File Number Document Fiscal Year Focus Document Fiscal Year Focus Income Statement [Abstract] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Indefinite-lived intangible asset Indefinite-Lived Intangible Assets (Excluding Goodwill) [Abstract] Debt Instrument, Name [Domain] Debt Instrument, Name [Domain] Effect of exchange rates on cash Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Continuing Operations Term of contract Lessee, Operating Lease, Term of Contract Other accrued expenses Other Accrued Liabilities, Current Aggregate Intrinsic Value, Exercisable Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Intrinsic Value Remaining in 2024 Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Weighted-average remaining lease term (years) Operating Lease, Weighted Average Remaining Lease Term SCH SCH-AEON, LLC [Member] SCH-AEON, LLC [Member] Document Period End Date Document Period End Date Sale of Stock [Axis] Sale of Stock [Axis] Total operating lease payments Lessee, Operating Lease, Liability, to be Paid Beginning balance (in shares) Ending balance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Other assets Increase (Decrease) in Other Current Assets 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three Intellectual Property Disputes, Jeuveau Intellectual Property Disputes, Jeuveau [Member] Intellectual Property Disputes, Jeuveau Contract with customer liability revenue recognized Contract with Customer, Liability, Revenue Recognized Lessee, operating lease, abatement period Lessee, Operating Lease, Abatement Period Lessee, Operating Lease, Abatement Period Cost, Product and Service [Extensible List] Cost, Product and Service [Extensible Enumeration] Subsidiary or Equity Method Investee, Sale of Stock by Subsidiary or Equity Investee [Table] Subsidiary or Equity Method Investee, Sale of Stock, Type [Table] Document Transition Report Document Transition Report Document Quarterly Report Document Quarterly Report Purchase commitment, amount Purchase Obligation Litigation Case [Domain] Litigation Case [Domain] Fair Value, Recurring and Nonrecurring [Table] Fair Value, Recurring and Nonrecurring [Table] Accumulated other comprehensive loss Accumulated Other Comprehensive Income (Loss), Net of Tax Entity Current Reporting Status Entity Current Reporting Status Accumulated Deficit Retained Earnings [Member] Number of tranches Debt Instrument, Number of Tranches Debt Instrument, Number of Tranches Weighted-average shares outstanding used to compute basic net loss per share (in shares) Weighted Average Number of Shares Outstanding, Basic Additions to capitalized software Payments for Software Subsidiary, Sale of Stock [Line Items] Subsidiary, Sale of Stock [Line Items] Restricted Stock Units (RSUs) Restricted Stock Units (RSUs) [Member] Amortization of debt discount and issuance costs Amortization of Debt Issuance Costs and Discounts Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Cancelled/forfeited (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures in Period Contingent royalty obligation payable to Evolus Founders Contingent Royalty Obligation Payable to Related Party, Current Contingent Royalty Obligation Payable to Related Party, Current Entity Filer Category Entity Filer Category Income Statement Location [Domain] Statement of Income Location, Balance [Domain] Loss Contingencies [Line Items] Loss Contingencies [Line Items] EX-101.PRE 9 eols-20240930_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT XML 11 R1.htm IDEA: XBRL DOCUMENT v3.24.3 Cover - shares 9 Months Ended Sep. 30, 2024 Nov. 01, 2024 Cover [Abstract] Â Â Document Type 10-Q Â Document Quarterly Report true Â Document Period End Date Sep. 30, 2024 Â Document Transition Report false Â Entity File Number 001-38381 Â Entity Registrant Name EVOLUS, INC. Â Entity Incorporation, State or Country Code DE Â Entity Tax Identification Number 46-1385614 Â Entity Address, Address Line One 520 Newport Center Drive Suite 1200 Â Entity Address, City or Town Newport Beach Â Entity Address, State or Province CA Â Entity Address, Postal Zip Code 92660 Â City Area Code (949) Â Local Phone Number 284-4555 Â Title of 12(b) Security Common Stock, par value $0.00001 per share Â Trading Symbol EOLS Â Security Exchange Name NASDAQ Â Entity Current Reporting Status Yes Â Entity Interactive Data Current Yes Â Entity Filer Category Accelerated Filer Â Entity Small Business false Â Entity Emerging Growth Company false Â Entity Shell Company

false Â Entity Common Stock, Shares Outstanding Â 63,321,493 Amendment Flag false Â Document Fiscal Year Focus 2024 Â Document Fiscal Period Focus Q3 Â Entity CIK 0001570562 Â Current Fiscal Year End Date --12-31 Â X - DefinitionBoolean flag that is true when the XBRL content amends previously-filed or accepted submission. + ReferencesNo definition available. + Details Name: dei_AmendmentFlag Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionArea code of city + ReferencesNo definition available. + Details Name: dei_CityAreaCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCover page. + ReferencesNo definition available. + Details Name: dei_CoverAbstract Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionEnd date of current fiscal year in the format --MM-DD. + ReferencesNo definition available. + Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_ Data Type: xbrli:gMonthDayItemType Balance Type: na Period Type: duration X - DefinitionFiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_ Data Type: dei:fiscalPeriodItemType Balance Type: na Period Type: duration X - DefinitionThis is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_ Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - DefinitionFor the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD. + ReferencesNo definition available. + Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as an quarterly report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a + Details Name: dei_DocumentQuarterlyReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as a transition report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1 + Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'. + ReferencesNo definition available. + Details Name: dei_DocumentType Namespace Prefix: dei_ Data Type: dei:submissionTypeItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 1 such as Attn, Building Name, Street Name + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the City or Town + ReferencesNo definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCode for the postal or zip code + ReferencesNo definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the state or province. + ReferencesNo definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - DefinitionA unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - DefinitionIndicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. + ReferencesNo definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionIndicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesNo definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionCommission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen. + ReferencesNo definition available. + Details Name: dei_EntityFileNumber Namespace Prefix: dei_ Data Type: dei:fileNumberItemType Balance Type: na Period Type: duration X - DefinitionIndicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityFilerCategory Namespace Prefix: dei_ Data Type: dei:filerCategoryItemType Balance Type: na Period Type: duration X - DefinitionTwo-character EDGAR code representing the state or country of incorporation. + ReferencesNo definition available. + Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_ Data Type: dei:edgarStateCountryItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-T -Number 232 -Section 405 + Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionThe exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityRegistrantName Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityShellCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionIndicates that the company is a Smaller Reporting Company (SRC). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntitySmallBusiness Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityTaxIdentificationNumber Namespace Prefix: dei_ Data Type: dei:employerIdItemType Balance Type: na Period Type: duration X - DefinitionLocal phone number for entity. + ReferencesNo definition available. + Details Name: dei_LocalPhoneNumber Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionTitle of a 12(b) registered security. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b + Details Name: dei_Security12bTitle Namespace Prefix: dei_ Data Type: dei:securityTitleItemType Balance Type: na Period Type: duration X - DefinitionName of the Exchange on which a security is registered. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection d1-1 + Details Name: dei_SecurityExchangeName Namespace Prefix: dei_ Data Type: dei:edgarExchangeCodeItemType Balance Type: na Period Type: duration X - DefinitionTrading symbol of an instrument as listed on an exchange. + ReferencesNo definition available. + Details Name: dei_TradingSymbol Namespace Prefix: dei_ Data Type: dei:tradingSymbolItemType Balance Type: na Period Type: duration XML 12 R2.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Current assets Â Â Cash and cash equivalents $ 85,035 $ 62,838 Accounts receivable, net 44,642 30,529 Inventories 14,892 10,998 Prepaid expenses 3,399 5,700 Other current assets 2,393 2,356 Total current assets 150,361 112,421 Property and equipment, net 2,314 2,087 Operating lease right-of-use assets 8,280 5,763 Intangible assets, net 46,587 47,110 Goodwill 21,208 21,208 Other assets 858 409 Total assets 229,608 188,998 Current liabilities Â Â Accounts payable 13,836 4,271 Accrued expenses 34,949 33,813 Operating lease liabilities 1,601 1,377 Contingent royalty obligation payable to Evolus Founders 10,429 8,830 Total current liabilities 60,815 48,291 Operating lease liabilities 7,066 4,810 Contingent royalty obligation payable to Evolus Founders 34,600 36,200 Term loan, net of discount and issuance costs 121,208 120,359 Deferred tax liability 29 27 Total liabilities 223,718 209,687 Commitments and contingencies (Note 8) Stockholdersâ€™ equity (deficit) Â Â Preferred stock, $0.00001 par value; 10,000,000 shares authorized; no shares issued and outstanding at September 30, 2024 and DecemberÂ 31, 2023, respectively 0 0 Common stock, $0.00001 par value; 100,000,000 shares authorized; 63,251,148 and 56,820,621 shares issued and outstanding at September 30, 2024 and DecemberÂ 31, 2023, respectively 1 1 Additional paid-in capital 609,186 538,716 Accumulated other comprehensive loss (689) (427) Accumulated deficit (602,608) (558,979) Total stockholdersâ€™ equity (deficit) 5,890 (20,689) Total liabilities and stockholdersâ€™ equity (deficit) $ 229,608 $ 188,998 X - DefinitionContingent Royalty Obligation Payable to Related Party, Current + ReferencesNo definition available. + Details Name: eols_ContingentRoyaltyObligationPayabletoRelatedPartyCurrent Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_AccountsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2 + Details Name: us-gaap_AccountsReceivableNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14 + Details Name: us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapital Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section

55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_AssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRepresents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommitmentsAndContingencies Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_CommonStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of contractual obligation, including, but not limited to, long-term debt, lease obligation, purchase obligation, and other commitments. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3 + Details Name: us-gaap_ContractualObligation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(15)(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap_DeferredIncomeTaxLiabilitiesNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -

Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 15: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_Liabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of current assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncurrent assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_PreferredStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for costs that provide economic benefits within a future period of one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 05 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482955/340-10-05-5Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483032/340-10-45-1 + Details Name: us-gaap_PrepaidExpenseCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -

URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying amount of collateralized debt obligations with maturities initially due after one year or beyond the operating cycle, if longer, excluding the current portion. Obligations include, but not limited to, mortgage loans, chattel loans, and other borrowings secured by assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_SecuredLongTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 13 R3.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets (Parenthetical) - $ / shares Sep. 30, 2024 Dec. 31, 2023 Statement of Financial Position [Abstract] Â Â Preferred stock, par value (in dollars per share) $ 0.00001 $ 0.00001 Preferred stock, shares authorized (in shares) 10,000,000 10,000,000 Preferred stock, shares issued (in shares) 0 0 Preferred stock, shares outstanding (in shares) 0 0 Common stock, par value (in dollars per share) $ 0.00001 $ 0.00001 Common stock, shares authorized (in shares) 100,000,000 100,000,000 Common stock, shares, issued (in shares) 63,251,148 56,820,621 Common stock, shares, outstanding (in shares) 63,251,148 56,820,621 X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_PreferredStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfFinancialPositionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 14 R4.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Operations and Comprehensive Loss - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Revenue: Â Â Â Â Total net revenues $ 61,085 $ 50,019 $ 187,327 $ 141,086 Operating expenses: Â Â Â Â Cost, Product and Service [Extensible List] Product revenue, net Product revenue, net Product revenue, net Product revenue, net Product cost of sales (excludes amortization of intangible assets) $ 18,223 $ 15,431 $ 55,367 $ 42,289 Selling, general and administrative 52,506 43,328 147,781 121,886 Research and development 2,314 1,587 6,742 4,176 In-process research and development 0 0 0 4,441 Revaluation of contingent royalty obligation payable to Evolus Founders 2,428 1,802 5,611 5,132 Depreciation and amortization 1,087 1,311 3,923 3,760 Total operating expenses 76,558 63,459 219,424 181,684 Loss from operations (15,473) (13,440) (32,097) (40,598) Other income (expense): Â Â Â Â Interest income 928 306 2,474 569 Interest expense (4,764) (3,786) (14,162) (9,757) Other income (expense), net 273 21 380 2 Loss before income taxes: (19,036) (16,899) (43,405) (49,784) Income tax expense 134 24 224 70 Net loss (19,170) (16,923) (43,629) (49,854) Other comprehensive loss: Â Â Â Â Unrealized loss, net of tax (88) (138) (262) (269) Comprehensive loss $ (19,258) $ (17,061) $ (43,891) $ (50,123) Net loss per share, basic (in dollars per share) $ (0.30) $ (0.30) $ (0.71) $ (0.88) Net loss per share, diluted (in dollars per share) $ (0.30) $ (0.30) $ (0.71) $ (0.88) Weighted-average shares outstanding used to compute basic net loss per share (in shares) 63,148,968 57,023,151 61,562,771 56,808,333 Weighted-average shares outstanding used to compute diluted net loss per share (in shares) 63,148,968 57,023,151 61,562,771 56,808,333 Product revenue, net Â Â Â Â Revenue: Â Â Â Â Total net revenues $ 60,164 $ 49,323 $ 185,350 $ 139,050 Service revenue Â Â Â Â Revenue: Â Â Â Â Total net revenues $ 921 $ 696 $ 1,977 $ 2,036 X - DefinitionResearch And Development In Process 1 + ReferencesNo definition available. + Details Name: eols_ResearchAndDevelopmentInProcess1 Namespace Prefix: eols_ 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, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-5 + Details Name: us-gaap_ComprehensiveIncomeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. This excludes costs incurred during the reporting period related to financial services rendered and other revenue generating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic

924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1 + Details Name: us-gaap_CostOfGoodsAndServicesSold Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionTotal costs of sales and operating expenses for the period. + 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) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_CostsAndExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate expense recognized in the current period that allocates the cost of tangible assets, intangible assets, or depleting assets to periods that benefit from use of the assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22 + Details Name: us-gaap_DepreciationDepletionAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount of gain (loss) recognized in income from liability measured at fair value on recurring basis using unobservable input (level 3). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityGainLossIncludedInEarnings Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss) attributable to noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 9: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 11: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 12: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of interest expense classified as nonoperating. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_InterestExpenseNonoperating Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount after accretion (amortization) of discount (premium), and investment expense, of interest income and dividend income on nonoperating securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3:

http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_InvestmentIncomeNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTaxPeriodIncreaseDecreaseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after tax and before adjustment, of unrealized holding gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). Excludes unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11 + Details Name: us-gaap_OtherComprehensiveIncomeUnrealizedHoldingGainLossOnSecuritiesArisingDuringPeriodNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of income (expense) related to nonoperating activities, classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_OtherNonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherNonoperatingIncomeExpenseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of expense for research and development. Excludes cost for computer software product to be sold, leased, or otherwise marketed, writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both, and write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1 + Details Name: us-gaap_ResearchAndDevelopmentExpenseExcludingAcquiredInProcessCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenuesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total costs related to selling a firm's product and services, as well as all other general and administrative expenses. Direct selling expenses (for example, credit, warranty, and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet, and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_SellingGeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionIndicates type of cost from product sold and service rendered. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91 + Details Name: us-gaap_TypeOfCostGoodOrServiceExtensibleList Namespace Prefix: us-gaap_ Data Type: enum2:enumerationSetItemType Balance Type: na Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units

not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: srt_ProductOrServiceAxis=us-gaap_ProductMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_ServiceMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 15 R5.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Stockholdersâ€™ Equity (Deficit) - USD ($) $ in Thousands Total Common Stock Additional Paid In Capital Accumulated Other Comprehensive Loss Accumulated Deficit Beginning balance (in shares) at Dec. 31, 2022 Â 56,260,570 Â Â Â Beginning balance at Dec. 31, 2022 $ 18,499 $ 1 $ 516,129 $ (337) $ (497,294) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Issuance of common stock in connection with the incentive equity plan (in shares) Â 622,701 Â Â Â Issuance of common stock in connection with the incentive equity plan 26 Â 26 Â Â Stock-based compensation 3,294 Â 3,294 Â Â Net loss (14,791) Â Â Â (14,791) Other comprehensive loss (79) Â Â (79) Â Ending balance (in shares) at Mar. 31, 2023 Â 56,883,271 Â Â Â Ending balance at Mar. 31, 2023 6,949 $ 1 519,449 (416) (512,085) Beginning balance (in shares) at Dec. 31, 2022 Â 56,260,570 Â Â Â Beginning balance at Dec. 31, 2022 18,499 $ 1 516,129 (337) (497,294) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Net loss (49,854) Â Â Â Â Ending balance (in shares) at Sep. 30, 2023 Â 57,092,480 Â Â Â Ending balance at Sep. 30, 2023 (19,368) $ 1 528,385 (606) (547,148) Beginning balance (in shares) at Mar. 31, 2023 Â 56,883,271 Â Â Â Beginning balance at Mar. 31, 2023 6,949 $ 1 519,449 (416) (512,085) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Issuance of common stock in connection with the incentive equity plan (in shares) Â 54,552 Â Â Â Issuance of common stock in connection with the incentive equity plan 109 Â 109 Â Â Stock-based compensation 4,171 Â 4,171 Â Â Net loss (18,140) Â Â Â (18,140) Other comprehensive loss (52) Â Â (52) Â Ending balance (in shares) at Jun. 30, 2023 Â 56,937,823 Â Â Â Ending balance at Jun. 30, 2023 (6,963) $ 1 523,729 (468) (530,225) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Issuance of common stock in connection with the incentive equity plan (in shares) Â 154,657 Â Â Â Issuance of common stock in connection with the incentive equity plan 60 Â 60 Â Â Stock-based compensation 4,596 Â 4,596 Â Â Net loss (16,923) Â Â Â (16,923) Other comprehensive loss (138) Â Â (138) Â Ending balance (in shares) at Sep. 30, 2023 Â 57,092,480 Â Â Â Ending balance at Sep. 30, 2023 $ (19,368) $ 1 528,385 (606) (547,148) Beginning balance (in shares) at Dec. 31, 2023 56,820,621 57,820,621 Â Â Â Beginning balance at Dec. 31, 2023 $ (20,689) $ 1 538,716 (427) (558,979) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Issuance of common stock in connection with the incentive equity plan (in shares) Â 899,411 Â Â Â Issuance of common stock in connection with the incentive equity plan 487 Â 487 Â Â Issuance of common stock upon follow-on offering, net of issuance costs (in shares) Â 3,554,000 Â Â Â Issuance of common stock upon follow-on offering, net of issuance costs 46,794 Â 46,794 Â Â Stock-based compensation 5,090 Â 5,090 Â Â Net loss (13,109) Â Â Â (13,109) Other comprehensive loss (130) Â Â (130) Â Ending balance (in shares) at Mar. 31, 2024 Â 62,274,032 Â Â Â Ending balance at Mar. 31, 2024 $ 18,443 $ 1 591,087 (557) (572,088) Beginning balance (in shares) at Dec. 31, 2023 56,820,621 57,820,621 Â Â Â Beginning balance at Dec. 31, 2023 $ (20,689) $ 1 538,716 (427) (558,979) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Net loss $ (43,629) Â Â Â Â Ending balance (in shares) at Sep. 30, 2024 63,251,148 63,251,148 Â Â Â Ending balance at Sep. 30, 2024 $ 5,890 $ 1 609,186 (689) (602,608) Beginning balance (in shares) at Mar. 31, 2024 Â 62,274,032 Â Â Â Beginning balance at Mar. 31, 2024 18,443 $ 1 591,087 (557) (572,088) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Issuance of common stock in connection with the incentive equity plan (in shares) Â 460,466 Â Â Â Issuance of common stock in connection with the incentive equity plan 2,300 Â 2,300 Â Â Issuance of common stock upon follow-on offering, net of issuance costs (in shares) Â 318,100 Â Â Â Issuance of common stock upon follow-on offering, net of issuance costs 4,169 Â 4,169 Â Â Stock-based compensation 5,796 Â 5,796 Â Â Net loss (11,350) Â Â Â (11,350) Other comprehensive loss (44) Â Â (44) Â Ending balance (in shares) at Jun. 30, 2024 Â 63,052,598 Â Â Â Ending balance at Jun. 30, 2024 19,314 $ 1 603,352 (601) (583,438) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Issuance of common stock in connection with the incentive equity plan (in shares) Â 198,550 Â Â Â Issuance of common stock in connection with the incentive equity plan 589 Â 589 Â Â Stock-based compensation 5,245 Â 5,245 Â Â Net loss (19,170) Â Â Â (19,170) Other comprehensive loss $ (88) Â Â (88) Â Ending balance (in shares) at Sep. 30, 2024 63,251,148 63,251,148 Â Â Â Ending balance at Sep. 30, 2024 $ 5,890 $ 1 $ 609,186 $ (689) $ (602,608) X - DefinitionStock Issued During Period, Shares, Incentive Equity Plan + ReferencesNo definition available. + Details Name: eols_StockIssuedDuringPeriodSharesIncentiveEquityPlan Namespace Prefix: eols_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionStock Issued During Period, Value, Incentive Equity Plan + ReferencesNo definition available. + Details Name: eols_StockIssuedDuringPeriodValueIncentiveEquityPlan Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType 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:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInStockholdersEquityRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax of other comprehensive income (loss) attributable to parent entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-20Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(3) -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of new stock issued during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -

Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the value of new stock issued during the period. Includes shares issued in an initial public offering or a secondary public offering. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 16 R6.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Cash Flows - USD ($) $ in Thousands 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Cash flows from operating activities Â Â Net loss $ (43,629) $ (49,854) Adjustments to reconcile net loss to net cash used in operating activities: Â Â Depreciation and amortization 3,923 3,760 Stock-based compensation 16,083 12,061 Provision for bad debts 1,659 1,354 Amortization of operating lease right-of-use assets 485 590 Amortization of debt discount and issuance costs 849 843 Deferred income taxes 2 0 Revaluation of contingent royalty obligation payable to Evolus Founders 5,611 5,132 Changes in assets and liabilities: Â Â Accounts receivable (15,773) (9,370) Inventories 2,273 (654) Prepaid expenses 2,301 247 Other assets (486) 110 Accounts payable 3,280 4,789 Accrued expenses 1,137 1,919 Accrued litigation settlement 0 (5,000) Operating lease liabilities (522) (748) Net cash used in operating activities (22,807) (34,821) Cash flows from investing activities Â Â Purchases of property and equipment (1,034) (264) Additions to capitalized software (2,427) (1,002) Net cash used in investing activities (3,461) (1,266) Cash flows from financing activities Â Â Payment of contingent royalty obligation to Evolus Founders (5,612) (4,038) Proceeds from issuance of long-term debt, net of discounts 0 25,000 Payments for debt issuance costs 0 (38) Payments for offering costs (248) 0 Issuance of common stock in connection with incentive equity plan 3,376 195 Net cash provided by financing activities 48,727 21,119 Effect of exchange rates on cash (262) (269) Change in cash and cash equivalents 22,197 (15,237) Cash and cash equivalents, beginning of period 62,838 53,922 Cash and cash equivalents, end of period 85,035 38,685 Supplemental disclosure of cash flow information Â Â Cash paid for interest 13,311 8,908 Cash paid for income taxes 196 95 Non-cash information Â Â Operating lease right-of-use assets obtained in exchange for operating lease liabilities 3,002 4,550 Follow-On Offering Â Â Cash flows from financing activities Â Â Proceeds from follow-on offering, net of underwriters fees $ 51,211 $ 0 X - DefinitionIncrease (Decrease) In Operating Lease Liabilities + ReferencesNo definition available. + Details Name: eols_IncreaseDecreaseInOperatingLeaseLiabilities Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPayments Of Contingent Royalty Obligation + ReferencesNo definition available. + Details Name: eols_PaymentsOfContingentRoyaltyObligation Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionProceeds From (Payments For) Issuance Of Common Stock In Connection With Equity Incentive Plan + ReferencesNo definition available. + Details Name: eols_ProceedsFromPaymentsForIssuanceOfCommonStockInConnectionWithEquityIncentivePlan Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 amortization expense attributable to debt discount (premium) and debt issuance costs. + ReferencesReference 1: 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 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 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 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfFinancingCostsAndDiscounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in the value of a contingent consideration liability, including, but not limited to, differences arising upon settlement. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479581/805-30-50-4 + Details Name: us-gaap_BusinessCombinationContingentConsiderationArrangementsChangeInAmountOfContingentConsiderationLiability1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of deferred income tax expense (benefit) pertaining to income (loss) from continuing operations. + 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/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(1)(Note 1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (b) -SubTopic 10 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-9 + Details Name: us-gaap_DeferredIncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate expense recognized in the current period that allocates the cost of tangible assets, intangible assets, or depleting assets to periods that benefit from use of the assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22 + Details Name: us-gaap_DepreciationDepletionAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) from effect of exchange rate changes on cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in foreign currencies. Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 230 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-23Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-22Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_IncomeTaxesPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate amount of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate amount of expenses incurred but not yet paid. + 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_IncreaseDecreaseInAccruedLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate value of all inventory held by the reporting entity, associated with underlying transactions that are classified as operating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInInventories Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in current assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInOtherCurrentAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the amount of outstanding money paid in advance for goods or services that bring economic benefits for future periods. + 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_IncreaseDecreaseInPrepaidExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash paid for interest, excluding capitalized interest, classified as operating activity. Includes, but is not limited to, payment to settle zero-coupon bond for accreted interest of debt discount and debt instrument with insignificant coupon interest rate in relation to effective interest rate of borrowing attributable to accreted interest of debt discount. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_InterestPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesContinuingOperationsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB 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https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NoncashInvestingAndFinancingItemsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of periodic reduction over lease term of carrying amount of right-of-use asset from operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_OperatingLeaseRightOfUseAssetAmortizationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of cash paid for the settlement of litigation or for other legal issues during the period. + 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_PaymentsForLegalSettlements Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the development, modification or acquisition of software programs or applications for internal use (that is, not to be sold, leased or otherwise marketed to others) that qualify for capitalization. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsForSoftware Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow paid to third parties in connection with debt origination, which will be amortized over the remaining maturity period of the associated long-term debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 15 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsOfDebtIssuanceCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for cost incurred directly with the issuance of an equity security. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsOfStockIssuanceCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the acquisition of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale; includes cash outflows to pay for construction of self-constructed assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquirePropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash inflow from the additional capital contribution to the entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceOfCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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-S99-3Reference 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_ProceedsFromIssuanceOfLongTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense (reversal of expense) for expected credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(5)) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_ProvisionForDoubtfulAccounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase in right-of-use asset obtained in exchange for operating lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_ShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SupplementalCashFlowInformationAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=eols_FollowOnOfferingMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 17 R7.htm IDEA: XBRL DOCUMENT v3.24.3 Description of Business 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Description of Business Description of BusinessDescription of BusinessEvolus, Inc., (â€œEvolusâ€ or the â€œCompanyâ€) is a global performance beauty company focused on delivering products in the cash-pay aesthetic market. The Company received the approval of its first product JeuveauÂ® (prabotulinumtoxinA-xvfs) from the U.S. Food and Drug Administration (the â€œFDAâ€) in February 2019. The product was also approved by Health Canada in August 2018, the European Commission (â€œECâ€) in September 2019, the Australian Therapeutics Good Administration (â€œTGAâ€) in January 2023, and Swissmedic in November 2023. JeuveauÂ® is a proprietary 900 kDa purified botulinum toxin type A formulation indicated for the temporary improvement in the appearance of moderate to severe glabellar lines, also known as â€œfrown lines,â€ in adults. The Company commercially launched JeuveauÂ® in the United States in May 2019, in Canada through a distribution partner in October 2019, and began its launch in Europe in September 2022 and Australia in July 2024. In 2023, the Company entered into an agreement to be the exclusive distributor of Evolysseâ„¢, a line of injectable hyaluronic acid gels currently in late-stage development in the United States and Europe. In October 2024, regulatory approval was received in the European Union for four products in the Evolysseâ„¢ line. The Company currently generates all of its net revenues from JeuveauÂ®. The Company is headquartered in Newport Beach, California.Liquidity and Financial ConditionThe accompanying unaudited condensed consolidated financial statementsÂ have been preparedÂ on a basis thatÂ assumes thatÂ the Company will continue as a going concern. This basis of accounting contemplates the recovery of the Companyâ€™s assets and the satisfaction of the Companyâ€™s liabilities and commitments in the normal course of business and does not include any adjustments to reflect the possible future effects of the recoverability and classification of recorded asset amounts or amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Since inception, the Company has incurred recurring net operating losses and negative cash flows from operating activities and management expects operating losses and negative cash flows to continue for at least the next twelve months. For the three and nine months ended September 30, 2024, the Company recorded loss from operations of $15,473 and $32,097, respectively, and a total net loss of $19,170 and $43,629, respectively. The Company used cash of $22,807 from operations during the nine months ended September 30, 2024. As of September 30, 2024, the Company had $85,035 in cash and cash equivalents and an accumulated deficit of $602,608. In March 2024, the Company completed a follow-on offering and issued 3,554,000 shares of its common stock, at a price to the public of $14.07 per share. The Company received net proceeds of $46,794 from the offering, after deducting underwriting discounts and commissions and other offering expenses. In addition, the Company granted the underwriters an option, exercisable for 30 days, to purchase up to 533,100 additional shares of common stock (the â€œoption sharesâ€) at the purchase price. In April 2024, the underwriters exercised their option to purchase 318,100 of the allotted option shares. The net proceeds to the Company from the sale of the option shares, after deducting the underwritersâ€™ discounts and commissions, was $4,169.On March 8, 2023, the Company entered into an â€œat-the-marketâ€ sales agreement (the â€œATM Sales Agreementâ€) and filed a shelf registration statement on Form S-3 and corresponding prospectus with the Securities and Exchange Commission (â€œSECâ€) to permit sales under the ATM Sales Agreement, which registration statement became effective on June 8, 2023. The Company has not sold any shares under the ATM Sales Agreement. See Note 9. Stockholdersâ€™ Equity for additional information.The Company believes that its current capital resources, which consist of cash and cash equivalents, will be sufficient to fund its operations through at least the next twelve months from the date the accompanying condensed consolidated financial statements are issued based on its expected cash needs. The Company may need to raise additional capital to fund future operations or execute corporate development activities through entering into licensing or collaboration agreements with partners, grants or other sources of financing. Sufficient funds may not be available to the Company at all or on attractive terms when needed from equity or debt financings. If the Company is unable to obtain additional funding from these or other sources when needed, or to the extent needed, it may be necessary to reduce its scope of operations to reduce the current rate of spending through actions such as reductions in staff and delaying, scaling back, or suspending certain research and development, sales and marketing programs and other operational goals. X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for organization, consolidation and basis of presentation of financial statements disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/810/tableOfContentReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205/tableOfContent + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 18 R8.htm IDEA: XBRL DOCUMENT v3.24.3 Basis of Presentation and Summary of Significant Accounting Policies 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Basis of Presentation and Summary of Significant Accounting Policies Basis of Presentation and Summary of Significant Accounting PoliciesBasis of PresentationThe accompanying unaudited condensed consolidated financial statements have been prepared on a consistent basis with the annual financial statements and in accordance with accounting principles generally accepted in the United States of America (â€œGAAPâ€) and the requirements of the SEC for interim reporting. Pursuant to these SEC rules and regulations, the Company has condensed or omitted certain financial information and disclosures normally included in annual financial statements prepared in accordance with GAAP. In the opinion of management, the interim consolidated financial statements reflect all adjustments, which include only normal recurring adjustments, considered necessary for a fair statement of the interim periods. The interim results presented herein are not necessarily indicative of the results of operations to be expected for the full year ending DecemberÂ 31, 2024 or for any other interim period.The accompanying unaudited condensed consolidated financial statements and related disclosures should be read in conjunction with the financial statements and notes included in the Companyâ€™s Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023, as filed with the SEC on March 7, 2024. Principles of ConsolidationThe Companyâ€™s unaudited condensed consolidated financial statements include the Companyâ€™s accounts and those of the Companyâ€™s wholly owned subsidiaries and have been prepared in conformity with GAAP. All intercompany transactions have been eliminated.Use of EstimatesManagement is required to make certain estimates and assumptions in order to prepare consolidated financial statements in conformity with GAAP. Such estimates and assumptions affect the reported consolidated financial statements. These estimates include, but are not limited to net revenues, allowance for doubtful accounts, fair value measurements, inventory valuations and stock-based compensation, among others. Management bases estimates on historical experience and on assumptions that management believes are reasonable. The Companyâ€™s actual results could differ materially from those estimates.Risks and UncertaintiesThe Company is party to an agreement (as amended, the â€œDaewoong Agreementâ€) with Daewoong Pharmaceutical Co. Ltd. (â€œDaewoongâ€), pursuant to which the Company received an exclusive distribution license to JeuveauÂ® from Daewoong for aesthetic indications in the United States, European Union, United Kingdom, members of the European Economic Area, Switzerland, Canada, Australia, New Zealand, and South Africa, as well as co-exclusive distribution rights with Daewoong in Japan. JeuveauÂ®Â is manufactured by Daewoong in a facility in South Korea. The Company also has the option to negotiate first with Daewoong to secure a distribution license for any product that Daewoong directly or indirectly develops or commercializes that is classified as an injectable botulinum toxin (other than JeuveauÂ®) in a territory covered by the Daewoong Agreement. The Company relies on Daewoong, its exclusive and sole supplier, to manufacture JeuveauÂ®. Any termination or loss of significant rights, including exclusivity, under the Daewoong Agreement would materially and adversely affect the Companyâ€™s commercialization of JeuveauÂ®. See Note 8. Commitments and Contingencies and Note 10. Medytox Settlement Agreements for additional information.The Company commercially launched JeuveauÂ®Â in the United States in May 2019 and in Canada through its distribution partner in October 2019. The Company also began commercially launching JeuveauÂ®Â in Europe in September 2022 and in Australia in July 2024 and, as such, has a limited history of sales in those markets. If any previously granted approval to market and sell JeuveauÂ®Â is retracted or the Company is denied approval or approval is delayed by regulators in any other jurisdictions, it may have a material adverse impact on the Companyâ€™s business and its consolidated financial statements.The Company is also subject to risks common to companies in the pharmaceutical industry including, but not limited to, dependency on the commercial success of JeuveauÂ®, the Companyâ€™s sole commercial product, significant competition within the medical aesthetics industry, its ability to maintain regulatory approval of JeuveauÂ®, its ability to obtain regulatory approval for Evolysseâ„¢, third party litigation and challenges to its intellectual property, uncertainty of broad adoption of its product by aesthetic practitioners and patients, its ability to in-license, acquire or develop additional product candidates and to obtain the necessary approvals for those product candidates, and the need to scale manufacturing capabilities over time.Any disruption and volatility in the global capital markets, including caused by other events, such as public health crises, increased inflation and rising interest rates, and geopolitical conflicts, including the military conflict between Russia and Ukraine and the ongoing conflict in the Middle East, may increase the Companyâ€™s cost of capital and adversely affect its ability to access financing when and on terms that the Company desires. Any of these events could have a material adverse effect on the Companyâ€™s business, financial condition, results of operations and cash flows.Segment ReportingOperating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision-maker. The Company has determined that it operates in a single operating and reportable segment. The Companyâ€™s chief operating decision maker is its Chief Executive Officer who manages operations and reviews the financial information as a single operating segment for the purposes of allocating resources and evaluating its financial performance.Concentration of Credit RiskFinancial instruments that potentially subject the Company to a concentration of credit risk consist of cash and cash equivalents and accounts receivable. Substantially all of the Companyâ€™s cash is held by financial institutions that management believes are of high credit quality. Such deposits may, at times, exceed federally insured limits. To date, the Company has not experienced any losses associated with this credit risk and continues to believe that this exposure is not significant. The Company invests, or plans to soon invest, its excess cash, in line with its investment policy, primarily in money market funds and debt instruments of U.S. government agencies. The Companyâ€™s accounts receivable is derived from customers located principally in the United States. Concentrations of credit risk with respect to trade receivables are limited due to the Companyâ€™s credit evaluation process. The Company does not typically require collateral from its customers. Credit losses historically have not been material. The Company continuously monitors customer payments and maintains an allowance for credit losses based on its assessment of various factors including historical experience, age of the receivable balances, and other current economic conditions or other factors that may affect customersâ€™ ability to pay.Cash and Cash EquivalentsCash and cash equivalents consist of cash and highly liquid investments with remaining maturities at purchase of three months or less that can be liquidated without prior notice or penalty. Cash and cash equivalents may include deposits, money market funds and debt securities. Amounts receivable from credit card issuers are typically converted to cash within two to four days of the original sales transaction and are considered to be cash equivalents. InventoriesInventories consist of finished goods held for sale and distribution. Cost is determined based on the estimated amount payable to the Companyâ€™s supplier, using the first-in, first-out method with prioritization of the items with the earliest expiration dates. Inventory valuation reserves are established based on a number of factors including, but not limited to, finished goods not meeting product specifications, product excess and obsolescence, or application of the lower of cost or net realizable value concepts. The determination of events requiring the establishment of inventory valuation reserves, together with the calculation of the amount of such reserves may require judgment. No material inventory valuation reserves have been recorded for the periods presented. Adverse changes in assumptions utilized in the Companyâ€™s inventory reserve calculations could result in an increase to its inventory valuation reserves. Product cost of sales, excluding amortization of intangible assets, consisted of the inventory cost and certain royalties on the sale of JeuveauÂ® payable to Medytox pursuant to the Medytox Settlement Agreements (as such term is defined in Note 10. Medytox Settlement Agreements).Fair Value of Financial InstrumentsFair value is defined as the exchange price that would be received for an asset or an exit price paid to transfer a liability in an orderly transaction between market participants in a principal market on the measurement date.The fair value hierarchy defines a three-tiered valuation hierarchy for disclosure of fair value measurement is classified and disclosed by the Company in one of the three categories as follows:â€¢Level 1â€”Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;â€¢Level 2â€”Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities in active markets; quoted prices in markets that are not active; or other inputs that are observable, either directly or indirectly, or can be corroborated by observable market data for substantially the full term of the asset or liability; andâ€¢Level 3â€”Prices or valuation techniques that require inputs that are unobservable that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.The categorization of a financial instrument within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.Property and EquipmentProperty and equipment are stated at cost. Depreciation and amortization are provided using the straight-line method over the estimated useful lives of approximately three to five years. Leasehold improvements are amortized over the shorter of the estimated useful lives of the improvements or the term of the related lease.GoodwillGoodwill represents the excess of the purchase price over the fair value of the net tangible and intangible assets acquired in a business combination. The Company assesses goodwill for impairment annually and whenever events or changes in circumstances indicate that the carrying amount of goodwill may not be recoverable. The Company performs an annual qualitative assessment of its goodwill in the fourth quarter of each calendar year to determine if any events or circumstances exist, such as an adverse change in business climate or a decline in the overall industry demand, that would indicate that it would more likely than not reduce the fair value of a reporting unit below its carrying amount, including goodwill. If events or circumstances do not indicate that the fair value of a reporting unit is below its carrying amount, then goodwill is not considered to be impaired and no further testing is required. For the purpose of impairment testing, the Company has determined that it has one reporting unit. There was no impairment of goodwill for any of the periods presented.Intangible AssetsThe distribution right intangible asset related to JeuveauÂ® is amortized over the period the asset is expected to contribute to the future cash flows of the Company. The Company determined the pattern of this intangible assetâ€™s future cash flows could not be readily determined with a high level of precision. As a result, the distribution right intangible asset is being amortized on a straight-line basis over the estimated useful life of 20 years. On December 20, 2023, the Company entered into a License, Supply and Distribution Agreement (the â€œSymatese Europe Agreementâ€), pursuant to which Symatese granted to the Company an exclusive right to commercialize and distribute four injectable hyaluronic acid product candidates, which are referred to as: (i) Form; (ii) Smooth; (iii) Sculpt and (iv) Lips, in 50 countries in Europe for use in the aesthetics and dermatological fields. A portion of the Symatese Europe Agreement represents the license and distribution right to Evolysseâ„¢ in Europe. The definite-lived distribution right intangible asset related to the Evolysseâ„¢ nasolabial fold product approved in Europe is amortized on a straight-line basis over the estimated useful life of 15 years.The Company capitalizes certain internal-use software costs associated with the development of its mobile and web-based customer platforms. These costs include personnel expenses and external costs that are directly associated with the software projects. These costs are included as intangible assets in the accompanying condensed consolidated balance sheets. The capitalized internal-use software costs are amortized on a straight-line basis over the estimated useful life of two years upon being

placed in service. The Company reviews long-term and identifiable definite-lived intangible assets or asset groups for impairment when events or changes in circumstances indicate that the carrying amount of an asset or asset group may not be recoverable. If the sum of the expected future undiscounted cash flows is less than the carrying amount of the asset or an asset group, further impairment analysis is performed. An impairment loss is measured as the amount by which the carrying amount of the asset or asset groups exceeds the fair value for assets to be held and used or fair value less cost to sell for assets to be disposed of. The Company also reviews the useful lives of its assets periodically to determine whether events and circumstances warrant a revision to the remaining useful life. Changes in the useful life are adjusted prospectively by revising the remaining period over which the asset is amortized. There was no material impairment of long-lived assets for any periods presented.LeasesAt the inception of a contractual arrangement, the Company determines whether the contract contains a lease by assessing whether there is an identified asset and whether the contract conveys the right to control the use of the identified asset in exchange for consideration over a period of time. If both criteria are met, upon lease commencement, the Company records a lease liability which represents the Companyâ€™s obligation to make lease payments arising from the lease, and a corresponding right-of-use (â€œROUâ€) asset which represents the Companyâ€™s right to use an underlying asset during the lease term. Operating lease assets and liabilities are included in ROU assets, current portion of operating lease liabilities and noncurrent operating lease liabilities in the accompanying condensed consolidated balance sheets. Operating lease ROU assets and lease liabilities are initially recognized based on the present value of the future minimum lease payments over the lease term at commencement date calculated using the Companyâ€™s incremental borrowing rate applicable to the underlying asset unless the implicit rate is readily determinable. The incremental borrowing rate, the ROU asset and the lease liability are reevaluated upon a lease modification. Operating lease ROU assets also include any lease payments made at or before lease commencement and exclude any lease incentives received, if any. The Company determines the lease term as the noncancelable period of the lease and may include options to extend or terminate the lease when it is reasonably certain that the Company will exercise such options. The Companyâ€™s leases do not contain any residual value guarantees. Leases with a term of 12 months or less are not recognized on the condensed consolidated balance sheets. For operating leases, the Company recognized rent expense on a straight-line basis over the lease term. There were no significant finance leases as of September 30, 2024. Contingent Royalty Obligation Payable to Evolus FoundersPayment obligations to the founders of Evolus (â€œEvolus Foundersâ€) consist of quarterly royalty payments of a low-single digit percentage of net sales of JeuveauÂ®. The obligations terminate in the second quarter of 2029, which is the 10-year anniversary of the first commercial sale of JeuveauÂ® in the United States. Under an amended agreement with the Evolus Founders, the Company recorded the fair value of all revised payment obligations owed to the Evolus Founders. The Company determines the fair value of the contingent royalty obligation payable at each reporting period end based on Level 3 inputs using a discounted cash flows method. Changes in the fair value of the contingent royalty obligation payable are determined at each reporting period end and recorded in operating expenses in the accompanying condensed consolidated statements of operations and comprehensive loss and as a liability in the condensed consolidated balance sheets.Long-Term DebtLong-term debt represents the debt balance with Pharmakon (see Note 6. Term Loans), net of discount and issuance costs. Debt issuance costs represent legal, lender and consulting costs or fees associated with debt financing. DebtÂ discounts and issuance costs are amortized into interest expense over the term of the debt.Foreign Currency TranslationThe financial statements of foreign subsidiaries are measured using the local currency as the functional currency. Assets and liabilities are translated into U.S. dollars at current exchange rates as of balance sheet date, and income and expense items are translated into U.S. dollars using the average rates of exchange prevailing during the period. Gains and losses arising from translation are recorded in other comprehensive loss as a separate component of stockholdersâ€™ equity. Foreign currency gains or losses on transactions denominated in a currency other than the Companyâ€™s functional currency are recorded in other expenses, net in the accompanying condensed consolidated statements of operations and comprehensive loss.Revenue RecognitionThe Company recognizes revenue when control of the promised goods or services is transferred to its customers, in an amount that reflects the consideration to which the Company expects to be entitled in exchange for the goods or services. In order to achieve that core principle, a five-step approach is applied: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognize revenue allocated to each performance obligation when the Company satisfies the performance obligation. A performance obligation is a promise in a contract to transfer a distinct good or service to the customer and is the unit of account for revenue recognition. GeneralThe Company generates product revenue from the sale of JeuveauÂ® in the United States, Europe and Australia, and service revenue from the sale of JeuveauÂ® through a distribution partner in Canada.For product revenue, the Company recognizes revenue when control of the promised goods under a contract is transferred to a customer, in an amount that reflects the consideration the Company expects to receive in exchange for those goods as specified in the customer contract. The transfer of control occurs upon receipt of the goods by the customer since that is when the customer has obtained control of the goodsâ€™ economic benefits. The Company does not provide any service-type warranties and does not accept product returns except under limited circumstances such as damages in transit or ineffective product. The Company also excludes any amounts related to taxes assessed by governmental authorities from revenue measurement. Shipping and handling costs associated with outbound product freight are accounted for as fulfillment costs and are included in selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss.For service revenue, the Company evaluated the arrangement with the distribution partner in Canada and determined that it acts as an agent in the distribution of JeuveauÂ®Â in Canada as it does not control the product before control is transferred to a customer. The indicators of which party exercises control include primary responsibility over performance obligations, inventory risk before the good or service is transferred and discretion in establishing the price. Accordingly, the Company records the sale as service revenue on a net basis. Revenue from services is recognized in the period the service is performed for the amount of consideration expected to be received.Disaggregation of RevenueThe Companyâ€™s disaggregation of revenue is consistent with its operating segment as disclosed above.Gross-to-Net Revenue AdjustmentsThe Company provides customers with discounts, such as trade and volume discounts and prompt pay discounts, that are directly reflected in the invoice price. Revenues are recorded net of sales-related adjustments, wherever applicable, primarily for the volume-based rebates, consumer loyalty programs and co-branded marketing programs. â€¢Volume-Based Rebates â€” Volume-based rebates are contractually offered to certain customers. The rebates payable to each customer are determined based on the contract and quarterly purchase volumes. â€¢Consumer Loyalty Program â€” The Companyâ€™s consumer loyalty program allows participating customers to earn rewards for qualifying treatments to their patients (i.e. consumers) using JeuveauÂ® and redeem the rewards for JeuveauÂ® in the future at no additional cost. The loyalty program represents a customer option that provides a material right and, accordingly, is a performance obligation. At the time JeuveauÂ® product is sold to customers, the invoice price is allocated between the product sold and the estimated material right reward (â€œRewardâ€) that the customer might redeem in the future. The standalone selling price of the Reward is measured based on estimated average selling price of JeuveauÂ® at the time of redemption and the expected redemption rate by customers based on historical sales data. The portion of invoice price allocated to the Reward is initially recorded as deferred revenue. Subsequently, when customers redeem the Reward and the related product is delivered, the deferred revenue is recognized in net revenues at that time. â€¢Co-Branded Marketing Programs â€” The Company offers eligible customers with a certain level of JeuveauÂ® purchases to receive advertising co-branded with the Company. The co-branded advertising represents a performance obligation. At the time JeuveauÂ® product is sold to customers, the invoice price is allocated between the product sold and the advertisement. The standalone selling price of the advertisement is measured based on the estimated market value of similar advertisement adjusted for the customerâ€™s portion of the advertisement. The portion of invoice price allocated to the advertisement is initially recorded as deferred revenue. Subsequently, when the advertisement airs, the deferred revenue is recognized in net revenues at that time.Contract BalancesA contract with a customer states the terms of the sale, including the description, quantity and price of each product purchased. Amounts are recorded as accounts receivable when the Companyâ€™s right to consideration becomes unconditional. The Company does not have any significant financing components in customer contracts given the expected time between transfer of the promised products and the payment of the associated consideration is less than one year. As of September 30, 2024 and DecemberÂ 31, 2023, all amounts included in accounts receivable, net on the accompanying condensed consolidated balance sheets are related to contracts with customers.The Company did not have any contract assets nor unbilled receivables as of September 30, 2024 or DecemberÂ 31, 2023.Contract liabilities reflect estimated amounts that the Company is obligated to pay to customers or patients primarily under the rebate and deferred revenue associated with Rewards under the consumer loyalty program and co-branded marketing programs. The Companyâ€™s contract liabilities are included in accounts payable and accrued expenses in the accompanying condensed consolidated balance sheets.As of September 30, 2024 and DecemberÂ 31, 2023, the accrued revenue contract liabilities, primarily related to volume-based rebates, consumer loyalty program and co-branded marketing programs, were $13,231 and $11,033, respectively, which were recorded in accrued expenses in the accompanying condensed consolidated balance sheets.For the three and nine months ended September 30, 2024, provisions for rebate, consumer loyalty programs and co-branded marketing programs were $8,732 and $26,728, respectively which were offset by related payments, redemptions and adjustments of $7,226 and $24,514, respectively, which were recorded as adjustments to gross revenues in the accompanying condensed consolidated statement of operations. For the three and nine months ended September 30, 2023, provisions for rebate, consumer loyalty programs and co-branded marketing programs were $6,762 and $22,264, respectively, which were offset by related payments, redemptions and adjustments of $6,924 and $22,495, respectively, which were recorded as adjustments to gross revenues in the accompanying condensed consolidated statement of operations.During the nine months ended September 30, 2024 and 2023, the Company recognized $10,078 and $7,751, respectively, of revenue related to amounts included in contract liabilities at the beginning of the period and did not recognize any revenue related to changes in transaction prices regarding its contracts with customers from previous periods.CollectabilityAccounts receivable are recorded at the invoiced amount and do not bear interest. At the time of contract inception or new customer account set-up, the Company performs a collectability assessment of the customerâ€™s creditworthiness. The Company assesses the probability that the Company will collect the entitled consideration in exchange for the goods sold, by considering the customerâ€™s ability and intention to pay when consideration is due. The Companyâ€™s expected loss allowance methodology for accounts receivable is developed using historical collection experience, current and future economic and market conditions and periodic evaluation of customersâ€™ receivables balances using relevant available information, from internal and external sources, relating to past events, current conditions and forecasts. Historical credit loss experience provides the basis for estimation of expected credit losses and are adjusted as necessary using the relevant information available. The Company writes off accounts receivable balances when it is determined that there is no possibility of collection. As of September 30, 2024 and DecemberÂ 31, 2023, allowance for credit losses was $2,282 and $1,490, respectively. For the three and nine months ended September 30, 2024, the provision for bad debts was $889 and $1,659, respectively, and write-offs, net of recoveries was $665 and $866, respectively. For the three and nine months ended September 30, 2023, the provision for bad debts was $1,012 and $1,354, respectively, and the write-offs, net of recoveries was $1,057 and $955, respectively. Practical ExpedientsThe Company expenses sales commissions when incurred as the amortization period is one year or less. These costs are recorded within selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss. The Company does not adjust the amount of promised consideration for the effects of the time value of money for contracts in which the anticipated period between when the Company transfers the goods or services to the customer and when the customer pays within one year.Research and Development ExpensesResearch and development costs are expensed as incurred. Research and development expenses include personnel-related costs, costs associated with pre-clinical and clinical development activities, costs associated with and costs for prototype products that are manufactured prior to market approval for that prototype product, internal and external costs associated with the Companyâ€™s regulatory compliance and quality assurance functions, including the costs of outside consultants and contractors that assist in the process of submitting and maintaining regulatory filings, and overhead costs, including allocated facility related expenses.In-process Research and DevelopmentIntangible assets acquired that are used for research and development, do not yet have regulatory approval for commercialization, and have no future alternative use are expensed as in-process research and development.Symatese U.S. AgreementOn May 9, 2023, the Company and Symatese entered into a License, Supply and Distribution Agreement (the â€œSymatese U.S. Agreementâ€), pursuant to which Symatese granted to the Company an exclusive right to commercialize and distribute its five injectable hyaluronic acid product candidates, including the products referred to as: (i) Form; (ii) Smooth; (iii) Sculpt; (iv) Lips; and (v) Eye (collectively, the â€œProductsâ€), in the United States for use in the aesthetics and dermatological field of use. The Company also has the right of first negotiation to obtain a license from Symatese to commercialize and distribute any new products developed using the same technology as the Evolysseâ„¢ line of injectable hyaluronic acid gels.As consideration for the rights granted under the Symatese U.S. Agreement, the Company is required to make up to â‚¬16,200 in milestone payments to Symatese, including an initial payment of â‚¬4,100 within 30 days of execution of the Symatese U.S. Agreement, and additional annual payments of â‚¬1,600 in June 2025, â‚¬4,100 in June 2026, â‚¬3,200 in June 2027, and â‚¬3,200 in June 2028, in each case subject to three of the Products gaining approval prior to that date. In June 2023, the Company paid $4,441 as an upfront payment upon the signing of the Symatese U.S. Agreement and has developmental costs, ongoing milestone and royalty payment obligations. The Symatese U.S. Agreement is also subject to minimum purchase requirements and failure to meet such requirements may result in a reduction or termination of the Companyâ€™s exclusive rights, subject to certain exceptions. Additionally, the Company agreed to a specified cost-sharing agreement with Symatese related to the registration of the Lips and Eye Products with the FDA.The initial term of the Symatese U.S. Agreement is fifteen (15) years from the first FDA approval of a Product, with automatic renewals for successive five (5)-year terms subject to the terms of the Symatese U.S. Agreement. The upfront payment of $4,441 was recorded as in-process research and development expense.Symatese Europe AgreementOn December 20, 2023, the Company entered into the Symatese Europe Agreement, pursuant to which Symatese granted to us an exclusive right to commercialize and distribute four injectable hyaluronic acid gel candidates, which are referred to as: (i) Form; (ii) Smooth; (iii) Sculpt and (iv) Lips, in 50 countries in Europe for use in the aesthetics and dermatological fields. In exchange for the rights granted under the Symatese Europe Agreement, the Company issued 610,000 shares of common stock and is required to pay two milestone payments: (i) â‚¬1,200 on the second anniversary of certain regulatory approvals, and (ii) â‚¬1,900 on the earlier of the third anniversary of certain regulatory approvals or following a year in which the Company achieves â‚¬25,000 in revenue in Europe. In October 2024, regulatory approval was received in the European Union for four products in the Evolysseâ„¢ line. The Symatese Europe Agreement is also subject to minimum purchase requirements and failure to meet such requirements may result in a reduction or termination of the Companyâ€™s exclusive rights, subject to certain exceptions.The initial agreement is for a term of fifteen (15) years, with automatic year renewal provisions. Upon the receiving of regulatory approval for the Evolysseâ„¢ nasolabial fold product in Europe, the Company recorded $4,429 in in-process research and development expense and $1,476 in intangible assets in December 2023 for the stock issuance of 610,000 shares. The intangible assets of $1,476 represents the value of the approved nasolabial fold product in Europe and is amortized over its estimated useful life. Litigation SettlementIn connection with a litigation settlement, $5,000 was paid in the first quarter of 2023 and for the period from September 17, 2022 to September 16, 2032, the Company agreed to pay Medytox a mid-single digit royalty percentage on all net sales of JeuveauÂ®. The royalty payments are made quarterly and recorded as product cost of sales on the accompanying condensed consolidated statements of operations and comprehensive loss in the periods the royalties are incurred.See Note 10. Medytox Settlement Agreements for the details of all litigation settlement agreements.Stock-Based CompensationThe Company recognizes stock-based compensation expense for employees, consultants and members of the Board of Directors based on the fair value at the date of grant. The Company uses the Black-Scholes option pricing model to value stock option grants. The Black-Scholes option pricing model requires the input of subjective assumptions, including the expected volatility of the Companyâ€™s common stock, expected risk-free interest rate, and the optionâ€™s expected life. The fair value of the Companyâ€™s restricted stock units (â€œRSUsâ€) is based on the fair value on the grant date of the Companyâ€™s common stock. The Company also evaluates the impact of modifications made to the original terms of equity awards when they occur.The Company uses a Monte Carlo simulation model to determine the fair value of performance units with market conditions at the grant date. The Monte Carlo simulation model involves the generation of a large number of possible stock price outcomes for the Companyâ€™s stock which is assumed to follow a Geometric Brownian Motion. The use of the Monte Carlo simulation model requires the input of a number of assumptions including expected volatility of the Companyâ€™s stock price, which is based on the historical volatility of its stock; risk-free interest rate, which is based on the treasury zero-coupon yield commensurate with the term of the performance unit as of the grant date; and expected dividends as applicable, which is zero, as the Company has never paid any cash dividends.The fair value of stock options and RSUs with service conditions that are expected to vest is amortized on a straight-line basis over the requisite service period. Stock-based compensation for RSUs with performance or market conditions is recorded over the requisite service period using the accelerated attribution

method. The Company recognizes stock-based compensation for RSUs with performance conditions when it is probable that those performance conditions will be met. Stock-based compensation expense is recognized net of actual forfeitures when they occur, as an increase to additional paid-in capital in the condensed consolidated balance sheets and in the selling, general and administrative or research and development expenses in the condensed consolidated statements of operations and comprehensive loss.Income TaxesThe Company applies an estimated annual effective tax rate (â€œETRâ€) approach for calculating a tax provision or benefit for interim periods, as required under GAAP.Â The Company recorded an income tax expense of $134 and $24 for the three months ended September 30, 2024 and 2023, respectively, and an income tax expense of $224 and $70 for the nine months ended September 30, 2024 and 2023, respectively.Â The Companyâ€™s ETR differs from the U.S. federal statutory tax rate of 21% for the three and nine months ended September 30, 2024 and 2023, primarily as a result of the impact of the change of the valuation allowance to offset its deferred tax assets. A valuation allowance is recorded against deferred tax assets to reduce the net carrying value when it is more likely than not that some portion or all of a deferred tax asset will not be realized. In making such a determination, the Company considers all available positive and negative evidence, including future reversals of existing taxable temporary differences, projected future taxable income, and ongoing prudent and feasible tax planning strategies in assessing the amount of the valuation allowance. When the Company establishes or reduces the valuation allowance against its deferred tax assets, its provision for income taxes will increase or decrease, respectively, in the period such determination is made.Additionally, the Company recognizes the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities based on the technical merits of the position. The tax benefit recognized in the consolidated financial statements for a particular tax position is based on the largest benefit that is more likely than not to be realized upon settlement. Accordingly, the Company establishes reserves for uncertain tax positions.The Company monitors changes to the tax laws in the states it conducts business and files corporate income tax returns. The Company does not expect that changes to state tax laws through September 30, 2024 to materially impact its condensed consolidated financial statements.Net Loss Per ShareBasic net loss per share is computed by dividing the net loss by the weighted-average number of shares of common stock outstanding during the period including contingently issuable shares. Diluted earnings per share is based on the treasury stock method and includes the effect from potential issuance of ordinary shares, such as shares issuable pursuant to the exercise of stock options and the vesting of restricted stock units. Because the impact of the options and non-vested RSUs are anti-dilutive during periods of net loss, there was no difference between the weighted-average number of shares used to calculate basic and diluted net loss per common share for the periods presented. Excluded from the dilutive net loss per share computation for the three and nine months ended September 30, 2024 and 2023 were stock options of 6,188,670 and 5,810,702, respectively, and non-vested RSUs of 4,117,747 and 4,035,380, respectively, because their inclusion would have been anti-dilutive. Although these securities were anti-dilutive for these periods, they could be dilutive in future periods.Recent Accounting PronouncementsRecent Accounting Pronouncements Issued But Not Adopted In December 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. This update requires disaggregated information about a reporting entityâ€™s effective tax rate reconciliation as well as information on income taxes paid. ASU No. 2023-09 is effective for public entities with annual periods beginning after December 15, 2024, with early adoption permitted. The Company is currently evaluating the impact of this guidance on its consolidated financial statements.In November 2023, the FASB issued ASU No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. This update requires public entities to disclose information about their reportable segmentsâ€™ significant expenses and other segment items on an interim and annual basis. Public entities with a single reportable segment are required to apply the disclosure requirements in ASU 2023-07, as well as all existing segment disclosures and reconciliation requirements in ASC 280, on an interim and annual basis. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023 and for interim periods beginning after December 15, 2024, with early adoption permitted. The Company is currently evaluating the impact of this guidance on its consolidated financial statements.Other recent accounting pronouncements issued by the FASB (including its Emerging Issues Task Force), the American Institute of Certified Public Accountants, and the SEC did not, or are not believed by management to, have a material impact on the Companyâ€™s present or future financial position, results of operations or cash flows. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for all significant accounting policies of the reporting entity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 235 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/235/tableOfContent + Details Name: us-gaap_SignificantAccountingPoliciesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 19 R9.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Fair Value Measurements Fair Value MeasurementsAssets and Liabilities Measured at Fair Value on a Recurring BasisThe Company measures and reports certain financial instruments as assets and liabilities at fair value on a recurring basis. The fair value of these instruments was as follows:As of September 30, 2024Fair ValueLevel 1Level 2Level 3LiabilitiesContingent royalty obligation payable to Evolus Founders$45,029Â $â€”Â $â€”Â $45,029Â As of December 31, 2023Fair ValueLevel 1Level 2Level 3LiabilitiesContingent royalty obligation payable to Evolus Founders$45,030Â $â€”Â $â€”Â $45,030Â The Company did not transfer any assets or liabilities measured at fair value on a recurring basis between levels during the nine months ended September 30, 2024 or 2023.The Company determines the fair value of the contingent royalty obligation payable to Evolus Founders based on Level 3 inputs using a discounted cash flows method. The significant unobservable input assumptions that can significantly change the fair value include (i) projected amount and timing of net revenues during the payment period, which terminates at the end of the second quarter of 2029, (ii) the discount rate, and (iii) the timing of payments. As of September 30, 2024 and DecemberÂ 31, 2023, the Company utilized a discount rate of 14.0% and 15.0%, respectively. Net revenue projections are also updated to reflect changes in the timing of expected sales. Significant increases (decreases) in the discount rate and to the projected net revenues would result in a significantly lower (higher) fair value measurement, which could materially impact their fair value reported on the unaudited consolidated balance sheet.The following table shows a reconciliation of the beginning and ending fair value measurements of the contingent royalty obligation payable:Three Months Ended September 30,Nine Months EndedSeptember 30,2024202320242023Fair value, beginning of period$44,606Â $47,081Â $45,030Â $46,310Â Payments(2,005)(1,479)(5,612)(4,038)Change in fair value recorded in operating expenses2,428Â 1,802Â 5,611Â 5,132Â Fair value, end of period$45,029Â $47,404Â $45,029Â $47,404Â Other Financial Assets and LiabilitiesThe Companyâ€™s financial instruments consist primarily of cash and cash equivalents, accounts receivable, accounts payable, accrued expenses, lease liabilities, and long-term debt. The carrying amount of cash and cash equivalents, accounts receivable, accounts payable and accrued expenses approximates their fair value because of the short-term maturity of such instruments. The Company estimates the fair value of long-term debt and operating lease liabilities using the discounted cash flow analysis based on the interest rates for similar rated debt securities (Level 2). As of September 30, 2024 and DecemberÂ 31, 2023, the fair value of long-term debt was $138,501 and $140,241, respectively. The fair value of operating lease liabilitiesÂ as of September 30, 2024 and DecemberÂ 31, 2023 approximated their carrying value. X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 107 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-107Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 940 -SubTopic 820 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478119/940-820-50-1 + Details Name: us-gaap_FairValueDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 20 R10.htm IDEA: XBRL DOCUMENT v3.24.3 Goodwill and Intangible Assets 9 Months Ended Sep. 30, 2024 Goodwill and Intangible Assets Disclosure [Abstract] Â Goodwill and Intangible Assets Goodwill and Intangible AssetsThe table below shows the weighted-average life, original cost, accumulated amortization and net book value by major intangible asset classification:Weighted-Average Life (Years)Original CostAccumulated AmortizationNet Book ValueDefinite-lived intangible assetsDistribution rights20$60,552Â $(16,791)$43,761Â Capitalized software212,397Â (9,571)2,826Â Intangible assets, net72,949Â (26,362)46,587Â Indefinite-lived intangible assetGoodwill*21,208Â â€”Â 21,208Â Total as of September 30, 2024$94,157Â $(26,362)$67,795Â Weighted-Average Life (Years)Original CostAccumulated AmortizationNet Book ValueDefinite-lived intangible assetsDistribution rights20$60,552Â $(14,500)$46,052Â Capitalized software29,804Â (8,746)1,058Â Intangible assets, net70,356Â (23,246)47,110Â Indefinite-lived intangible assetGoodwill*21,208Â â€”Â 21,208Â Total as of December 31, 2023$91,564Â $(23,246)$68,318Â * Intangible assets with indefinite lives have an indeterminable average life.The following table outlines the estimated future amortization expense related to intangible assets held as ofÂ September 30, 2024 that are subject to amortization:Fiscal yearRemaining in 2024$1,019Â 20254,498Â 20264,179Â 20273,054Â 20283,054Â Thereafter30,783Â $46,587Â The Company capitalized $1,116 and $349 for the three months ended September 30, 2024 and 2023, respectively, and $2,593 and $919 for the nine months ended September 30, 2024 and 2023, respectively, related to costs of computer software developed for internal use. The software is amortized over a two-year period using the straight-line method. The Company recorded total intangible assets amortization expense of $803 and $1,053 for the three months ended September 30, 2024 and 2023, respectively, and $3,115 and $3,005 for the nine months ended September 30, 2024 and 2023, respectively, within depreciation and amortization on the accompanying condensed consolidated statements of operations and comprehensive loss. X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType 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:textBlockItemType Balance Type: na Period Type: duration XML 21 R11.htm IDEA: XBRL DOCUMENT v3.24.3 Accrued Expenses 9 Months Ended Sep. 30, 2024 Payables and Accruals [Abstract] Â Accrued Expenses Accrued ExpensesAccrued expenses consisted of:September 30,December 31,20242023Accrued revenue contract liabilities$13,231Â $11,033Â Accrued payroll and related benefits10,907Â 13,433Â Accrued royalties under the Medytox Settlement Agreement3,658Â 3,657Â Other accrued expenses7,153Â 5,690Â $34,949Â $33,813Â X - DefinitionThe entire disclosure for accounts payable and accrued liabilities at the end of the reporting period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 720 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483384/720-30-45-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccountsPayableAndAccruedLiabilitiesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_PayablesAndAccrualsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 22 R12.htm IDEA: XBRL DOCUMENT v3.24.3 Term Loans 9 Months Ended Sep. 30, 2024 Debt Disclosure [Abstract] Â Term Loans Term LoansPharmakon Term LoansOn December 14, 2021, the Company entered into a loan agreement with Pharmakon. Pursuant to the terms of the agreement, Pharmakon agreed to make term loans to the Company in two tranches (the â€œPharmakon Term Loansâ€). The first tranche of $75,000 was funded on December 29, 2021. On December 5, 2022, the Company entered into a Second Amendment to the loan agreement to extend the Companyâ€™s option to draw down the second tranche of $50,000 until December 31, 2023, and paid an amendment fee of $500 to Pharmakon. The Pharmakon Term Loans will mature on the sixth-year anniversary of the closing date of the first tranche (the â€œMaturity Dateâ€).On May 9, 2023, the Company entered into the Third Amendment to the loan agreement. Under the Third Amendment, Pharmakon agreed to advance the second tranche of $50,000 to the Company in two installments: (i) $25,000 advanced on May 31, 2023 and (ii) $25,000 advanced on December 15, 2023. The Third Amendment amended the principal payment terms to seven quarterly payments, each in an amount equal to 1/12th of the outstanding principal amount of the Pharmakon Term Loans following the 51st-month anniversary of the closing date of the first tranche and the remaining principal balance of the Pharmakon Term Loans on the Maturity Date. The Third Amendment replaced the interest rates based on London Interbank Offered Rate (â€œLIBORâ€) with interest rates based on the Secured Overnight Financing Rate (â€œSOFRâ€) throughout the remaining term of the Pharmakon Term Loans. Initially, the Pharmakon Term Loans accrued interest at a per annum rate equal to the 3-month U.S. Dollar LIBOR rate (subject to a LIBOR rate floor of 1.0%) plus 8.5% per annum. Beginning May 2023, the Pharmakon Term Loans accrue interest at a per annum rate equal to the 3-month SOFR rate (subject to a SOFR rate floor of 1.0%) plus 8.5% per annum.The Company may elect to prepay all amounts, not less than $20,000, owed prior to the Maturity Date. Prepayments of the second tranche installment prior

to the second anniversary of the date on which the second tranche installment is drawn by the Company will be accompanied by a make whole amount equal to the sum of all interest that would have accrued through such second anniversary. Prepayments of the Pharmakon Term Loans will also be accompanied by a prepayment premium equal to the principal amount so prepaid multiplied by 3.0% if made prior to the third anniversary of the closing date of the first tranche, 2.0% if made on or after the third anniversary of the closing date of the first tranche but prior to the fourth anniversary of the closing date of the first tranche, and 1.0% if made on or after the fourth anniversary of the closing date of the first tranche but prior to the Maturity Date. If the Pharmakon Term Loans are accelerated following the occurrence of an event of default, including a material adverse change, the Company is required to immediately pay Pharmakon an amount equal to the sum of all outstanding principal, unpaid interest, and applicable make whole and prepayment premiums.The Pharmakon Term Loans are secured by substantially all of the Companyâ€™s assets. The Pharmakon Term Loans contain customary affirmative and restrictive covenants and representations and warranties. The affirmative covenants include, among others, certain information delivery requirements, obligations to maintain certain insurance, and certain notice requirements. The restrictive covenants include, among others, incurring certain additional indebtedness, consummating certain change in control transactions, or incurring any non- permitted lien or other encumbrance on the Companyâ€™s assets, without Pharmakonâ€™s prior written consent. The Pharmakon Term Loans do not contain covenants requiring the Company to maintain a minimum cash threshold or minimum revenues or earnings. As of September 30, 2024, the Company was in compliance with its debt covenants.At the closing date of the first tranche, the Company incurred $3,042 and $3,263 in debt discounts and issuance costs related to the Pharmakon Term Loans, respectively. Debt discounts and issuance costs related to the entire Pharmakon Term Loans have been allocated pro rata between the funded and unfunded portions. Debt discounts and issuance costs allocated to the first tranche of $75,000 have been presented as a deduction to the debt balance and amortized into interest expense using the effective interest method. Debt discounts and issuance costs associated with the unfunded second tranche are deferred as assets until the tranche is drawn and are amortized into interest expense using the straight-line method over the term of the debt. Upon the first draw of the second tranche in May 2023, debt discounts and issuance costs associated with the second tranche were reclassified from assets to debt as a deduction to the debt balance.As of September 30, 2024, the borrowings outstanding under the Pharmakon Term Loans were classified as long-term debt in the accompanying condensed consolidated balance sheets. The overall effective interest rate was approximately 15.27% and 13.95% for the first and second tranche, respectively, as of September 30, 2024.As of September 30, 2024, the principal amounts of long-term debt maturities for each of the next five fiscal years are as follows:Fiscal year2026$41,667Â 202783,333Â Total principal payments125,000Â Unamortized debt discounts and issuance costs(3,792)Long term debt, net of discounts and issuance costs$121,208Â X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for information about short-term and long-term debt arrangements, which includes amounts of borrowings under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 8: 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 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 470 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/470/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1I + Details Name: us-gaap_DebtDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R13.htm IDEA: XBRL DOCUMENT v3.24.3 Operating Leases 9 Months Ended Sep. 30, 2024 Leases [Abstract] Â Operating Leases Operating LeasesOn May 15, 2019, the Company entered into a five-year non-cancelable operating lease (the â€œLease Agreementâ€), which was set to expire January 31, 2025, for its corporate headquarters in Newport Beach, California. Lease payments increase each year on February 1 based on an annual rent escalation clause. The Company has an option to extend the term of the lease for an additional 60 months, which was not recognized as part of its ROU assets and lease liabilities.On July 27, 2023, the Company entered into the First Amendment to the Lease Agreement (the â€œFirst Lease Amendmentâ€) for its corporate headquarters. The First Lease Amendment includes a lease extension to January 31, 2030 with a three-month rent abatement period and additional office space. On July 27, 2023, the effective date of the First Lease Amendment, the Company recognized additional ROU assets and lease liabilities in the amount of $4,550. On August 1, 2024, the lease commencement date for the additional office space, the Company recognized additional ROU assets and lease liabilities in the amount of $3,002.On October 16, 2024, the Company entered into the Second Amendment to the Lease Agreement (the â€œSecond Lease Amendmentâ€) to acquire additional office space for its corporate headquarters.The Companyâ€™s lease agreement does not contain any residual value guarantees or material restrictive covenants. The payments associated with the renewal will only be included in the measurement of the lease liability and ROU assets if the exercise of the renewal option is determined to be reasonably certain. The Company considers the timing of the renewal period and other economic factors such as the financial implications of a decision to extend or not to extend a leaseÂ inÂ determiningÂ if the renewal option is reasonably certain to be exercised.The components of operating lease expense are as follows:Three Months Ended September 30,Nine Months EndedSeptember 30,20242023320242023Fixed operating lease expense$387Â $286Â $1,055Â $833Â Variable operating lease expense26Â 48Â 96Â 110Â $413Â $334Â $1,151Â $943Â The weighted-average remaining lease term and discount rate are as follows:As of September 30,20242023Weighted-average remaining lease term (years)5.36.3Weighted-average discount rate9.6Â %11.0Â %Operating leaseÂ expenses were included in the selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss. Operating lease right-of-use assets and related current and noncurrent operating lease liabilities are presented in the accompanying condensed consolidated balance sheets. The following table presents the future minimum payments under the operating lease agreements with non-cancelable terms as of September 30, 2024:Fiscal yearRemaining in 2024$388Â 20251,714Â 20262,138Â 20272,212Â 20282,290Â Thereafter2,569Â Total operating lease payments11,311Â Less: imputed interest(2,644)Present value of operating lease liabilities$8,667Â X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/842-20/tableOfContent + Details Name: us-gaap_LesseeOperatingLeasesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R14.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and Contingencies 9 Months Ended Sep. 30, 2024 Commitments and Contingencies Disclosure [Abstract] Â Commitments and Contingencies Commitments and ContingenciesPurchase CommitmentsAs of September 30, 2024, the Company has entered into commitments to purchase services and products for an aggregate amount of approximately $4,652. Certain minimum purchase commitments related to the purchase of JeuveauÂ® and Evolysseâ„¢ are described below.Daewoong AgreementThe Daewoong Agreement includes certain minimum annual purchases that the Company is required to make in order to maintain the exclusivity of the license. The Company may, however, meet these minimum purchase obligations by achieving certain market share in the licensed territories. These potential minimum purchase obligations are contingent upon the occurrence of future events, including receipt of governmental approvals and the Companyâ€™s future market share in various jurisdictions.Total inventory payments to Daewoong were $17,648 and $44,268 for the three and nine months ended September 30, 2024, respectively, and $8,785 and $36,537 for the three and nine months ended September 30, 2023, respectively.Symatese U.S. Agreement and Symatese Europe AgreementThe Symatese U.S. Agreement and the Symatese Europe Agreement include certain minimum purchase requirements, and failure to meet such requirements may result in a reduction or termination of the Companyâ€™s rights to exclusivity, subject to certain exceptions. These potential minimum purchase obligations are contingent upon the occurrence of future events, including receipt of governmental approvals and the Companyâ€™s future market share in various jurisdictions.Legal ProceedingsSecurities Class Action LawsuitOn October 16 and 28, 2020, two putative securities class action complaints were filed in the U.S. District Court for the Southern District of New York by Evolus shareholders Armin Malakouti and Clinton Cox, respectively, naming the Company and certain of its officers as defendants. The complaints assert violations of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 and Rule 10b-5 promulgated thereunder, claiming that the defendants made false and materially misleading statements and failed to disclose material adverse facts related to the Companyâ€™s acquisition of the right to sell JeuveauÂ®, the complaint against the Company filed by Allergan and Medytox in the U.S. International Trade Commission related to JeuveauÂ® (the â€œITC Actionâ€), and risks related to the ITC Action. The complaints assert a putative class period of February 1, 2019 to July 6, 2020. The court consolidated the actions on November 13, 2020, under the caption In re Evolus Inc. Securities Litigation, No. 1:20-cv-08647 (PGG). On September 17, 2021, the court appointed a lead plaintiff and lead counsel. On November 17, 2021, the lead plaintiff filed an amended class action complaint against the Company, three of its officers, and Alphaeon Corporation, the Companyâ€™s former majority shareholder. On January 18, 2022, the Company and the officer defendants served their motion to dismiss the amended complaint. The motion was fully briefed on June 16, 2022. On September 26, 2024, the court granted the Companyâ€™s motion to dismiss the amended complaint and provided plaintiffs with the ability to move to amend their complaint by October 17, 2024. Plaintiffs did not submit a motion to amend their complaint by October 17, 2024, and on October 18, 2024, the court entered final judgment in favor of the defendants. Plaintiffsâ€™ deadline to file a notice of appeal is November 18, 2024. The outcome of the legal proceeding is uncertain at this point. Based on information available to the Company at present, management cannot reasonably estimate a range of loss with respect to this matter.Shareholder Derivative LawsuitOn November 27, 2020 and December 2, 2020, two putative Evolus shareholders filed substantially similar shareholder derivative actions in the U.S. District Court for the Southern District of New York against certain of the Companyâ€™s officers and directors as defendants. The complaints alleged substantially similar facts as those in the Securities Class Action and assert claims for, among other things, breach of fiduciary duty, waste of corporate assets, unjust enrichment, and violations of Section 14(a) of the Exchange Act and for contribution under Sections 10(b) and 21(D) of the Exchange Act. On December 29, 2020, the plaintiffs filed a joint stipulation to consolidate their actions and on February 5, 2021, the court consolidated the action under the caption In re Evolus, Inc. Derivative Litigation, No. 1:20-cv-09986-PPG, and adjourned defendantsâ€™ time to move, answer or otherwise respond to the complaints. On September 20, 2021, the court so-ordered the partiesâ€™ stipulated stay of the consolidated derivative suit pending the courtâ€™s decision on the defendantsâ€™ motion to dismiss the Securities Class Action.It is possible that additional suits will be filed, or additional allegations will be made by stockholders, with respect to these same or similar or other matters and also naming the Company and/or its officers and directors as defendants. The Company believes that the complaints are without merit and intends to vigorously defend against it. However, the outcome of the legal proceeding is uncertain at this point. Based on information available to the Company at present, management cannot reasonably estimate a range of loss with respect to this matter.Books and Records DemandOn March 5, 2021, the Company received a letter from a putative stockholder demanding inspection of specified categories of the Companyâ€™s books and records under Section 220 of the Delaware General Corporations Law. The Company was subsequently informed that the stockholder sold his shares of the Companyâ€™s common stock. On October 13, 2021, the Company received a substantially similar demand to inspect specified categories of the Companyâ€™s books and records under Section 220 of the Delaware General Corporations Law from another putative stockholder. The subject of the demand is substantially similar to the allegations in the putative securities class action and derivative complaints described above. The Company responded to the demand in December 2021. The outcome of this matter is uncertain at this point. Based on information available to the Company at present, management cannot reasonably estimate a range of loss with respect to this matter.Other Legal MattersThe Company is, from time to time, involved in various litigation matters or regulatory encounters arising in the ordinary course of business that could result in unasserted or asserted claims or litigation. These other matters may raise difficult and complex legal issues and are subject to many uncertainties, including, but not limited to, the facts and circumstances of each particular case or claim, the jurisdiction in which each suit or regulatory encounter is brought, and differences in applicable laws and regulations. Except as set forth above, the Company does not believe that these other matters would have a material adverse effect on its accompanying financial position, results of operations or cash flows. However, the resolution of one or more of the other matters in any reporting period could have a material adverse impact on the Companyâ€™s financial results for that period.In the normal course of business, the Company enters into contracts and agreements that contain a variety of representations and warranties and provide for general indemnifications. The Companyâ€™s exposure under these agreements is unknown because they involve claims that may be made against the Company in the future, but have not yet been made. The Company accrues a liability for such matters when it is probable that future expenditures will be made, and such expenditures can be reasonably estimated. No amounts were accrued as of September 30, 2024 and DecemberÂ 31, 2023.Medytox Settlement AgreementsMedytox Settlement AgreementsIn February 2021, the Company settled litigation claims related to a complaint against us filed by Allergan, Inc. and Allergan Limited (together, â€œAllerganâ€) and Medytox, Inc. (â€œMedytoxâ€) in the U.S. International Trade Commission related to JeuveauÂ® (the â€œITC Actionâ€) and certain related matters by entering into a Settlement and License Agreement with Medytox and Allergan (the â€œU.S.

Settlement Agreementâ€), and another Settlement and License Agreement with Medytox (the â€œROW Settlement Agreementâ€). The Company refers to the U.S. Settlement Agreement and the ROW Settlement Agreement collectively as the â€œMedytox Settlement Agreementsâ€. In the first quarter of 2023, the Company made a final milestone payment of $5,000. From September 17, 2022 to September 16, 2032, the Company pays Medytox a quarterly, mid-single digit royalty on net sales of JeuveauÂ® sold in other Evolus territories pursuant to the Medytox Settlement Agreements.As of September 30, 2024, the Company accrued $3,658 for royalties to Medytox under the Medytox Settlement Agreements. As of DecemberÂ 31, 2023, the Company accrued $3,657 for royalties to Medytox under the Medytox Settlement Agreements. X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for commitments and contingencies. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 405 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/405-30/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/450/tableOfContentReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 440 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478522/954-440-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 440 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/440/tableOfContent + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 25 R15.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholdersâ€™ Equity 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Stockholders' Equity Stockholdersâ€™ EquityPreferred StockThe Company has 10,000,000 authorized shares of preferred stock with a par value of $0.00001 per share. As of September 30, 2024, no shares of its preferred stock were issued and outstanding. Common StockThe Company has 100,000,000 authorized shares of common stock with a par value of $0.00001 per share. As of September 30, 2024, 63,251,148 shares of its common stock were issued and outstanding. In March 2024, the Company completed a follow-on offering and issued 3,554,000 shares of its common stock, at a price to the public of $14.07 per share. The Company received net proceeds of $46,794 from the offering, after deducting underwriting discounts and commissions and other offering expenses. In addition, the Company granted the underwriters an option, exercisable for 30 days, to purchase up to 533,100 additional shares of common stock (â€œoption sharesâ€) at the purchase price. In April 2024, the underwriters elected to exercise their option to purchase 318,100 of the allotted option shares. The net proceeds to the Company from the sale of the option shares, after deducting the underwritersâ€™ discounts and commissions, was $4,169.2024 Employee Stock Purchase Plan (â€œESPPâ€)On June 6, 2024, the Company approved the adoption of the 2024 Employee Stock Purchase Plan. The 2024 ESPP provides an opportunity to purchase shares of the Companyâ€™s common stock at a favorable price and upon favorable terms in consideration of the participating employeesâ€™ continued services. Eligible employees will be entitled to purchase, by means of payroll deductions, limited amounts of the Companyâ€™s common stock at a discount during periodic offering periods. There were 579,648 shares initially reserved for issuance under the 2024 ESPP, which shall automatically increase on March 5 of each calendar year, by an amount equal to the lesser of (i) 1.0% of the total number of shares of common stock issued and outstanding on March 4 of the year in which such increase is to occur, (ii) 579,648 shares of common stock, or (iii) such number of shares of common stock as may be established by the Board of Directors. There were no shares issued under the 2024 ESPP during the nine months ended September 30, 2024.â€œAt-the-marketâ€ Offerings of Common StockOn March 8, 2023, the Company entered into the ATM Sales Agreement with Leerink Partners LLC (formerly known as SVB Securities LLC) (the â€œSales Agentâ€) pursuant to which shares of the Companyâ€™s common stock can be sold from time to time for aggregate gross proceeds of up to $50,000 (the â€œATM Programâ€). Under the ATM Sales Agreement, the Sales Agent is entitled to compensation, at a commission rate equal to 3.0% of the gross proceeds from sales of the Companyâ€™s common shares under the ATM Program. The Company has not sold any shares under the ATM Sales Agreement.2017 Omnibus Incentive PlanThe Companyâ€™s 2017 Omnibus Incentive Plan (the â€œPlanâ€) provides for the grant of incentive options to employees of the Company, and for the grant of non-statutory options, restricted stock awards, restricted stock unit awards, stock appreciation rights, performance stock awards and other forms of stock compensation to the Companyâ€™s officers, directors, consultants and employees of the Company. The maximum number of shares of common stock that may be issued under the Plan is 4,361,291 shares, plus an annual increase on each anniversary of November 21, 2017 equal to 4.0% of the total issued and outstanding shares of the Companyâ€™s common stock as of such anniversary (or such lesser number of shares as may be determined by the Companyâ€™s Board of Directors). As of September 30, 2024, the Company had an aggregate of 1,336,000 shares of its common stock available for future issuance under the Plan.2023 Inducement Incentive PlanIn September 2023, the Companyâ€™s Board of Directors adopted the Companyâ€™s 2023 Inducement Incentive Plan (the â€œInducement Planâ€) in accordance with Nasdaq Listing Rule 5635(c)(4). The Companyâ€™s Inducement Plan provides for the grant of equity awards to selected individuals in connection with their commencing employment with the Company as an inducement material to their accepting such employment. The Board of Directors reserved 1,000,000 shares of common stock for issuance under the Inducement Plan. As of September 30, 2024, the Company had an aggregate of 265,548 shares of its common stock available for future issuance under the Inducement Plan. Inducement GrantsFrom time to time, the Company has granted equity awards to its newly hired employees, including executives, in accordance with Nasdaq Listing Rule 5635(c)(4) and outside of the Companyâ€™s Plan and Inducement Plan. Such grants were made pursuant to a stand-alone nonstatutory stock option agreement and a stand-alone RSU agreement, which were approved by the Compensation Committee of the Board of Directors. Any shares underlying the inducement grants are not, upon forfeiture, cancellation or expiration, returned to a pool of shares reserved for future issuance. Stock OptionsOptions to purchase the Companyâ€™s stock are granted at exercise prices based on the Companyâ€™s common stock price on the date of grant. The option grants generally vest over a one- to four-year period. The options have a contractual term of ten years. The fair value of options is estimated using the Black-Scholes option pricing model, which has various inputs, including the grant date common share price, exercise price, risk-free interest rate, volatility, expected life and dividend yield. The change of any of these inputs could significantly impact the determination of the fair value of the Companyâ€™s options as well as significantly impact its results of operations. The Company records stock-based compensation expense net of actual forfeitures when they occur.The weighted-average assumptions used in determining the fair value of stock options granted were as follows:Three Months Ended September 30,Nine Months EndedSeptember 30,20242023Volatility81.8Â %86.7Â %84.2Â %83.5Â %Risk-free interest rate3.84Â %4.39Â %4.09Â %3.64Â %Expected life (years)6.256.256.216.20Dividend yield rateâ€”Â %â€”Â %â€”Â %â€”Â %A summary of stock option activity for the nine months ended September 30, 2024, is presented below:WeightedWeightedAverageAverageRemainingAggregateStockExerciseContractualIntrinsicOptionsPer ShareTerms (Years)ValueOutstanding, DecemberÂ 31, 20235,753,466Â $9.46Â 6.69$11,111Â Granted1,061,390Â 12.83Â Exercised(472,207)7.15Â Canceled/forfeited(153,979)10.68Â Outstanding, September 30, 20246,188,670Â $10.18Â 6.36$38,022Â Exercisable, September 30, 20243,612,214Â $9.97Â 4.81$23,296Â The aggregate intrinsic value of outstanding and exercisable options represents the excess of the fair market value of the Companyâ€™s common stock over the exercise price of underlying options as of September 30, 2024 and DecemberÂ 31, 2023.Restricted Stock UnitsRSU grants generally vest over a one- to four-year period. The fair value of RSU grants is determined at the grant date based on the common share price. A summary of RSU activity for the nine months ended September 30, 2024, is presented below:Weighted AverageGrant DateRestrictedFair ValueStock UnitsPer ShareOutstanding, DecemberÂ 31, 20233,281,045Â $8.88Â Granted1,167,127Â 12.76Â Vested(988,769)8.79Â Forfeited(257,570)9.84Â Outstanding, September 30, 20243,201,833Â $10.25Â Performance Restricted Stock UnitsIn January 2023, the Companyâ€™s Board of Directors granted 292,349 shares of performance restricted stock units (â€œPRSUsâ€) to certain executive officers under the Plan. The PRSU awards function in the same manner as restricted stock units except that vesting terms are based on achievement of certain pre-established performance measures. As of September 30, 2024, all of the pre-established performance measures were met, and stock-based compensation expense has been recognized for these awards using the accelerated attribution model, based on the fair value of the awards as of the date of grant.In February 2024, the Companyâ€™s Board of Directors granted 219,485 shares of PRSUs to certain executive officers under the Plan. The PRSU awards are measured on a cumulative two-year period ending in 2025. The performance measure milestones have not been met, and all were outstanding as of September 30, 2024. As of September 30, 2024, the achievement of the performance measure milestones was considered probable.A summary of PRSU activity for the nine months ended September 30, 2024, is presented below:PerformanceWeighted AverageRestrictedGrant DateStockFair ValueUnitsPer ShareOutstanding, DecemberÂ 31, 2023233,880Â $10.25Â Granted219,485Â 13.15Â Vested(97,451)10.25Â Forfeitedâ€”Â â€”Â Outstanding, September 30, 2024355,914Â $12.04Â CEO Performance AwardFor RSUs granted to employees that vest based on market conditions, such as the trading price of the Companyâ€™s common stock exceeding certain price targets, the Company uses a Monte Carlo Simulation in estimating the fair value at grant date and recognizes compensation cost over the requisite service period. On May 8, 2023, the Company granted the Companyâ€™s Chief Executive Officer (â€œCEOâ€) an award of 560,000 PRSUs under the Plan.The stock units subject to the award are subject to both performance- and time-based vesting requirements. 40% of the stock units subject to the award are eligible to vest if the average of the closing prices for a share of the Companyâ€™s common stock over a period of 20 consecutive trading days is $30 or more and an additional 60% of the stock units subject to the award are eligible to vest if the average of the closing prices for a share of the Companyâ€™s common stock over a period of 20 consecutive trading days is $50 or more, in each case within five years after the grant of the award and while the CEO is employed by the Company (or, in certain circumstances, within 20 days following a termination of his employment). Any stock units that become eligible to vest based on stock price will vest, subject to the CEOâ€™s continued service, over the four-year period after the grant date.The Company used a Monte Carlo simulation to determine that the grant date fair value of the awards was $3,774. Compensation expense is recorded if the service condition is met regardless of whether the market condition is satisfied.The following table summarizes stock-based compensation expense:Three Months Ended September 30,Nine Months EndedSeptember 30,20242023Selling, general and administrative$4,955Â $4,295Â $15,370Â $11,445Â Research and development265Â 301Â 713Â 616Â $5,220Â $4,596Â $16,083Â $12,061Â X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for equity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 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https://asc.fasb.org/505/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 16 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-16Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18 + Details Name: us-gaap_StockholdersEquityNoteDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 26 R16.htm IDEA: XBRL DOCUMENT v3.24.3 Medytox Settlement Agreements 9 Months Ended Sep. 30, 2024 Commitments and Contingencies Disclosure [Abstract] Â Medytox Settlement Agreements Commitments and ContingenciesPurchase CommitmentsAs of September 30, 2024, the Company has entered into commitments to purchase services and products for an aggregate amount of approximately $4,652. Certain minimum purchase commitments related to the purchase of JeuveauÂ® and Evolysseâ„¢ are described below.Daewoong AgreementThe Daewoong Agreement includes certain minimum annual purchases that the Company is required to make in order to maintain the exclusivity of the license. The Company may, however, meet these minimum purchase obligations by achieving certain market share in the licensed territories. These potential minimum purchase obligations are contingent upon the occurrence of future events, including receipt of governmental approvals and the Companyâ€™s future market share in various jurisdictions.Total inventory payments to Daewoong were $17,648 and $44,268 for the three and nine months ended September 30, 2024, respectively, and $8,785 and $36,537 for the three and nine months ended September 30, 2023, respectively.Symatese U.S. Agreement and Symatese Europe AgreementThe Symatese U.S. Agreement and the Symatese Europe Agreement include certain minimum purchase requirements, and failure to meet such requirements may result in a reduction or termination of the Companyâ€™s rights to exclusivity, subject to certain exceptions. These potential minimum purchase obligations are contingent upon the occurrence of future events, including receipt of governmental approvals and the Companyâ€™s future market share in various jurisdictions.Legal ProceedingsSecurities Class Action LawsuitOn October 16 and 28, 2020, two putative securities class action complaints were filed in the U.S. District Court for the Southern District of New York by Evolus shareholders Armin Malakouti and Clinton Cox, respectively, naming the Company and certain of its officers as defendants. The complaints assert violations of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 and Rule 10b-5 promulgated thereunder, claiming that the defendants made false and materially misleading statements and failed to disclose material adverse facts related to the Companyâ€™s acquisition of the right to sell JeuveauÂ®, the complaint against the Company filed by Allergan and Medytox in the U.S. International Trade Commission related to JeuveauÂ® (the â€œITC Actionâ€), and risks related to the ITC Action. The complaints assert a putative class period of February 1, 2019 to July 6, 2020. The court consolidated the actions on November 13, 2020, under the caption In re Evolus Inc. Securities Litigation, No. 1:20-cv-08647 (PGG). On September 17, 2021, the court appointed a lead plaintiff and lead counsel. On November 17, 2021, the lead plaintiff filed an amended class action complaint against the Company, three of its officers, and Alphaeon Corporation, the Companyâ€™s former majority shareholder. On January 18, 2022, the Company and the officer

defendants served their motion to dismiss the amended complaint. The motion was fully briefed on June 16, 2022. On September 26, 2024, the court granted the Companyâ€™s motion to dismiss the amended complaint and provided plaintiffs with the ability to move to amend their complaint by October 17, 2024. Plaintiffs did not submit a motion to amend their complaint by October 17, 2024, and on October 18, 2024, the court entered final judgment in favor of the defendants. Plaintiffsâ€™ deadline to file a notice of appeal is November 18, 2024. The outcome of the legal proceeding is uncertain at this point. Based on information available to the Company at present, management cannot reasonably estimate a range of loss with respect to this matter.Shareholder Derivative LawsuitOn November 27, 2020 and December 2, 2020, two putative Evolus shareholders filed substantially similar shareholder derivative actions in the U.S. District Court for the Southern District of New York against certain of the Companyâ€™s officers and directors as defendants. The complaints alleged substantially similar facts as those in the Securities Class Action and assert claims for, among other things, breach of fiduciary duty, waste of corporate assets, unjust enrichment, and violations of Section 14(a) of the Exchange Act and for contribution under Sections 10(b) and 21(D) of the Exchange Act. On December 29, 2020, the plaintiffs filed a joint stipulation to consolidate their actions and on February 5, 2021, the court consolidated the action under the caption In re Evolus, Inc. Derivative Litigation, No. 1:20-cv-09986-PPG, and adjourned defendantsâ€™ time to move, answer or otherwise respond to the complaints. On September 20, 2021, the court so-ordered the partiesâ€™ stipulated stay of the consolidated derivative suit pending the courtâ€™s decision on the defendantsâ€™ motion to dismiss the Securities Class Action.It is possible that additional suits will be filed, or additional allegations will be made by stockholders, with respect to these same or similar or other matters and also naming the Company and/or its officers and directors as defendants. The Company believes that the complaints are without merit and intends to vigorously defend against it. However, the outcome of the legal proceeding is uncertain at this point. Based on information available to the Company at present, management cannot reasonably estimate a range of loss with respect to this matter.Books and Records DemandOn March 5, 2021, the Company received a letter from a putative stockholder demanding inspection of specified categories of the Companyâ€™s books and records under Section 220 of the Delaware General Corporations Law. The Company was subsequently informed that the stockholder sold his shares of the Companyâ€™s common stock. On October 13, 2021, the Company received a substantially similar demand to inspect specified categories of the Companyâ€™s books and records under Section 220 of the Delaware General Corporations Law from another putative stockholder. The subject of the demand is substantially similar to the allegations in the putative securities class action and derivative complaints described above. The Company responded to the demand in December 2021. The outcome of this matter is uncertain at this point. Based on information available to the Company at present, management cannot reasonably estimate a range of loss with respect to this matter.Other Legal MattersThe Company is, from time to time, involved in various litigation matters or regulatory encounters arising in the ordinary course of business that could result in unasserted or asserted claims or litigation. These other matters may raise difficult and complex legal issues and are subject to many uncertainties, including, but not limited to, the facts and circumstances of each particular case or claim, the jurisdiction in which each suit or regulatory encounter is brought, and differences in applicable laws and regulations. Except as set forth above, the Company does not believe that these other matters would have a material adverse effect on its accompanying financial position, results of operations or cash flows. However, the resolution of one or more of the other matters in any reporting period could have a material adverse impact on the Companyâ€™s financial results for that period.In the normal course of business, the Company enters into contracts and agreements that contain a variety of representations and warranties and provide for general indemnifications. The Companyâ€™s exposure under these agreements is unknown because they involve claims that may be made against the Company in the future, but have not yet been made. The Company accrues a liability for such matters when it is probable that future expenditures will be made, and such expenditures can be reasonably estimated. No amounts were accrued as of September 30, 2024 and DecemberÂ 31, 2023.Medytox Settlement AgreementsMedytox Settlement AgreementsIn February 2021, the Company settled litigation claims related to a complaint against us filed by Allergan, Inc. and Allergan Limited (together, â€œAllerganâ€) and Medytox, Inc. (â€œMedytoxâ€) in the U.S. International Trade Commission related to JeuveauÂ® (the â€œITC Actionâ€) and certain related matters by entering into a Settlement and License Agreement with Medytox and Allergan (the â€œU.S. Settlement Agreementâ€), and another Settlement and License Agreement with Medytox (the â€œROW Settlement Agreementâ€). The Company refers to the U.S. Settlement Agreement and the ROW Settlement Agreement collectively as the â€œMedytox Settlement Agreementsâ€. In the first quarter of 2023, the Company made a final milestone payment of $5,000. From September 17, 2022 to September 16, 2032, the Company pays Medytox a quarterly, mid-single digit royalty on net sales of JeuveauÂ® sold in other Evolus territories pursuant to the Medytox Settlement Agreements.As of September 30, 2024, the Company accrued $3,658 for royalties to Medytox under the Medytox Settlement Agreements. As of DecemberÂ 31, 2023, the Company accrued $3,657 for royalties to Medytox under the Medytox Settlement Agreements. X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for commitments and contingencies. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 405 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/405-30/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/450/tableOfContentReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 440 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478522/954-440-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 440 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/440/tableOfContent + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 27 R17.htm IDEA: XBRL DOCUMENT v3.24.3 Basis of Presentation and Summary of Significant Accounting Policies (Policies) 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Basis of Presentation Basis of PresentationThe accompanying unaudited condensed consolidated financial statements have been prepared on a consistent basis with the annual financial statements and in accordance with accounting principles generally accepted in the United States of America (â€œGAAPâ€) and the requirements of the SEC for interim reporting. Pursuant to these SEC rules and regulations, the Company has condensed or omitted certain financial information and disclosures normally included in annual financial statements prepared in accordance with GAAP. In the opinion of management, the interim consolidated financial statements reflect all adjustments, which include only normal recurring adjustments, considered necessary for a fair statement of the interim periods. The interim results presented herein are not necessarily indicative of the results of operations to be expected for the full year ending DecemberÂ 31, 2024 or for any other interim period.The accompanying unaudited condensed consolidated financial statements and related disclosures should be read in conjunction with the financial statements and notes included in the Companyâ€™s Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023, as filed with the SEC on March 7, 2024. Principles of Consolidation Principles of ConsolidationThe Companyâ€™s unaudited condensed consolidated financial statements include the Companyâ€™s accounts and those of the Companyâ€™s wholly owned subsidiaries and have been prepared in conformity with GAAP. All intercompany transactions have been eliminated. Use of Estimates Use of EstimatesManagement is required to make certain estimates and assumptions in order to prepare consolidated financial statements in conformity with GAAP. Such estimates and assumptions affect the reported consolidated financial statements. These estimates include, but are not limited to net revenues, allowance for doubtful accounts, fair value measurements, inventory valuations and stock-based compensation, among others. Management bases estimates on historical experience and on assumptions that management believes are reasonable. The Companyâ€™s actual results could differ materially from those estimates. Risks and Uncertainties and Concentration of Credit Risk Risks and UncertaintiesThe Company is party to an agreement (as amended, the â€œDaewoong Agreementâ€) with Daewoong Pharmaceutical Co. Ltd. (â€œDaewoongâ€), pursuant to which the Company received an exclusive distribution license to JeuveauÂ® from Daewoong for aesthetic indications in the United States, European Union, United Kingdom, members of the European Economic Area, Switzerland, Canada, Australia, New Zealand, and South Africa, as well as co-exclusive distribution rights with Daewoong in Japan. JeuveauÂ®Â is manufactured by Daewoong in a facility in South Korea. The Company also has the option to negotiate first with Daewoong to secure a distribution license for any product that Daewoong directly or indirectly develops or commercializes that is classified as an injectable botulinum toxin (other than JeuveauÂ®) in a territory covered by the Daewoong Agreement. The Company relies on Daewoong, its exclusive and sole supplier, to manufacture JeuveauÂ®. Any termination or loss of significant rights, including exclusivity, under the Daewoong Agreement would materially and adversely affect the Companyâ€™s commercialization of JeuveauÂ®. See Note 8. Commitments and Contingencies and Note 10. Medytox Settlement Agreements for additional information.The Company commercially launched JeuveauÂ®Â in the United States in May 2019 and in Canada through its distribution partner in October 2019. The Company also began commercially launching JeuveauÂ®Â in Europe in September 2022 and in Australia in July 2024 and, as such, has a limited history of sales in those markets. If any previously granted approval to market and sell JeuveauÂ®Â is retracted or the Company is denied approval or approval is delayed by regulators in any other jurisdictions, it may have a material adverse impact on the Companyâ€™s business and its consolidated financial statements.The Company is also subject to risks common to companies in the pharmaceutical industry including, but not limited to, dependency on the commercial success of JeuveauÂ®, the Companyâ€™s sole commercial product, significant competition within the medical aesthetics industry, its ability to maintain regulatory approval of JeuveauÂ®, its ability to obtain regulatory approval for Evolysseâ„¢, third party litigation and challenges to its intellectual property, uncertainty of broad adoption of its product by aesthetic practitioners and patients, its ability to in-license, acquire or develop additional product candidates and to obtain the necessary approvals for those product candidates, and the need to scale manufacturing capabilities over time.Any disruption and volatility in the global capital markets, including caused by other events, such as public health crises, increased inflation and rising interest rates, and geopolitical conflicts, including the military conflict between Russia and Ukraine and the ongoing conflict in the Middle East, may increase the Companyâ€™s cost of capital and adversely affect its ability to access financing when and on terms that the Company desires. Any of these events could have a material adverse effect on the Companyâ€™s business, financial condition, results of operations and cash flows.Concentration of Credit RiskFinancial instruments that potentially subject the Company to a concentration of credit risk consist of cash and cash equivalents and accounts receivable. Substantially all of the Companyâ€™s cash is held by financial institutions that management believes are of high credit quality. Such deposits may, at times, exceed federally insured limits. To date, the Company has not experienced any losses associated with this credit risk and continues to believe that this exposure is not significant. The Company invests, or plans to soon invest, its excess cash, in line with its investment policy, primarily in money market funds and debt instruments of U.S. government agencies. The Companyâ€™s accounts receivable is derived from customers located principally in the United States. Concentrations of credit risk with respect to trade receivables are limited due to the Companyâ€™s credit evaluation process. The Company does not typically require collateral from its customers. Credit losses historically have not been material. The Company continuously monitors customer payments and maintains an allowance for credit losses based on its assessment of various factors including historical experience, age of the receivable balances, and other current economic conditions or other factors that may affect customersâ€™ ability to pay. Segment Reporting Segment ReportingOperating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision-maker. The Company has determined that it operates in a single operating and reportable segment. The Companyâ€™s chief operating decision maker is its Chief Executive Officer who manages operations and reviews the financial information as a single operating segment for the purposes of allocating resources and evaluating its financial performance. Cash and Cash Equivalents Cash and Cash EquivalentsCash and cash equivalents consist of cash and highly liquid investments with remaining maturities at purchase of three months or less that can be liquidated without prior notice or penalty. Cash and cash equivalents may include deposits, money market funds and debt securities. Amounts receivable from credit card issuers are typically converted to cash within two to four days of the original sales transaction and are considered to be cash equivalents. Inventories InventoriesInventories consist of finished goods held for sale and distribution. Cost is determined based on the estimated amount payable to the Companyâ€™s supplier, using the first-in, first-out method with prioritization of the items with the earliest expiration dates. Inventory valuation reserves are established based on a number of factors including, but not limited to, finished goods not meeting product specifications, product excess and obsolescence, or application of the lower of cost or net realizable value concepts. The determination of events requiring the establishment of inventory valuation reserves, together with the calculation of the amount of such reserves may require judgment. No material inventory valuation reserves have been recorded for the periods presented. Adverse changes in assumptions utilized in the Companyâ€™s inventory reserve calculations could result in an increase to its inventory valuation reserves. Product cost of sales, excluding amortization of intangible assets, consisted of the inventory cost and certain royalties on the sale of JeuveauÂ® payable to Medytox pursuant to the Medytox Settlement Agreements (as such term is defined in Note 10. Medytox Settlement Agreements). Fair Value of Financial Instruments Fair Value of Financial InstrumentsFair value is defined as the exchange price that would be received for an asset or an exit price paid to transfer a liability in an orderly transaction between market participants in a principal market on the measurement date.The fair value hierarchy defines a three-tiered valuation hierarchy for disclosure of fair value measurement is classified and disclosed by the Company in one of the three categories as follows:â€¢Level 1â€”Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;â€¢Level 2â€”Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities in active markets; quoted prices in markets that are not active; or other inputs that are observable, either directly or indirectly, or can be corroborated by observable market data for substantially the full term of the asset or liability; andâ€¢Level 3â€”Prices or valuation techniques that require inputs that are unobservable that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.The categorization of a financial instrument within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. Property and Equipment Property and EquipmentProperty and equipment are stated at cost. Depreciation and amortization are provided using the straight-line method over the estimated useful lives of approximately three to five years. Leasehold improvements are amortized over the shorter of the estimated useful lives of the improvements or the term of the related lease. Goodwill GoodwillGoodwill represents the excess of the purchase price over the fair value of the net tangible and intangible assets acquired in a business combination. The Company assesses goodwill for impairment annually and whenever events or changes in circumstances indicate that the carrying amount of goodwill may not be recoverable. The Company performs an annual qualitative assessment of its goodwill in the fourth quarter of each calendar year to determine if any events or circumstances exist, such as an adverse change in business climate or a decline in the overall industry demand, that would indicate that it would more likely than not reduce the fair value of a reporting unit below its carrying amount, including goodwill. If events or circumstances do not indicate that the fair value of a reporting unit is below its carrying amount, then goodwill is not considered to be impaired and no further testing is required. For the purpose of impairment testing, the Company has determined that it has one reporting unit. Intangible Assets Intangible AssetsThe distribution right intangible asset related to JeuveauÂ® is amortized over the period the asset is expected to contribute to the future cash flows of the Company. The Company determined the pattern of this intangible assetâ€™s future cash flows could not be readily determined with a high level of precision. As a result, the distribution right intangible asset is being amortized on a straight-line basis over the estimated useful life of 20 years. On December 20, 2023, the Company entered into a License, Supply and Distribution Agreement (the â€œSymatese Europe Agreementâ€), pursuant to which Symatese granted to the Company an exclusive right to commercialize and distribute four injectable hyaluronic acid product candidates, which are referred to as: (i) Form; (ii) Smooth; (iii) Sculpt and (iv) Lips, in 50 countries in Europe for use in the aesthetics and dermatological fields. A portion of the Symatese Europe Agreement represents the license and distribution right to Evolysseâ„¢ in Europe. The definite-lived distribution right intangible asset related to the Evolysseâ„¢ nasolabial fold product approved in Europe is amortized on a straight-line basis over the estimated useful life of 15 years.The Company capitalizes certain internal-use software costs associated with the development of its mobile and web-based customer platforms. These costs include personnel expenses and external costs that are directly associated with the software projects. These costs are included as intangible assets in the accompanying condensed consolidated balance sheets. The capitalized internal-use software costs are amortized on a straight-line basis over the estimated useful life of two years upon being placed in service. The Company reviews long-term and identifiable definite-lived intangible assets or asset groups for impairment when events or changes in circumstances indicate that the carrying amount of an asset or asset group may not be recoverable. If the sum of the expected future undiscounted cash flows is less than the carrying amount of the asset or an asset group, further impairment analysis is performed. An impairment loss is measured as the amount by which the carrying amount of the asset or asset groups exceeds the fair value for assets to be held and used or fair value less cost to sell for assets to be disposed of. The Company

also reviews the useful lives of its assets periodically to determine whether events and circumstances warrant a revision to the remaining useful life. Changes in the useful life are adjusted prospectively by revising the remaining period over which the asset is amortized. Leases LeasesAt the inception of a contractual arrangement, the Company determines whether the contract contains a lease by assessing whether there is an identified asset and whether the contract conveys the right to control the use of the identified asset in exchange for consideration over a period of time. If both criteria are met, upon lease commencement, the Company records a lease liability which represents the Companyâ€™s obligation to make lease payments arising from the lease, and a corresponding right-of-use (â€œROUâ€) asset which represents the Companyâ€™s right to use an underlying asset during the lease term. Operating lease assets and liabilities are included in ROU assets, current portion of operating lease liabilities and noncurrent operating lease liabilities in the accompanying condensed consolidated balance sheets. Operating lease ROU assets and lease liabilities are initially recognized based on the present value of the future minimum lease payments over the lease term at commencement date calculated using the Companyâ€™s incremental borrowing rate applicable to the underlying asset unless the implicit rate is readily determinable. The incremental borrowing rate, the ROU asset and the lease liability are reevaluated upon a lease modification. Operating lease ROU assets also include any lease payments made at or before lease commencement and exclude any lease incentives received, if any. The Company determines the lease term as the noncancelable period of the lease and may include options to extend or terminate the lease when it is reasonably certain that the Company will exercise such options. The Companyâ€™s leases do not contain any residual value guarantees. Leases with a term of 12 months or less are not recognized on the condensed consolidated balance sheets. For operating leases, the Company recognized rent expense on a straight-line basis over the lease term. Contingent Royalty Obligation Payable to Evolus Founders Contingent Royalty Obligation Payable to Evolus FoundersPayment obligations to the founders of Evolus (â€œEvolus Foundersâ€) consist of quarterly royalty payments of a low-single digit percentage of net sales of JeuveauÂ®. The obligations terminate in the second quarter of 2029, which is the 10-year anniversary of the first commercial sale of JeuveauÂ® in the United States. Under an amended agreement with the Evolus Founders, the Company recorded the fair value of all revised payment obligations owed to the Evolus Founders. The Company determines the fair value of the contingent royalty obligation payable at each reporting period end based on Level 3 inputs using a discounted cash flows method. Changes in the fair value of the contingent royalty obligation payable are determined at each reporting period end and recorded in operating expenses in the accompanying condensed consolidated statements of operations and comprehensive loss and as a liability in the condensed consolidated balance sheets. Long-Term Debt Long-Term DebtLong-term debt represents the debt balance with Pharmakon (see Note 6. Term Loans), net of discount and issuance costs. Debt issuance costs represent legal, lender and consulting costs or fees associated with debt financing. DebtÂ discounts and issuance costs are amortized into interest expense over the term of the debt. Foreign Currency Translation Foreign Currency TranslationThe financial statements of foreign subsidiaries are measured using the local currency as the functional currency. Assets and liabilities are translated into U.S. dollars at current exchange rates as of balance sheet date, and income and expense items are translated into U.S. dollars using the average rates of exchange prevailing during the period. Gains and losses arising from translation are recorded in other comprehensive loss as a separate component of stockholdersâ€™ equity. Foreign currency gains or losses on transactions denominated in a currency other than the Companyâ€™s functional currency are recorded in other expenses, net in the accompanying condensed consolidated statements of operations and comprehensive loss. Revenue Recognition Revenue RecognitionThe Company recognizes revenue when control of the promised goods or services is transferred to its customers, in an amount that reflects the consideration to which the Company expects to be entitled in exchange for the goods or services. In order to achieve that core principle, a five-step approach is applied: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognize revenue allocated to each performance obligation when the Company satisfies the performance obligation. A performance obligation is a promise in a contract to transfer a distinct good or service to the customer and is the unit of account for revenue recognition. GeneralThe Company generates product revenue from the sale of JeuveauÂ® in the United States, Europe and Australia, and service revenue from the sale of JeuveauÂ® through a distribution partner in Canada.For product revenue, the Company recognizes revenue when control of the promised goods under a contract is transferred to a customer, in an amount that reflects the consideration the Company expects to receive in exchange for those goods as specified in the customer contract. The transfer of control occurs upon receipt of the goods by the customer since that is when the customer has obtained control of the goodsâ€™ economic benefits. The Company does not provide any service-type warranties and does not accept product returns except under limited circumstances such as damages in transit or ineffective product. The Company also excludes any amounts related to taxes assessed by governmental authorities from revenue measurement. Shipping and handling costs associated with outbound product freight are accounted for as fulfillment costs and are included in selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss.For service revenue, the Company evaluated the arrangement with the distribution partner in Canada and determined that it acts as an agent in the distribution of JeuveauÂ®Â in Canada as it does not control the product before control is transferred to a customer. The indicators of which party exercises control include primary responsibility over performance obligations, inventory risk before the good or service is transferred and discretion in establishing the price. Accordingly, the Company records the sale as service revenue on a net basis. Revenue from services is recognized in the period the service is performed for the amount of consideration expected to be received.Disaggregation of RevenueThe Companyâ€™s disaggregation of revenue is consistent with its operating segment as disclosed above.Gross-to-Net Revenue AdjustmentsThe Company provides customers with discounts, such as trade and volume discounts and prompt pay discounts, that are directly reflected in the invoice price. Revenues are recorded net of sales-related adjustments, wherever applicable, primarily for the volume-based rebates, consumer loyalty programs and co-branded marketing programs. â€¢Volume-Based Rebates â€” Volume-based rebates are contractually offered to certain customers. The rebates payable to each customer are determined based on the contract and quarterly purchase volumes. â€¢Consumer Loyalty Program â€” The Companyâ€™s consumer loyalty program allows participating customers to earn rewards for qualifying treatments to their patients (i.e. consumers) using JeuveauÂ® and redeem the rewards for JeuveauÂ® in the future at no additional cost. The loyalty program represents a customer option that provides a material right and, accordingly, is a performance obligation. At the time JeuveauÂ® product is sold to customers, the invoice price is allocated between the product sold and the estimated material right reward (â€œRewardâ€) that the customer might redeem in the future. The standalone selling price of the Reward is measured based on estimated average selling price of JeuveauÂ® at the time of redemption and the expected redemption rate by customers based on historical sales data. The portion of invoice price allocated to the Reward is initially recorded as deferred revenue. Subsequently, when customers redeem the Reward and the related product is delivered, the deferred revenue is recognized in net revenues at that time. â€¢Co-Branded Marketing Programs â€” The Company offers eligible customers with a certain level of JeuveauÂ® purchases to receive advertising co-branded with the Company. The co-branded advertising represents a performance obligation. At the time JeuveauÂ® product is sold to customers, the invoice price is allocated between the product sold and the advertisement. The standalone selling price of the advertisement is measured based on the estimated market value of similar advertisement adjusted for the customerâ€™s portion of the advertisement. The portion of invoice price allocated to the advertisement is initially recorded as deferred revenue. Subsequently, when the advertisement airs, the deferred revenue is recognized in net revenues at that time.Contract BalancesA contract with a customer states the terms of the sale, including the description, quantity and price of each product purchased. Amounts are recorded as accounts receivable when the Companyâ€™s right to consideration becomes unconditional. The Company does not have any significant financing components in customer contracts given the expected time between transfer of the promised products and the payment of the associated consideration is less than one year. As of September 30, 2024 and DecemberÂ 31, 2023, all amounts included in accounts receivable, net on the accompanying condensed consolidated balance sheets are related to contracts with customers.The Company did not have any contract assets nor unbilled receivables as of September 30, 2024 or DecemberÂ 31, 2023.Contract liabilities reflect estimated amounts that the Company is obligated to pay to customers or patients primarily under the rebate and deferred revenue associated with Rewards under the consumer loyalty program and co-branded marketing programs. The Companyâ€™s contract liabilities are included in accounts payable and accrued expenses in the accompanying condensed consolidated balance sheets.As of September 30, 2024 and DecemberÂ 31, 2023, the accrued revenue contract liabilities, primarily related to volume-based rebates, consumer loyalty program and co-branded marketing programs, were $13,231 and $11,033, respectively, which were recorded in accrued expenses in the accompanying condensed consolidated balance sheets.For the three and nine months ended September 30, 2024, provisions for rebate, consumer loyalty programs and co-branded marketing programs were $8,732 and $26,728, respectively which were offset by related payments, redemptions and adjustments of $7,226 and $24,514, respectively, which were recorded as adjustments to gross revenues in the accompanying condensed consolidated statement of operations. For the three and nine months ended September 30, 2023, provisions for rebate, consumer loyalty programs and co-branded marketing programs were $6,762 and $22,264, respectively, which were offset by related payments, redemptions and adjustments of $6,924 and $22,495, respectively, which were recorded as adjustments to gross revenues in the accompanying condensed consolidated statement of operations.During the nine months ended September 30, 2024 and 2023, the Company recognized $10,078 and $7,751, respectively, of revenue related to amounts included in contract liabilities at the beginning of the period and did not recognize any revenue related to changes in transaction prices regarding its contracts with customers from previous periods.CollectabilityAccounts receivable are recorded at the invoiced amount and do not bear interest. At the time of contract inception or new customer account set-up, the Company performs a collectability assessment of the customerâ€™s creditworthiness. The Company assesses the probability that the Company will collect the entitled consideration in exchange for the goods sold, by considering the customerâ€™s ability and intention to pay when consideration is due. The Companyâ€™s expected loss allowance methodology for accounts receivable is developed using historical collection experience, current and future economic and market conditions and periodic evaluation of customersâ€™ receivables balances using relevant available information, from internal and external sources, relating to past events, current conditions and forecasts. Historical credit loss experience provides the basis for estimation of expected credit losses and are adjusted as necessary using the relevant information available. The Company writes off accounts receivable balances when it is determined that there is no possibility of collection. As of September 30, 2024 and DecemberÂ 31, 2023, allowance for credit losses was $2,282 and $1,490, respectively. For the three and nine months ended September 30, 2024, the provision for bad debts was $889 and $1,659, respectively, and write-offs, net of recoveries was $665 and $866, respectively. For the three and nine months ended September 30, 2023, the provision for bad debts was $1,012 and $1,354, respectively, and the write-offs, net of recoveries was $1,057 and $955, respectively. Practical ExpedientsThe Company expenses sales commissions when incurred as the amortization period is one year or less. These costs are recorded within selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss. The Company does not adjust the amount of promised consideration for the effects of the time value of money for contracts in which the anticipated period between when the Company transfers the goods or services to the customer and when the customer pays within one year. Research and Development Expenses Research and Development ExpensesResearch and development costs are expensed as incurred. Research and development expenses include personnel-related costs, costs associated with pre-clinical and clinical development activities, costs associated with and costs for prototype products that are manufactured prior to market approval for that prototype product, internal and external costs associated with the Companyâ€™s regulatory compliance and quality assurance functions, including the costs of outside consultants and contractors that assist in the process of submitting and maintaining regulatory filings, and overhead costs, including allocated facility related expenses. In-process Research and Development In-process Research and DevelopmentIntangible assets acquired that are used for research and development, do not yet have regulatory approval for commercialization, and have no future alternative use are expensed as in-process research and development. Stock-Based Compensation Stock-Based CompensationThe Company recognizes stock-based compensation expense for employees, consultants and members of the Board of Directors based on the fair value at the date of grant. The Company uses the Black-Scholes option pricing model to value stock option grants. The Black-Scholes option pricing model requires the input of subjective assumptions, including the expected volatility of the Companyâ€™s common stock, expected risk-free interest rate, and the optionâ€™s expected life. The fair value of the Companyâ€™s restricted stock units (â€œRSUsâ€) is based on the fair value on the grant date of the Companyâ€™s common stock. The Company also evaluates the impact of modifications made to the original terms of equity awards when they occur.The Company uses a Monte Carlo simulation model to determine the fair value of performance units with market conditions at the grant date. The Monte Carlo simulation model involves the generation of a large number of possible stock price outcomes for the Companyâ€™s stock which is assumed to follow a Geometric Brownian Motion. The use of the Monte Carlo simulation model requires the input of a number of assumptions including expected volatility of the Companyâ€™s stock price, which is based on the historical volatility of its stock; risk-free interest rate, which is based on the treasury zero-coupon yield commensurate with the term of the performance unit as of the grant date; and expected dividends as applicable, which is zero, as the Company has never paid any cash dividends.The fair value of stock options and RSUs with service conditions that are expected to vest is amortized on a straight-line basis over the requisite service period. Stock-based compensation for RSUs with performance or market conditions is recorded over the requisite service period using the accelerated attribution method. The Company recognizes stock-based compensation for RSUs with performance conditions when it is probable that those performance conditions will be met. Stock-based compensation expense is recognized net of actual forfeitures when they occur, as an increase to additional paid-in capital in the condensed consolidated balance sheets and in the selling, general and administrative or research and development expenses in the condensed consolidated statements of operations and comprehensive loss. Income Taxes Income TaxesThe Company applies an estimated annual effective tax rate (â€œETRâ€) approach for calculating a tax provision or benefit for interim periods, as required under GAAP.Â The Company recorded an income tax expense of $134 and $24 for the three months ended September 30, 2024 and 2023, respectively, and an income tax expense of $224 and $70 for the nine months ended September 30, 2024 and 2023, respectively.Â The Companyâ€™s ETR differs from the U.S. federal statutory tax rate of 21% for the three and nine months ended September 30, 2024 and 2023, primarily as a result of the impact of the change of the valuation allowance to offset its deferred tax assets. A valuation allowance is recorded against deferred tax assets to reduce the net carrying value when it is more likely than not that some portion or all of a deferred tax asset will not be realized. In making such a determination, the Company considers all available positive and negative evidence, including future reversals of existing taxable temporary differences, projected future taxable income, and ongoing prudent and feasible tax planning strategies in assessing the amount of the valuation allowance. When the Company establishes or reduces the valuation allowance against its deferred tax assets, its provision for income taxes will increase or decrease, respectively, in the period such determination is made.Additionally, the Company recognizes the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities based on the technical merits of the position. The tax benefit recognized in the consolidated financial statements for a particular tax position is based on the largest benefit that is more likely than not to be realized upon settlement. Accordingly, the Company establishes reserves for uncertain tax positions.The Company monitors changes to the tax laws in the states it conducts business and files corporate income tax returns. The Company does not expect that changes to state tax laws through September 30, 2024 to materially impact its condensed consolidated financial statements. Net Loss Per Share Net Loss Per ShareBasic net loss per share is computed by dividing the net loss by the weighted-average number of shares of common stock outstanding during the period including contingently issuable shares. Diluted earnings per share is based on the treasury stock method and includes the effect from potential issuance of ordinary shares, such as shares issuable pursuant to the exercise of stock options and the vesting of restricted stock units. Because the impact of the options and non-vested RSUs are anti-dilutive during periods of net loss, there was no difference between the weighted-average number of shares used to calculate basic and diluted net loss per common share for the periods presented. Excluded from the dilutive net loss per share computation for the three and nine months ended September 30, 2024 and 2023 were stock options of 6,188,670 and 5,810,702, respectively, and non-vested RSUs of 4,117,747 and 4,035,380, respectively, because their inclusion would have been anti-dilutive. Although these securities were anti-dilutive for these periods, they could be dilutive in future periods. Recent Accounting Pronouncements Recent Accounting PronouncementsRecent Accounting Pronouncements Issued But Not Adopted In December 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. This update requires disaggregated information about a reporting entityâ€™s effective tax rate reconciliation as well as information on income taxes paid. ASU No. 2023-09 is effective for public entities with annual periods beginning after December 15, 2024, with early adoption permitted. The Company is currently evaluating the impact of this guidance on its consolidated financial statements.In November 2023, the FASB issued ASU No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. This update requires public entities to disclose information about their reportable segmentsâ€™ significant expenses and other segment items on an interim and annual basis. Public entities with a single reportable segment are required to apply the disclosure requirements in ASU 2023-07, as well as all

existing segment disclosures and reconciliation requirements in ASC 280, on an interim and annual basis. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023 and for interim periods beginning after December 15, 2024, with early adoption permitted. The Company is currently evaluating the impact of this guidance on its consolidated financial statements.Other recent accounting pronouncements issued by the FASB (including its Emerging Issues Task Force), the American Institute of Certified Public Accountants, and the SEC did not, or are not believed by management to, have a material impact on the Companyâ€™s present or future financial position, results of operations or cash flows. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for basis of accounting, or basis of presentation, used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). + ReferencesNo definition available. + Details Name: us-gaap_BasisOfAccountingPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for cash and cash equivalents, including the policy for determining which items are treated as cash equivalents. Other information that may be disclosed includes (1) the nature of any restrictions on the entity's use of its cash and cash equivalents, (2) whether the entity's cash and cash equivalents are insured or expose the entity to credit risk, (3) the classification of any negative balance accounts (overdrafts), and (4) the carrying basis of cash equivalents (for example, at cost) and whether the carrying amount of cash equivalents approximates fair value. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-1 + Details Name: us-gaap_CashAndCashEquivalentsPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for commitments and contingencies, which may include policies for recognizing and measuring loss and gain contingencies. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 450 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477850/954-450-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 460 -SubTopic 10 -Section 50 -Paragraph 8 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8 + Details Name: us-gaap_CommitmentsAndContingenciesPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for credit risk. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 942 -SubTopic 825 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478898/942-825-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1 + Details Name: us-gaap_ConcentrationRiskCreditRisk Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy regarding (1) the principles it follows in consolidating or combining the separate financial statements, including the principles followed in determining the inclusion or exclusion of subsidiaries or other entities in the consolidated or combined financial statements and (2) its treatment of interests (for example, common stock, a partnership interest or other means of exerting influence) in other entities, for example consolidation or use of the equity or cost methods of accounting. The accounting policy may also address the accounting treatment for intercompany accounts and transactions, noncontrolling interest, and the income statement treatment in consolidation for issuances of stock by a subsidiary. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1 + Details Name: us-gaap_ConsolidationPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy related to debt. Includes, but is not limited to, debt issuance costs, the effects of refinancings, method of amortizing debt issuance costs and original issue discount, and classifications of debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_DebtPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for computing basic and diluted earnings or loss per share for each class of common stock and participating security. Addresses all significant policy factors, including any antidilutive items that have been excluded from the computation and takes into account stock dividends, splits and reverse splits that occur after the balance sheet date of the latest reporting period but before the issuance of the financial statements. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2 + Details Name: us-gaap_EarningsPerSharePolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for determining the fair value of financial instruments. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 825 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-1 + Details Name: us-gaap_FairValueOfFinancialInstrumentsPolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for (1) transactions denominated in a currency other than the reporting enterprise's functional currency, (2) translating foreign currency financial statements that are incorporated into the financial statements of the reporting enterprise by consolidation, combination, or the equity method of accounting, and (3) remeasurement of the financial statements of a foreign reporting enterprise in a hyperinflationary economy. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/830/tableOfContent + Details Name: us-gaap_ForeignCurrencyTransactionsAndTranslationsPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for goodwill. This accounting policy also may address how an entity assesses and measures impairment of goodwill, how reporting units are determined, how goodwill is allocated to such units, and how the fair values of the reporting units are determined. + 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/1943274/2147482548/350-20-55-24Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/350-20/tableOfContent + Details Name: us-gaap_GoodwillAndIntangibleAssetsGoodwillPolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for intangible assets. This accounting policy may address both intangible assets subject to amortization and those that are not. The following also may be disclosed: (1) a description of intangible assets (2) the estimated useful lives of those assets (3) the amortization method used (4) how the entity assesses and measures impairment of such assets (5) how future cash flows are estimated (6) how the fair values of such asset are determined. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/350-30/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-5Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3 + Details Name: us-gaap_GoodwillAndIntangibleAssetsIntangibleAssetsPolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for costs assigned to identifiable tangible and intangible assets of an acquired entity to be used in the research and development activities of the combined enterprise. An entity also may disclose the appraisal method or significant assumptions used to value acquired research and development assets. + ReferencesNo definition available. + Details Name: us-gaap_InProcessResearchAndDevelopmentPolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for income taxes, which may include its accounting policies for recognizing and measuring deferred tax assets and liabilities and related valuation allowances, recognizing investment tax credits, operating loss carryforwards, tax credit carryforwards, and other carryforwards, methodologies for determining its effective income tax rate and the characterization of interest and penalties in the financial statements. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-20Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-19Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(h)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-17Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-9Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-28Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-1 + Details Name: us-gaap_IncomeTaxPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of inventory accounting policy for inventory classes, including, but not limited to, basis for determining inventory amounts, methods by which amounts are added and removed from inventory classes, loss recognition on impairment of inventories, and situations in which inventories are stated above cost. + 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(6)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 330 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483080/330-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483489/210-10-50-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 330 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478411/912-330-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 330 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/330/tableOfContentReference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 330 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483080/330-10-50-4Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 6 -Subparagraph (a) -SubTopic 10 -Topic 270 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482989/270-10-45-6 + Details Name: us-gaap_InventoryPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for leasing arrangement entered into by lessee. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-1 + Details Name: us-gaap_LesseeLeasesPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy pertaining to new accounting pronouncements that may impact the entity's financial reporting. Includes, but is not limited to, quantification of the expected or actual impact. + ReferencesNo definition available. + Details Name: us-gaap_NewAccountingPronouncementsPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for 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 -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 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: 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 4: 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/1943274/2147477798/958-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for costs it has incurred (1) in a planned search or critical investigation aimed at discovery of new knowledge with the hope that such knowledge will be useful in developing a new product or service, a new process or technique, or in bringing about a significant improvement to an existing product or process; or (2) to translate research findings or other knowledge into a plan or design for a new product or process or for a significant improvement to an existing product or process. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 05 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483044/730-10-05-1 + Details Name: us-gaap_ResearchAndDevelopmentExpensePolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for revenue from contract with customer. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-19Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-18Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-18Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 9: http://www.xbrl.org/2003/role/exampleRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (e) -SubTopic 10 -Topic 235 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147483426/235-10-50-4Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 606 -Publisher FASB -URI https://asc.fasb.org/606/tableOfContent + Details Name: us-gaap_RevenueFromContractWithCustomerPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for segment reporting. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 36 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-36Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29 + Details Name: us-gaap_SegmentReportingPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for award under share-based payment arrangement. Includes, but is not limited to, methodology and assumption used in measuring cost. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: 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/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.C.Q3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.D.1.Q5) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.D.3.Q2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.D.2.Q6) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/718/tableOfContentReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationOptionAndIncentivePlansPolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-9Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 12 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-12Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-8 + Details Name: us-gaap_UseOfEstimates Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 28 R18.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements (Tables) 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Schedule of Fair Value of Instruments The fair value of these instruments was as follows:As of September 30, 2024Fair ValueLevel 1Level 2Level 3LiabilitiesContingent royalty obligation payable to Evolus Founders$45,029Â $â€”Â $â€”Â $45,029Â As of December 31, 2023Fair ValueLevel 1Level 2Level 3LiabilitiesContingent royalty obligation payable to Evolus Founders$45,030Â $â€”Â $â€”Â $45,030Â Schedule of Contingent Royalty Obligation The following table shows a reconciliation of the beginning and ending fair value measurements of the contingent royalty obligation payable:Three Months Ended September 30,Nine Months EndedSeptember 30,20242023202420232Fair value, beginning of period$44,606Â $47,081Â $45,030Â $46,310Â Payments(2,005)(1,479)(5,612)(4,038)Change in fair value recorded in operating expenses2,428Â 1,802Â 5,611Â 5,132Â Fair value, end of period$45,029Â $47,404Â $45,029Â $47,404Â X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the fair value measurement of liabilities using significant unobservable inputs (Level 3), a reconciliation of the beginning and ending balances, separately presenting changes attributable to the following: (1) total gains or losses for the period (realized and unrealized), segregating those gains or losses included in earnings (or changes in net assets), and gains or losses recognized in other comprehensive income (loss) and a description of where those gains or losses included in earnings (or changes in net assets) are reported in the statement of income (or activities); (2) purchases, sales, issues, and settlements (each type disclosed separately); and (3) transfers in and transfers out of Level 3 (for example, transfers due to changes in the observability of significant inputs) by class of liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of assets and liabilities, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_ScheduleOfFairValueAssetsAndLiabilitiesMeasuredOnRecurringBasisTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 29 R19.htm IDEA: XBRL DOCUMENT v3.24.3 Goodwill and Intangible Assets (Tables) 9 Months Ended Sep. 30, 2024 Goodwill and Intangible Assets Disclosure [Abstract] Â Schedule of Definite and Indefinite-Lived Intangible Assets The table below shows the weighted-average life, original cost, accumulated amortization and net book value by major intangible asset classification:Weighted-Average Life (Years)Original CostAccumulated AmortizationNet Book ValueDefinite-lived intangible assetsDistribution rights20$60,552Â $(16,791)$43,761Â Capitalized software212,397Â (9,571)2,826Â Intangible assets, net72,949Â (26,362)46,587Â Indefinite-lived intangible assetGoodwill*21,208Â â€”Â 21,208Â Total as of September 30, 2024$94,157Â $(26,362)$67,795Â Weighted-Average Life (Years)Original CostAccumulated AmortizationNet Book ValueDefinite-lived intangible assetsDistribution rights20$60,552Â $(14,500)$46,052Â Capitalized software29,804Â (8,746)1,058Â Intangible assets, net70,356Â (23,246)47,110Â Indefinite-lived intangible assetGoodwill*21,208Â â€”Â 21,208Â Total as of December 31, 2023$91,564Â $(23,246)$68,318Â * Intangible assets with indefinite lives have an indeterminable average life. Schedule of Future Amortization Expense The following table outlines the estimated future amortization expense related to intangible assets held as ofÂ September 30, 2024 that are subject to amortization:Fiscal yearRemaining in 2024$1,019Â 20254,498Â 20264,179Â 20273,054Â 20283,054Â Thereafter30,783Â $46,587Â X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of goodwill and intangible assets, which may be broken down by segment or major class. + 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_ScheduleOfIntangibleAssetsAndGoodwillTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived intangible assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2 + Details Name: us-gaap_ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 30 R20.htm IDEA: XBRL DOCUMENT v3.24.3 Accrued Expenses (Tables) 9 Months Ended Sep. 30, 2024 Payables and Accruals [Abstract] Â Schedule of Accrued Expenses Accrued expenses consisted of:September 30,December 31,20242023Accrued revenue contract liabilities$13,231Â $11,033Â Accrued payroll and related benefits10,907Â 13,433Â Accrued royalties under the Medytox Settlement Agreement3,658Â 3,657Â Other accrued expenses7,153Â 5,690Â $34,949Â $33,813Â X - ReferencesNo definition available. + Details Name: us-gaap_PayablesAndAccrualsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the (a) 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 (accounts payable); (b) other payables; and (c) accrued liabilities. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). An alternative caption includes accrued expenses. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfAccountsPayableAndAccruedLiabilitiesTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 31 R21.htm IDEA: XBRL DOCUMENT v3.24.3 Term Loans (Tables) 9 Months Ended Sep. 30, 2024 Debt Disclosure [Abstract] Â Schedule of Maturities of Long-term Debt As of September 30, 2024, the principal amounts of long-term debt maturities for each of the next five fiscal years are as follows:Fiscal year2026$41,667Â 202783,333Â Total principal payments125,000Â Unamortized debt discounts and issuance costs(3,792)Long term debt, net of discounts and issuance costs$121,208Â 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 maturity and sinking fund requirement for long-term debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_ScheduleOfMaturitiesOfLongTermDebtTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 32 R22.htm IDEA: XBRL DOCUMENT v3.24.3 Operating Leases (Tables) 9 Months Ended Sep. 30, 2024 Leases [Abstract] Â Schedule of Composition of Lease Expense and Other Quantitative Information The components of operating lease expense are as follows:Three Months Ended September 30,Nine Months EndedSeptember 30,20242023202420232Fixed operating lease expense$387Â $286Â $1,055Â $833Â Variable operating lease expense26Â 48Â 96Â 110Â $413Â $334Â $1,151Â $943Â The weighted-average remaining lease term and discount rate are as follows:As of September 30,20242023Weighted-average remaining lease term (years)5.36.3Weighted-average discount rate9.6Â %11.0Â % Schedule of Maturity of Operating Lease Liabilities The following table presents the future minimum payments under the operating lease agreements with non-cancelable terms as of September 30, 2024:Fiscal yearRemaining in 2024$388Â 20251,714Â 20262,138Â 20272,212Â 20282,290Â Thereafter2,569Â Total operating lease payments11,311Â Less: imputed interest(2,644)Present value of operating lease liabilities$8,667Â X - DefinitionTabular disclosure of lessee's lease cost. Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease cost, short-term lease cost, variable lease cost and sublease income. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_LeaseCostTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 33 R23.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' Equity (Tables) 9 Months Ended Sep. 30, 2024 Share-Based

Payment Arrangement [Abstract] Â Schedule of Weighted-Average Assumptions used in determining the Fair Value of Stock Options Granted The weighted-average assumptions used in determining the fair value of stock options granted were as follows:Three Months Ended September 30,Nine Months EndedSeptember 30,20242023202420232023Volatility81.8Â %86.7Â %84.2Â %83.5Â %Risk-free interest rate3.84Â %4.39Â %4.09Â %3.64Â %Expected life (years)6.256.256.216.20Dividend yield rateâ€”Â %â€”Â %â€”Â %â€”Â % Schedule of Stock Options A summary of stock option activity for the nine months ended September 30, 2024, is presented below:WeightedWeightedAverageAverageRemainingAggregateStockExerciseContractualIntrinsicOptionsPer ShareTerms (Years)ValueOutstanding, DecemberÂ 31, 20235,753,466Â $9.46Â 6.69$11,111Â Granted1,061,390Â 12.83Â Exercised(472,207)7.15Â Canceled/forfeited(153,979)10.68Â Outstanding, September 30, 20246,188,670Â $10.18Â 6.36$38,022Â Exercisable, September 30, 20243,612,214Â $9.97Â 4.81$23,296Â Schedule of Restricted Stock Units A summary of RSU activity for the nine months ended September 30, 2024, is presented below:Weighted AverageGrant DateRestrictedFair ValueStock UnitsPer ShareOutstanding, DecemberÂ 31, 20233,281,045Â $8.88Â Granted1,167,127Â 12.76Â Vested(988,769)8.79Â Forfeited(257,570)9.84Â Outstanding, September 30, 20243,201,833Â $10.25Â A summary of PRSU activity for the nine months ended September 30, 2024, is presented below:PerformanceWeighted AverageRestrictedGrant DateStockFair ValueUnitsPer ShareOutstanding, DecemberÂ 31, 2023233,880Â $10.25Â Granted219,485Â 13.15Â Vested(97,451)10.25Â Forfeitedâ€”Â â€”Â Outstanding, September 30, 2024355,914Â $12.04Â Schedule of Stock-based Compensation Expense The following table summarizes stock-based compensation expense:Three Months Ended September 30,Nine Months Ended September 30,202420232024202320232Selling, general and administrative$4,955Â $4,295Â $15,370Â $11,445Â Research and development265Â 301Â 713Â 616Â $5,220Â $4,596Â $16,083Â $12,061Â X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the number and weighted-average grant date fair value for restricted stock units that were outstanding at the beginning and end of the year, and the number of restricted stock units that were granted, vested, or forfeited during the year. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedCompensationRestrictedStockUnitsAwardActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the significant assumptions used during the year to estimate the fair value of stock options, including, but not limited to: (a) expected term of share options and similar instruments, (b) expected volatility of the entity's shares, (c) expected dividends, (d) risk-free rate(s), and (e) discount for post-vesting restrictions. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (f)(2) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 34 R24.htm IDEA: XBRL DOCUMENT v3.24.3 Description of Business (Details) $ / shares in Units, $ in Thousands 1 Months Ended 3 Months Ended 9 Months Ended Apr. 30, 2024 USD ($) shares Mar. 31, 2024 USD ($) $ / shares shares Sep. 30, 2024 USD ($) Jun. 30, 2024 USD ($) Mar. 31, 2024 USD ($) $ / shares Sep. 30, 2023 USD ($) Jun. 30, 2023 USD ($) Mar. 31, 2023 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Oct. 31, 2024 product Dec. 31, 2023 USD ($) May 09, 2023 filler_candidate Subsidiary, Sale of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Operating net loss Â Â $ 15,473 Â Â $ 13,440 Â Â $ 32,097 $ 40,598 Â Â Â Net loss Â Â 19,170 $ 11,350 $ 13,109 $ 16,923 $ 18,140 $ 14,791 43,629 49,854 Â Â Â Net cash used in operating activities Â Â Â Â Â Â Â Â Â Â 22,807 $ 34,821 Â Â Â Cash and cash equivalents Â Â 85,035 Â Â Â Â Â 85,035 Â Â $ 62,838 Â Accumulated deficit Â Â $ 602,608 Â Â Â Â Â $ 602,608 Â Â $ 558,979 Â Symatese Europe Agreement Â Â Â Â Â Â Â Â Â Â Â Â Subsidiary, Sale of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Number of products to gain approval | filler_candidate Â Â Â Â Â Â Â Â Â Â Â 3 Subsequent Event | Symatese Europe Agreement Â Â Â Â Â Â Â Â Â Â Â Â Subsidiary, Sale of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Number of products to gain approval | product Â Â Â Â Â Â Â Â Â Â Â 4 Â Â Follow-On Offering Â Â Â Â Â Â Â Â Â Â Â Â Subsidiary, Sale of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Number of shares issued in transaction (in shares) | shares Â 3,554,000 Â Â Â Â Â Â Â Â Â Â Â Offering price per share (in dollar per share) | $ / shares Â $ 14.07 Â Â $ 14.07 Â Â Â Â Â Â Â Â Aggregate net proceeds from stock offering Â $ 46,794 Â Â Â Â Â Â Â Â Â Â Â Over-Allotment Option Â Â Â Â Â Â Â Â Â Â Â Â Subsidiary, Sale of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Number of shares issued in transaction (in shares) | shares 318,100 533,100 Â Â Â Â Â Â Â Â Â Â Granted options, exercisable period Â 30 days Â Â Â Â Â Â Â Â Â Â Aggregate net proceeds from stock offering $ 4,169 Â Â Â Â Â Â Â Â Â Â Â X - DefinitionLicense, Supply and Distribution Agreement, Number of Products to Gain Approval + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementNumberOfProductsToGainApproval Namespace Prefix: eols_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionSale of Stock, Granted Options, Exercisable Period + ReferencesNo definition available. + Details Name: eols_SaleOfStockGrantedOptionsExercisablePeriod Namespace Prefix: eols_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic

270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCash received on stock transaction after deduction of issuance costs. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockConsiderationReceivedOnTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe number of shares issued or sold by the subsidiary or equity method investee per stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockNumberOfSharesIssuedInTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionPer share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SubsidiarySaleOfStockLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_TypeOfArrangementAxis=eols_SymateseEuropeAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=eols_FollowOnOfferingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=us-gaap_OverAllotmentOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 35 R25.htm IDEA: XBRL DOCUMENT v3.24.3 Basis of Presentation and Summary of Significant Accounting Policies (Details) â,¬ in Thousands 1 Months Ended 3 Months Ended 9 Months Ended 12 Months Ended Dec. 20, 2023 USD ($) shares May 09, 2023 EUR (â,¬) filler_candidate Dec. 14, 2017 Jun. 30, 2023 USD ($) Sep. 30, 2024 USD ($) shares Sep. 30, 2023 USD ($) shares Mar. 31, 2023 USD ($) Sep. 30, 2024 USD ($) reporting_unit shares Sep. 30, 2023 USD ($) shares Dec. 31, 2023 USD ($) Oct. 31, 2024 product Sep. 30, 2024 EUR (â,¬) Dec. 20, 2023 EUR (â,¬) country filler_candidate milestone Accounting Policies [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Number of reporting units | reporting_unit Â Â Â Â Â Â Â Â 1 Â Â Â Â Impairment of goodwill Â Â Â Â $ 0 $ 0 Â $ 0 $ 0 Â Â Â Â Impairment of intangible assets Â Â Â Â 0 0 Â 0 0 Â Â Â Â Accrued revenue contract liabilities Â Â Â Â 13,231,000 Â Â 13,231,000 Â $ 11,033,000 Â Â Â Credits and payments Â Â Â Â 8,732,000 6,762,000 Â 26,728,000 22,264,000 Â Â Â Â Payments for provisions for accrued volume-based rebate and coupon liability Â Â Â Â 7,226,000 6,924,000 Â 24,514,000 22,495,000 Â Â Â Â Contract with customer liability revenue recognized Â Â Â Â Â Â Â 10,078,000 7,751,000 Â Â Â Â Allowance for credit losses Â Â Â Â 2,282,000 Â Â 2,282,000 Â 1,490,000 Â Â Â Provision for bad debts Â Â Â Â 889,000 1,012,000 Â 1,659,000 1,354,000 Â Â Â Â Accounts recovery, write-off net of recoveries Â Â Â Â 665,000 1,057,000 Â 866,000 955,000 Â Â Â Â Contingent milestone payment | â,¬ Â â,¬ 16,200 Â Â Â Â Â Â Â Â Â Â License, supply and distribution agreement, initial payment | â,¬ Â â,¬ 4,100 Â Â Â Â Â Â Â Â Â Â Â License, supply and distribution agreement, initial payment due, period Â 30 days Â Â Â Â Â Â Â Â Â Â Â License, supply and distribution agreement, year one | â,¬ Â â,¬ 1,600 Â Â Â Â Â Â Â Â Â Â Â License, supply and distribution agreement, year two | â,¬ Â 4,100 Â Â Â Â Â Â Â Â Â Â Â License, supply and distribution agreement, year three | â,¬ Â 3,200 Â Â Â Â Â Â Â Â Â Â Â License, supply and distribution agreement, year four | â,¬ Â â,¬ 3,200 Â Â Â Â Â Â Â Â Â Â In-process research and development Â Â Â $ 4,441,000 0 0 Â 0 4,441,000 Â Â Â Â License, supply and distribution agreement, initial term Â 15 years Â Â Â Â Â Â Â Â Â Â License, supply and distribution agreement, renewal term Â 5 years Â Â Â Â Â Â Â Â Â Â Non-cash in-process research and development expense Â Â Â Â Â Â Â Â Â $ 4,429,000 Â Â Â Payments for legal settlements Â Â Â Â Â Â Â 0 5,000,000 Â Â Â Â Income tax expense Â Â Â Â $ 134,000 $ 24,000 Â $ 224,000 $ 70,000 Â Â Â Symatese Europe Agreement Â Â Â Â Â Â Â Â Â Â Â Accounting Policies [Line Items] Â Â Â Â Â Â Â Â Â Â Â Number of filler product candidates | filler_candidate Â 5 Â Â Â Â Â Â Â Â Â 4 Number of countries use aesthetics and dermatological fields | country Â Â Â Â Â Â Â Â Â Â Â 50 License, supply and distribution agreement, year two | â,¬ Â Â Â Â Â Â Â Â Â Â Â â,¬ 1,200 License, supply and distribution agreement, year three | â,¬ Â Â Â Â Â Â Â Â Â Â Â â,¬ 1,900 Number of products to gain approval | filler_candidate Â 3 Â Â Â Â Â Â Â Â Â Number of milestone payment | milestone Â Â Â Â Â Â Â Â Â Â 2 Annual revenue | â,¬ Â Â Â Â Â Â Â Â Â Â â,¬ 25,000 Â Initial agreement term Â Â Â Â Â Â Â Â 15 years Â Â Â Symatese Europe Agreement | Subsequent Event Â Â Â Â Â Â Â Â Â Â Â Accounting Policies [Line Items] Â Â Â Â Â Â Â Â Â Â Â Number of products to gain approval | product Â Â Â Â Â Â Â Â Â Â 4 Â Â Symatese Europe Agreement | Common Stock Â Â Â Â Â Â Â Â Â Â Â Accounting Policies [Line Items] Â Â Â Â Â Â Â Â Â Â Issuance of common stock in connection with Symatese Europe Agreement (in shares) | shares 610,000 Â Â Â Â Â Â Â Â Â Â Stock Options Â Â Â Â Â Â Â Â Â Â Accounting Policies [Line Items] Â Â Â Â Â Â Â Â Â Â Securities excluded from the computation of diluted net loss per share (in shares) | shares Â Â Â Â 6,188,670 5,810,702 Â 6,188,670 5,810,702 Â Â Â Â Restricted Stock Units (RSUs) Â Â Â Â Â Â Â Â Â Â Accounting Policies [Line Items] Â Â Â Â Â Â Â Â Â Â Securities excluded from the computation of diluted net loss per share (in shares) | shares Â Â Â Â 4,117,747 4,035,380 Â 4,117,747 4,035,380 Â Â Â Â Intellectual Property Disputes, Jeuveau Â Â Â Â Â Â Â Â Â Â Accounting Policies [Line Items] Â Â Â Â Â Â Â Â Â Â Payments for legal settlements Â Â Â Â Â $ 5,000,000 Â Â Â Â Â Evolus, Inc. | SCH Â Â Â Â Â Â Â Â Â Â Accounting Policies [Line Items] Â Â Â Â Â Â Â Â Â Â Period of termination of first commercial sale Â Â 10 years Â Â Â Â Â Â Â Â Â Minimum Â Â Â Â Â Â Â Â Â Â Accounting Policies [Line Items] Â Â Â Â Â Â Â Â Â Â Property, plant and equipment, useful life Â Â Â 3 years Â Â 3 years Â Â Â Maximum Â Â Â Â Â Â Â Â Â Â Accounting Policies [Line Items] Â Â Â Â Â Â Â Â Â Â Property, plant and equipment, useful life Â Â Â Â 5 years Â Â 5 years Â Â Â 5 years Â Distribution rights Â Â Â Â Â Â Â Â Â Â Accounting Policies [Line Items] Â Â Â Â Â Â Â Â Â Â Estimated useful life Â Â Â Â 20 years Â Â 20 years Â 20 years Â 20 years Â Finite-live intangible assets capitalized $ 1,476,000 Â Â Â Â Â Â Â Â $ 1,476,000 Â Â Â Symatese License Â Â Â Â Â Â Â Â Â Â Accounting Policies [Line Items] Â Â Â Â Â Â Â Â Â Â Estimated useful life Â Â Â Â 15 years Â Â 15 years Â Â Â 15 years Â Capitalized software Â Â Â Â Â Â Â Â Â Â Accounting Policies [Line Items] Â Â Â Â Â Â Â Â Â Â Estimated useful life Â Â Â Â 2 years Â Â 2 years Â 2 years Â 2 years Â X - Definition[Line Items] for Accounting Policies [Table] + ReferencesNo definition available. + Details Name: eols_AccountingPoliciesLineItems Namespace Prefix: eols_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAccounts Receivable, Allowance for Credit Loss, Write-off (Recovery) + ReferencesNo definition available. + Details Name: eols_AccountsReceivableAllowanceForCreditLossWriteOffRecovery Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLicense, Supply and Distribution Agreement, Annual Principal Payment, Year Four + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementAnnualPaymentYearFour Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLicense, Supply and Distribution Agreement, Annual Payment, Year One + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementAnnualPaymentYearOne Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLicense, Supply and Distribution Agreement, Annual Payment, Year Three + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementAnnualPaymentYearThree Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLicense, Supply and Distribution Agreement, Annual Payment, Year Two + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementAnnualPaymentYearTwo Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLicense, Supply And Distribution Agreement, Annual Revenue + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementAnnualRevenue Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLicense, Supply And Distribution Agreement, Initial Agreement Term + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementInitialAgreementTerm Namespace Prefix: eols_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionLicense, Supply and Distribution Agreement, Initial Payment Due, Period + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementInitialPaymentDuePeriod Namespace Prefix: eols_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionLicense, Supply and Distribution Agreement, Initial Payment in Connection with Agreement + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementInitialPaymentInConnectionWithAgreement Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLicense, Supply and Distribution Agreement, Initial Term + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementInitialTerm Namespace Prefix: eols_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionLicense, Supply and Distribution Agreement, Minimum Milestone Payment + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementMinimumMilestonePayment Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLicense, Supply And Distribution Agreement, Number Of Candidates + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementNumberOfCandidates Namespace Prefix: eols_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionLicense, Supply And Distribution Agreement, Number Of Countries Use Aesthetics And Dermatological Fields + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementNumberOfCountriesUseAestheticsAndDermatologicalFields Namespace Prefix: eols_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionLicense, Supply And Distribution Agreement, Number Of Milestone Payment + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementNumberOfMilestonePayment Namespace Prefix: eols_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionLicense, Supply and Distribution Agreement, Number of Products to Gain Approval + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementNumberOfProductsToGainApproval Namespace Prefix: eols_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionLicense, Supply and Distribution Agreement, Renewal Term + ReferencesNo definition available. + Details Name: eols_LicenseSupplyAndDistributionAgreementRenewalTerm Namespace Prefix: eols_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNon-cash In Research And Development In Process Expenses + ReferencesNo definition available. + Details Name: eols_NonCashInResearchAndDevelopmentInProcessExpenses Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPayments For Provisions For Accrued Volume-Based Rebate, Coupon And Consumer Loyalty Liability + ReferencesNo definition available. + Details Name: eols_PaymentsForProvisionsForAccruedVolumeBasedRebateAndCouponLiability Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionRebates And Coupons, Credits And Payments + ReferencesNo definition available. + Details Name: eols_RebatesAndCouponsCreditsAndPayments Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionRelated Party Transaction, Period Of Termination Of First Commercial Sale + ReferencesNo definition available. + Details Name: eols_RelatedPartyTransactionPeriodOfTerminationOfFirstCommercialSale Namespace Prefix: eols_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionResearch And Development In Process 1 + ReferencesNo definition available. + Details Name: eols_ResearchAndDevelopmentInProcess1 Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionStock Issued During Period, Shares, Issued for License, Supply and Distribution Agreement + ReferencesNo definition available. + Details Name: eols_StockIssuedDuringPeriodSharesIssuedForLicenseSupplyAndDistributionAgreement Namespace Prefix: eols_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmount of allowance for credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479344/326-20-45-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-4Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13 + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionSecurities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -

Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of revenue recognized that was previously included in balance of obligation to transfer good or service to customer for which consideration from customer has been received or is due. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap_ContractWithCustomerLiabilityRevenueRecognized Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionUseful life of finite-lived intangible assets, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: us-gaap_FiniteLivedIntangibleAssetUsefulLife Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionAmount of increase in assets, excluding financial assets, lacking physical substance with a definite life, from an acquisition. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1 + Details Name: us-gaap_FinitelivedIntangibleAssetsAcquired1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of impairment loss from 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://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-2 + Details Name: us-gaap_GoodwillImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of impairment loss recognized in the period resulting from the write-down of the carrying amount of an intangible asset (excluding goodwill) to fair value. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3 + Details Name: us-gaap_ImpairmentOfIntangibleAssetsExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionNumber of reporting units tested for impairment of goodwill. A reporting unit is an operating segment or one level below an operating segment. + ReferencesNo definition available. + Details Name: us-gaap_NumberOfReportingUnits Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionThe amount of cash paid for the settlement of litigation or for other legal issues during the period. + 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_PaymentsForLegalSettlements Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionUseful life of long lived, physical assets used in the normal conduct of business and not intended for resale, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. Examples include, but not limited to, land, buildings, machinery and equipment, office equipment, furniture and fixtures, and computer equipment. + ReferencesNo definition available. + Details Name: us-gaap_PropertyPlantAndEquipmentUsefulLife Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionAmount of expense (reversal of expense) for expected credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_ProvisionForDoubtfulAccounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_TypeOfArrangementAxis=eols_SymateseEuropeAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_LitigationCaseAxis=eols_IntellectualPropertyDisputesJeuveauMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=eols_EvolusIncMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: dei_LegalEntityAxis=eols_SCHAEONLLCMember 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_DistributionRightsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=eols_SymateseLicenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_ComputerSoftwareIntangibleAssetMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 36 R26.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements -Schedule of Assets and Liabilities on a Recurring Basis (Details) - Contingent royalty obligation payable to Evolus Founders - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Contingent royalty obligation payable to Evolus Founders $ 45,029 $ 45,030 Level 1 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Contingent royalty obligation payable to Evolus Founders 0 0 Level 2 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Contingent royalty obligation payable to Evolus Founders 0 0 Level 3 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Contingent royalty obligation payable to Evolus Founders $ 45,029 $ 45,030 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFair value of financial and nonfinancial obligations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_LiabilitiesFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_NotesPayableOtherPayablesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel1Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 37 R27.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements - Narrative (Details) $ in Thousands Sep. 30, 2024 USD ($) Jun. 30, 2024 USD ($) Dec. 31, 2023 USD ($) Sep. 30, 2023 USD ($) Jun. 30, 2023 USD ($) Dec. 31, 2022 USD ($) Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Â Â Â Â Â Contingent royalty obligation payable to Evolus Founders $ 45,029 $ 44,606 $ 45,030 $ 47,404 $ 47,081 $ 46,310 Estimate of Fair Value Measurement | Pharmakon Term Loans Â Â Â Â Â Â Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Â Â Â Â Â Contingent royalty obligation payable to Evolus Founders $ 138,501 Â $ 140,241 Â Â Â Contingent Royalty Obligation | Measurement Input, Discount Rate | Maximum Â Â Â Â Â Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Â Â Â Â Â Measurement input 0.140 Â 0.150 Â Â Â X - DefinitionValue of input used to measure alternative investment. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_AlternativeInvestmentMeasurementInput Namespace Prefix: us-gaap_ Data Type: xbrli:decimalItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFair value of financial instrument classified as a liability measured using unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_FairValueByMeasurementBasisAxis=us-gaap_EstimateOfFairValueFairValueDisclosureMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=eols_PharmakonTermLoansMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=eols_ContingentRoyaltyObligationMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputDiscountRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 38 R28.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements - Schedule of

Contingent Royalty Obligation (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward] Â Â Â Â Fair value, beginning of period $ 44,606 $ 47,081 $ 45,030 $ 46,310 Payments (2,005) (1,479) (5,612) (4,038) Change in fair value recorded in operating expenses 2,428 1,802 5,611 5,132 Fair value, end of period $ 45,029 $ 47,404 $ 45,029 $ 47,404 X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationCalculationRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of gain (loss) recognized in income from liability measured at fair value on recurring basis using unobservable input (level 3). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityGainLossIncludedInEarnings Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of settlements of financial instrument classified as a liability measured using unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilitySettlements Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionFair value of financial instrument classified as a liability measured using unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 39 R29.htm IDEA: XBRL DOCUMENT v3.24.3 Goodwill and Intangible Assets - Schedule of Definite and Indefinite-Lived Intangible Assets (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Definite-lived intangible assets Â Â Original Cost $ 72,949 $ 70,356 Accumulated Amortization (26,362) (23,246) Net Book Value 46,587 47,110 Indefinite-lived intangible asset Â Â Goodwill 21,208 21,208 Intangible assets, gross (including goodwill) 94,157 91,564 Accumulated Amortization (26,362) (23,246) Net book value $ 67,795 $ 68,318 Distribution rights Â Â Definite-lived intangible assets Â Â Weighted-Average Life (Years) 20 years 20 years Original Cost $ 60,552 $ 60,552 Accumulated Amortization (16,791) (14,500) Net Book Value 43,761 46,052 Indefinite-lived intangible asset Â Â Accumulated Amortization $ (16,791) $ (14,500) Capitalized software Â Â Definite-lived intangible assets Â Â Weighted-Average Life (Years) 2 years 2 years Original Cost $ 12,397 $ 9,804 Accumulated Amortization (9,571) (8,746) Net Book Value 2,826 1,058 Indefinite-lived intangible asset Â Â Accumulated Amortization $ (9,571) $ (8,746) X - DefinitionIntangible Assets, Gross (Including Goodwill) + ReferencesNo definition available. + Details Name: eols_IntangibleAssetsGrossIncludingGoodwill Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionUseful life of finite-lived intangible assets, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: us-gaap_FiniteLivedIntangibleAssetUsefulLife Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionAccumulated amount of amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAccumulatedAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 928 -SubTopic 340 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478859/928-340-50-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_FiniteLivedIntangibleAssetsNetAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_IndefiniteLivedIntangibleAssetsExcludingGoodwillAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after impairment and amortization, of goodwill, indefinite-lived, and finite-lived intangible assets. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1 + Details Name: us-gaap_IntangibleAssetsNetIncludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_DistributionRightsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_ComputerSoftwareIntangibleAssetMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 40 R30.htm IDEA: XBRL DOCUMENT v3.24.3 Goodwill and Intangible Assets -Schedule of Future Amortization Expense (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Goodwill and Intangible Assets Disclosure [Abstract] Â Â Remaining in 2024 $ 1,019 Â 2025 4,498 Â 2026 4,179 Â 2027 3,054 Â 2028 3,054 Â Thereafter 30,783 Â Net Book Value $ 46,587 $ 47,110 X - DefinitionFinite Lived Intangible Assets Amortization Expense After Year Four + ReferencesNo definition available. + Details Name: eols_FiniteLivedIntangibleAssetsAmortizationExpenseAfterYearFour Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in 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:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 41 R31.htm IDEA: XBRL DOCUMENT v3.24.3 Goodwill and Intangible Assets - Narrative (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Business Acquisition [Line Items] Â Â Â Â Capitalized computer software $ 1,116 $ 349 $ 2,593 $ 919 Amortization expense $ 803 $ 1,053 $ 3,115 $ 3,005 Capitalized software Â Â Â Â Business Acquisition [Line Items] Â Â Â Â Amortization period 2 years Â 2 years Â X - DefinitionThe aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4:

http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2 + Details Name: us-gaap_AmortizationOfIntangibleAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - 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 - DefinitionAdditions made to capitalized computer software costs during the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_CapitalizedComputerSoftwareAdditions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRemaining amortization period of finite-lived intangible assets, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/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_FiniteLivedIntangibleAssetsRemainingAmortizationPeriod1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_ComputerSoftwareIntangibleAssetMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 42 R32.htm IDEA: XBRL DOCUMENT v3.24.3 Accrued Expenses (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Payables and Accruals [Abstract] Â Â Accrued revenue contract liabilities $ 13,231 $ 11,033 Accrued payroll and related benefits 10,907 13,433 Accrued royalties under the Medytox Settlement Agreement 3,658 3,657 Other accrued expenses 7,153 5,690 Accounts payable and accrued liabilities, current $ 34,949 $ 33,813 X - DefinitionSum of the carrying values as of the balance sheet date of obligations incurred through that date and due within one year (or the operating cycle, if longer), including liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received, taxes, interest, rent and utilities, accrued salaries and bonuses, payroll taxes and fringe benefits. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccountsPayableAndAccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred through that date and payable for royalties. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 8 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-8 + Details Name: us-gaap_AccruedRoyaltiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_EmployeeRelatedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of expenses incurred but not yet paid classified as other, due within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_PayablesAndAccrualsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 43 R33.htm IDEA: XBRL DOCUMENT v3.24.3 Term Loans - Narrative (Details) 9 Months Ended Dec. 15, 2023 USD ($) May 31, 2023 USD ($) May 09, 2023 USD ($) payment installment Dec. 05, 2022 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Dec. 14, 2021 USD ($) tranche Debt Instrument [Line Items] Â Â Â Â Â Â Â Payments for debt issuance costs Â Â Â Â $ 0 $ 38,000 Â Debt instrument, number of installments | installment Â Â 2 Â Â Â Â Â Proceeds from issuance of long-term debt Â Â Â Â $ 0 $ 25,000,000 Â Secured Debt Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Prepayment amount threshold Â Â $ 20,000,000 Â Â Â Â Pharmakon Term Loans | Term One Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Proceeds from issuance of long-term debt Â $ 25,000,000 Â Â Â Â Â Pharmakon Term Loans | Term Two Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Proceeds from issuance of long-term debt $ 25,000,000 Â Â Â Â Â Â Pharmakon Term Loans | Secured Debt Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Number of tranches | tranche Â Â Â Â Â Â Â 2 Debt instrument, term Â Â Â 6 years Â Â Â Periodic payment, number of quarterly principal payments due | payment Â Â 7 Â Â Â Â Periodic payment, percentage of outstanding principal amount Â Â 0.0833 Â Â Â Â Periodic payment, Initial principal payment, period Â Â 51 months Â Â Â Â Interest rate on debt Â Â 1.00% 1.00% Â Â Â Debt discount Â Â Â Â Â Â $ 3,042,000 Debt issuance costs Â Â Â Â Â Â 3,263,000 Pharmakon Term Loans | Secured Debt | London Interbank Offered Rate (LIBOR) Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Basis spread on variable rate Â Â Â 8.50% Â Â Â Pharmakon Term Loans | Secured Debt | Secured Overnight Financing Rate (SOFR) Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Basis spread on variable rate Â Â 8.50% Â Â Â Â Tranche A Loan | Secured Debt Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Debt instrument, face amount Â Â Â Â Â Â $ 75,000,000 Effective percentage Â Â Â Â 15.27% Â Â Tranche A Loan | Secured Debt | Term One Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Debt instrument, percentage of principal amount, prepaid multiplied Â Â 3.00% Â Â Â Â Tranche A Loan | Secured Debt | Term Two Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Debt instrument, percentage of principal amount, prepaid multiplied Â Â 2.00% Â Â Â Â Tranche A Loan | Secured Debt | Term Three Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Debt instrument, percentage of principal amount, prepaid multiplied Â Â 1.00% Â Â Â Â Tranche B Loan | Secured Debt Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Debt instrument, face amount Â Â $ 50,000,000 $ 50,000,000 Â Â Â Payments for debt issuance costs Â Â Â $ 500,000 Â Â Â Effective percentage Â Â Â Â 13.95% Â Â X - DefinitionDebt Instrument, Number of Installments + ReferencesNo definition available. + Details Name: eols_DebtInstrumentNumberOfInstallments Namespace Prefix: eols_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionDebt Instrument, Number of Tranches + ReferencesNo definition available. + Details Name: eols_DebtInstrumentNumberOfTranches Namespace Prefix: eols_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionDebt Instrument, Periodic Payment, Initial Principal Payment Due, Period + ReferencesNo definition available. + Details Name: eols_DebtInstrumentPeriodicPaymentInitialPrincipalPaymentDuePeriod Namespace Prefix: eols_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionDebt Instrument, Periodic Payment, Number of Principal Payments + ReferencesNo definition available. + Details Name: eols_DebtInstrumentPeriodicPaymentNumberOfPrincipalPayments Namespace Prefix: eols_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionDebt Instrument, Periodic Payment, Outstanding Principal Amount Due, Percentage + ReferencesNo definition available. + Details Name: eols_DebtInstrumentPeriodicPaymentOutstandingPrincipalAmountDuePercentage Namespace Prefix: eols_ Data Type: xbrli:pureItemType Balance Type: na Period Type: duration X - DefinitionDebt Instrument, Prepayment Amount Threshold + ReferencesNo definition available. + Details Name: eols_DebtInstrumentPrepaymentAmountThreshold Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionDebt Instrument, Prepayment Terms, Prepayment Multiple On Principal Amount + ReferencesNo definition available. + Details Name: eols_DebtInstrumentPrepaymentTermsPrepaymentMultipleOnPrincipalAmount Namespace Prefix: eols_ Data Type: dtr-types1:percentItemType Balance Type: na Period Type: instant X - DefinitionPercentage points added to the reference rate to compute the variable rate on the debt instrument. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentBasisSpreadOnVariableRate1 Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionEffective interest rate for the funds borrowed under the debt agreement considering interest compounding and original issue discount or premium. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_DebtInstrumentInterestRateEffectivePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionContractual interest rate for funds borrowed, under the debt agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentInterestRateStatedPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -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 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 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/1943274/2147481139/470-20-50-1DReference 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/1943274/2147481139/470-20-50-1DReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 21:

http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 26: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPeriod of time between issuance and maturity of debt instrument, in PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount, after accumulated amortization, of debt discount. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-1AReference 2: 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 3: 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/1943274/2147482900/835-30-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1D + Details Name: us-gaap_DebtInstrumentUnamortizedDiscount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, before accumulated amortization, of debt issuance costs. Includes, but is not limited to, legal, accounting, underwriting, printing, and registration costs. + ReferencesReference 1: 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 2: 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_DeferredFinanceCostsGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe cash outflow paid to third parties in connection with debt origination, which will be amortized over the remaining maturity period of the associated long-term debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 15 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsOfDebtIssuanceCosts Namespace 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-S99-3Reference 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_ProceedsFromIssuanceOfLongTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_SecuredDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=eols_PharmakonTermLoansMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: eols_DebtInstrumentPrepaymentTermsAxis=eols_TermOneMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: eols_DebtInstrumentPrepaymentTermsAxis=eols_TermTwoMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VariableRateAxis=eols_LondonInterbankOfferedRateLIBOR1Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VariableRateAxis=us-gaap_SecuredOvernightFinancingRateSofrMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=eols_PharmakonTermLoansOneMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: eols_DebtInstrumentPrepaymentTermsAxis=eols_TermThreeMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=eols_PharmakonTermLoansTwoMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 44 R34.htm IDEA: XBRL DOCUMENT v3.24.3 Term Loans - Schedule of Maturities of Debt (Details) $ in Thousands Sep. 30, 2024 USD ($) Debt Disclosure [Abstract] Â 2026 $ 41,667 2027 83,333 Total principal payments 125,000 Unamortized debt discounts and issuance costs (3,792) Long term debt, net of discounts and issuance costs $ 121,208 X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, before unamortized (discount) premium and debt issuance costs, of long-term debt. Includes, but is not limited to, notes payable, bonds payable, commercial loans, mortgage loans, convertible debt, subordinated debt and other types of debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_DebtInstrumentCarryingAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of unamortized debt discount (premium) and debt issuance costs. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/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 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-1A + Details Name: us-gaap_DebtInstrumentUnamortizedDiscountPremiumAndDebtIssuanceCostsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt. Excludes lease obligation. + 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 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 3: 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 4: 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 5: 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 6: 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/1943274/2147481139/470-20-50-1DReference 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)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_LongTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 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 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 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 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 45 R35.htm IDEA: XBRL DOCUMENT v3.24.3 Operating Leases - Narrative (Details) - USD ($) $ in Thousands Sep. 30, 2024 Aug. 01, 2024 Dec. 31, 2023 Jul. 27, 2023 May 15, 2019 Leases [Abstract] Â Â Â Â Â Term of contract Â Â Â Â Â 5 years Renewal term 60 months Â Â Â Â Â Lessee, operating lease, abatement period Â Â Â Â 3 months Â Operating lease right-of-use assets $ 8,280 $ 3,002 $ 5,763 $ 4,550 Â Operating lease, liability $ 8,667 $ 3,002 Â $ 4,550 Â X - DefinitionLessee, Operating Lease, Abatement Period + ReferencesNo definition available. + Details Name: eols_LesseeOperatingLeaseAbatementPeriod Namespace Prefix: eols_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTerm of lessee's operating lease renewal, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_LesseeOperatingLeaseRenewalTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionTerm of lessee's operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_LesseeOperatingLeaseTermOfContract Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 46 R36.htm IDEA: XBRL DOCUMENT v3.24.3 Operating Leases - Schedule of Components of Lease Expense and Other Quantitative Information (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Leases [Abstract] Â Â Â Â Â Fixed operating lease expense $ 387 $ 286 $ 1,055 $ 833 Variable operating lease expense 26 48 96 110 Lease, cost $ 413 $ 334 $ 1,151 $ 943 X - DefinitionAmount of lease cost recognized by lessee for lease contract. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_LeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of variable lease cost, excluded from lease liability, recognized when obligation for payment is incurred for finance and operating leases. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -

Paragraph 4 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_VariableLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 47 R37.htm IDEA: XBRL DOCUMENT v3.24.3 Operating Leases - Schedule of Weighted-Average Remaining Lease Term and Discount Rate (Details) Sep. 30, 2024 Sep. 30, 2023 Leases [Abstract] Â Â Weighted-average remaining lease term (years) 5 years 3 months 18 days 6 years 3 months 18 days Weighted-average discount rate 9.60% 11.00% X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average discount rate for operating lease calculated at point in time. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageDiscountRatePercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining lease term for operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageRemainingLeaseTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant XML 48 R38.htm IDEA: XBRL DOCUMENT v3.24.3 Operating Leases -Schedule of Maturity of Operating Lease Liabilities (Details) - USD ($) $ in Thousands Sep. 30, 2024 Aug. 01, 2024 Jul. 27, 2023 Lessee, Operating Lease, Liability, Payment, Due [Abstract] Â Â Â Remaining in 2024 $ 388 Â Â 2025 1,714 Â Â 2026 2,138 Â Â 2027 2,212 Â Â 2028 2,290 Â Â Thereafter 2,569 Â Â Total operating lease payments 11,311 Â Â Less: imputed interest (2,644) Â Â Present value of operating lease liabilities $ 8,667 $ 3,002 $ 4,550 X - DefinitionLessee, Operating Lease, Liability, To Be Paid, After Year Four + ReferencesNo definition available. + Details Name: eols_LesseeOperatingLeaseLiabilityToBePaidAfterYearFour Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_OperatingLeaseLiabilitiesPaymentsDueAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 49 R39.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and Contingencies (Details) 3 Months Ended 9 Months Ended Nov. 17, 2021 officer Dec. 02, 2020 plaintiff Oct. 28, 2020 complaint Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Dec. 31, 2023 USD ($) Commitments and Contingencies Disclosure [Abstract] Â Â Â Â Â Â Â Â Â Â Purchase commitment, amount Â Â Â $ 4,652,000 Â $ 4,652,000 Â Â Inventory payments Â Â Â 17,648,000 $ 8,785,000 44,268,000 $ 36,537,000 Â Loss contingency, new claims filed, number | complaint Â Â 2 Â Â Â Â Â Â Loss contingency, number of defendants | officer 3 Â Â Â Â Â Â Â Â Loss contingency, number of plaintiffs | plaintiff Â 2 Â Â Â Â Â Â Â Loss contingency accrual Â Â Â $ 0 Â $ 0 Â $ 0 X - DefinitionLoss Contingency, Number Defendants, Officers + ReferencesNo definition available. + Details Name: eols_LossContingencyNumberDefendantsOfficers Namespace Prefix: eols_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionPayments For Inventory + ReferencesNo definition available. + Details Name: eols_PaymentsForInventory Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of loss contingency liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-1Reference 2: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-10 + Details Name: us-gaap_LossContingencyAccrualAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe total number of new claims filed pertaining to a loss contingency during the period. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-4Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-9 + Details Name: us-gaap_LossContingencyNewClaimsFiledNumber Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionNumber of plaintiffs that have filed claims pertaining to a loss contingency. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-4Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-9 + Details Name: us-gaap_LossContingencyNumberOfPlaintiffs Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionMinimum amount of purchase arrangement in which the entity has agreed to expend funds to procure goods or services from a supplier. + ReferencesNo definition available. + Details Name: us-gaap_PurchaseObligation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 50 R40.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' Equity - Narrative (Details) $ / shares in Units, $ in Thousands 1 Months Ended 3 Months Ended 9 Months Ended Jun. 06, 2024 shares May 08, 2023 USD ($) trading_day $ / shares shares Mar. 08, 2023 USD ($) Nov. 21, 2017 shares Apr. 30, 2024 USD ($) shares Mar. 31, 2024 USD ($) $ / shares shares Feb. 29, 2024 shares Jan. 31, 2023 shares Sep. 30, 2024 USD ($) $ / shares shares Jun. 30, 2024 USD ($) Mar. 31, 2024 USD ($) $ / shares Sep. 30, 2023 USD ($) shares Sep. 30, 2024 USD ($) $ / shares shares Sep. 30, 2023 USD ($) shares Dec. 31, 2023 $ / shares shares Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Preferred stock, shares authorized (in shares) Â Â Â Â Â Â Â Â 10,000,000 Â Â Â 10,000,000 Â 10,000,000 Preferred stock, par value (in dollars per share) | $ / shares Â Â Â Â Â Â Â Â $ 0.00001 Â Â Â $ 0.00001 Â $ 0.00001 Preferred stock, shares issued (in shares) Â Â Â Â Â Â Â Â 0 Â Â Â 0 Â 0 Preferred stock, shares outstanding (in shares) Â Â Â Â Â Â Â Â 0 Â Â Â 0 Â 0 Common stock, shares authorized (in shares) Â Â Â Â Â Â Â Â 100,000,000 Â Â Â 100,000,000 Â 100,000,000 Common stock, par value (in dollars per share) | $ / shares Â Â Â Â Â Â Â Â $ 0.00001 Â Â Â $ 0.00001 Â $ 0.00001 Common stock, shares, issued (in shares) Â Â Â Â Â Â Â Â 63,251,148 Â Â Â 63,251,148 Â 56,820,621 Common stock, shares, outstanding (in shares) Â Â Â Â Â Â Â Â 63,251,148 Â Â Â 63,251,148 Â 56,820,621 Issuance of common stock upon follow-on offering, net of issuance costs | $ Â Â Â Â Â Â $ 46,794 Â Â Â Â $ 4,169 $ 46,794 Â Â Â Â Capital shares reserved for future issuance (in shares) Â Â Â Â Â Â Â Â 1,336,000 Â Â Â 1,336,000 Â Â Annual increase percentage of maximum shares outstanding (equal to) Â Â Â 4.00% Â Â Â Â Â Â Â Â Â Â Maximum number of shares authorized under the plan (in shares) Â Â Â 4,361,291 Â Â Â Â Â Â Â Â Â Â Â Â Â Recognized stock based compensation expense | $ Â Â Â Â Â Â Â Â Â Â Â $ 5,220 Â Â $ 4,596 $ 16,083 $ 12,061 Â 2023 Inducement Incentive Plan Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Capital shares reserved for future issuance (in shares) Â Â Â Â Â Â Â Â Â Â Â 1,000,000 Â 1,000,000 Â Common stock available for future issuance (in shares) Â Â Â Â Â Â Â Â 265,548 Â Â Â 265,548 Â Â Employee Stock | 2024 Employee Stock Purchase Plan Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Capital shares reserved for future issuance (in shares) 579,648 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Annual increase percentage of maximum shares outstanding (equal to) 1.00% Â Â Â Â Â Â Â Â Â Â Additional shares available for issuance (in shares) 579,648 Â Â Â Â Â Â Â Â Â Â Â Â Â ESPP shares issued during the period (in shares) Â Â Â Â Â Â Â Â Â Â 0 Â Â Stock Options Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Award expiration period Â Â Â Â Â Â Â Â Â Â 10 years Â Â Restricted Stock Units (RSUs) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Restricted stock units granted (in shares) Â Â Â Â Â Â Â Â Â Â 1,167,127 Â Â Performance Restricted Stock Units (PRSU) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Restricted stock units granted (in shares) Â Â Â Â Â 219,485 292,349 Â Â Â Â 219,485 Â Â Performance period Â Â Â Â Â Â Â 2 years Â Â Â Â Â Â Â Â Â Â CEO Performance Restricted Share Units (CPRSU) | 2017 Omnibus Incentive Plan Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Award vesting period Â 4 years Â Â Â Â Â Â Â Â Â Â Â Â Restricted stock units granted (in shares) Â 560,000 Â Â Â Â Â Â Â Â Â Â Â Â Â Contractual term Â 5 years Â Â Â Â Â Â Â Â Â Â Â Â Contractual term after termination Â 20 days Â Â Â Â Â Â Â Â Â Â Â Â Â Recognized stock based compensation expense | $ Â $ 3,774 Â Â Â Â Â Â Â Â Â Â Â Â Â Â CEO Performance Restricted Share Units (CPRSU) | 2017 Omnibus Incentive Plan | 20 Consecutive Trading Days with a $30 Share Price Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Award vesting percentage Â 40.00% Â Â Â Â Â Â Â Â Â Â Â Â Number of consecutive days | trading_day Â 20 Â Â Â Â Â Â Â Â Â Â Â Â Consecutive trading amount (USD per share) | $ / shares Â $ 30 Â Â Â Â Â Â Â Â Â Â Â Â Â Â CEO Performance Restricted Share Units (CPRSU) | 2017 Omnibus Incentive Plan | 20 Consecutive Trading Days with a $50 Share Price Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Award vesting percentage Â 60.00% Â Â Â Â Â Â Â Â Â Â Â Â Number of consecutive days | trading_day Â 20 Â Â Â Â Â Â Â Â Â Â Â Â Consecutive trading amount (USD per share) | $ / shares Â $ 50 Â Â Â Â Â Â Â Â Â Â Â Â Minimum | Stock Options Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Award vesting period Â Â Â Â Â Â Â Â Â Â Â Â 1 year Â Â Minimum | Restricted Stock Units (RSUs) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Award vesting period Â Â Â Â Â Â Â Â Â Â Â Â 1 year Â Â Maximum | Stock Options Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Award vesting period Â Â Â Â Â Â Â Â Â Â Â Â 4 years Â Â Maximum | Restricted Stock Units (RSUs) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Award vesting period Â Â Â Â Â Â Â Â Â Â Â Â 4 years Â Â Follow-On Offering Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Number of shares issued in transaction (in shares) Â Â Â Â Â 3,554,000 Â Â Â Â Â Â Â Â Â Â Offering price per share (in dollar per share) | $ / shares Â Â Â Â Â Â $ 14.07 Â Â Â Â Â $ 14.07 Â Â Â Â Â Aggregate net proceeds from stock offering | $ Â Â Â Â Â Â $ 46,794 Â Â Â Â Â Â Â Â Â Â Over-Allotment Option Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Number of shares issued in transaction (in shares) Â Â Â Â 318,100 533,100 Â Â Â Â Â Â Â Â Granted options, exercisable period Â Â Â Â 30 days Â Â Â Â Â Â Â Â Â Â Â Â Aggregate net proceeds from stock offering | $ Â Â Â Â $ 4,169 Â Â Â Â Â Â Â Â Â Â ATM Sales Agreement Â Â Â Â Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Number of shares issued in transaction (in shares) Â Â Â Â Â Â Â Â Â Â 0 Â Â Maximum consideration receivable | $ Â Â $ 50,000 Â Â Â Â Â Â Â Â Â Â Â Â Sale of stock, commission payment upon gross proceeds Â Â 3.00% Â Â Â Â Â Â Â Â Â Â Â Â X - DefinitionSale of Stock, Commission Payment Upon Gross Proceeds, Percentage + ReferencesNo definition available. + Details Name: eols_SaleOfStockCommissionPaymentUponGrossProceedsPercentage Namespace Prefix: eols_ Data Type: dtr-types1:percentItemType Balance Type: na Period Type: instant X - DefinitionSale of Stock, Granted Options, Exercisable Period + ReferencesNo definition available. + Details Name: eols_SaleOfStockGrantedOptionsExercisablePeriod Namespace Prefix: eols_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionSale Of Stock, Maximum Consideration Receivable + ReferencesNo definition available. + Details Name: eols_SaleOfStockMaximumConsiderationReceivable Namespace Prefix: eols_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionShare-based Compensation Arrangement by Share-based Payment Award, Additional Share Increase Available for Issuance + ReferencesNo definition available. + Details Name: eols_ShareBasedCompensationArrangementByShareBasedPaymentAwardAdditionalShareIncreaseAvailableForIssuance Namespace Prefix: eols_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionShare-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Outstanding, Weighted Average Remaining Contractual Terms, After Termination + ReferencesNo definition available. + Details Name: eols_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsOutstandingWeightedAverageRemainingContractualTermsAfterTermination Namespace Prefix: eols_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionShare-Based Compensation Arrangement by Share-Based Payment Award, Performance Period + ReferencesNo definition available. + Details Name: eols_ShareBasedCompensationArrangementByShareBasedPaymentAwardPerformancePeriod Namespace Prefix: eols_

Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionShare-Based Compensation, Consecutive Trading Days, Per Share Target + ReferencesNo definition available. + Details Name: eols_ShareBasedCompensationConsecutiveTradingDaysPerShareTarget Namespace Prefix: eols_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionShare-based Payment Arrangement, Number of Consecutive Days + ReferencesNo definition available. + Details Name: eols_ShareBasedPaymentArrangementNumberOfConsecutiveDays Namespace Prefix: eols_ Data Type: xbrli:integerItemType 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 - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483014/272-10-45-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482987/272-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(27)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3 + Details Name: us-gaap_ClassOfStockLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAggregate number of common shares reserved for future issuance. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockCapitalSharesReservedForFutureIssuance Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_PreferredStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionCash received on stock transaction after deduction of issuance costs. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockConsiderationReceivedOnTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe number of shares issued or sold by the subsidiary or equity method investee per stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockNumberOfSharesIssuedInTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionPer share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionPeriod over which grantee's right to exercise award under share-based payment arrangement is no longer contingent on satisfaction of service or performance condition, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, combination of market, performance or service condition. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWeighted average remaining contractual term for equity-based awards excluding options, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (e)(1) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsOutstandingWeightedAverageRemainingContractualTerms Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares authorized for issuance under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe difference between the maximum number of shares (or other type of equity) authorized for issuance under the plan (including the effects of amendments and adjustments), and the sum of: 1) the number of shares (or other type of equity) already issued upon exercise of options or other equity-based awards under the plan; and 2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionMaximum number of shares that may be issued in accordance with the plan as a proportion of outstanding capital stock. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardPercentageOfOutstandingStockMaximum Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares issued under share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardSharesIssuedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionPercentage of vesting of award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardAwardVestingRightsPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionPeriod from grant date that an equity-based award expires, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards

Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardExpirationPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the value of new stock issued during the period. Includes shares issued in an initial public offering or a secondary public offering. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_PlanNameAxis=eols_A2023InducementIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=eols_A2024EmployeeStockPurchasePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=eols_PerformanceRestrictedStockUnitsPRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=eols_CEOPerformanceRestrictedShareUnitsCPRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=eols_TwoThousandAndSeventeenOmnibusIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=us-gaap_ShareBasedCompensationAwardTrancheOneMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=us-gaap_ShareBasedCompensationAwardTrancheTwoMember 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_SubsidiarySaleOfStockAxis=eols_FollowOnOfferingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=us-gaap_OverAllotmentOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=eols_ATMSalesAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R41.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' Equity - Schedule of Weighted-Average Assumptions (Details) - Stock Options 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Class of Stock [Line Items] Â Â Â Â Volatility 81.80% 86.70% 84.20% 83.50% Risk-free interest rate 3.84% 4.39% 4.09% 3.64% Expected life (years) 6 years 3 months 6 years 3 months 6 years 2 months 15 days 6 years 2 months 12 days Dividend yield rate 0.00% 0.00% 0.00% 0.00% X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483014/272-10-45-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482987/272-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(27)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3 + Details Name: us-gaap_ClassOfStockLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe estimated dividend rate (a percentage of the share price) to be paid (expected dividends) to holders of the underlying shares over the option's term. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe estimated measure of the percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability-weighted measure of the dispersion of returns about the mean. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe risk-free interest rate assumption that is used in valuing an option on its own shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionExpected term of award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardFairValueAssumptionsExpectedTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 52 R42.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholdersâ€™ Equity - Schedule of Stock Option Activity (Details) - Stock Options - USD ($) $ / shares in Units, $ in Thousands 9 Months Ended 12 Months Ended Sep. 30, 2024 Dec. 31, 2023 Stock Options Â Â Beginning balance (in shares) 5,753,466 Â Granted (in shares) 1,061,390 Â Exercised (in shares) (472,207) Â Cancelled/forfeited (in shares) (153,979) Â Ending balance (in shares) 6,188,670 5,753,466 Stock Options, Exercisable (in shares) 3,612,214 Â Weighted Average Exercise Price Â Â Beginning balance (in dollars per share) $ 9.46 Â Granted (in dollars per share) 12.83 Â Exercised (in dollars per share) 7.15 Â Cancelled/forfeited (in dollars per share) 10.68 Â Ending balance (in dollars per share) 10.18 $ 9.46 Weighted Average Exercise Price, Exercisable (in dollars per share) $ 9.97 Â Weighted Average Contractual Term Â Â Stock options contractual term 6 years 4 months 9 days 6 years 8 months 8 days Weighted Average Remaining Contractual Term , Exercisable (Years) 4 years 9 months 21 days Â Aggregate Intrinsic Value Â Â Aggregate Intrinsic Value $ 38,022 $ 11,111 Aggregate Intrinsic Value, Exercisable $ 23,296 Â X - DefinitionShare-based Compensation Arrangement by Share-based Payment Award, Options, Intrinsic Value [Abstract] + ReferencesNo definition available. + Details Name: eols_SharebasedCompensationArrangementbySharebasedPaymentAwardOptionsIntrinsicValueAbstract Namespace Prefix: eols_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionShare-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term Exercisable + ReferencesNo definition available. + Details Name: eols_SharebasedCompensationArrangementbySharebasedPaymentAwardOptionsOutstandingWeightedAverageRemainingContractualTermExercisable Namespace Prefix: eols_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsAdditionalDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares into which fully or partially vested stock options outstanding as of the balance sheet date can be currently converted under the option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe weighted-average price as of the balance sheet date at which grantees can acquire the shares reserved for issuance on vested portions of options outstanding and currently exercisable under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe number of shares under options that were cancelled during the reporting period as a result of occurrence of a terminating event specified in contractual agreements pertaining to the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionGross number of share options (or share units) granted during the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmount by which the current fair value of the underlying stock exceeds the exercise price of options outstanding. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingIntrinsicValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of options outstanding, including both vested and non-vested options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which grantees can acquire the shares reserved for issuance under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-

gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePriceRollforward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which option holders acquired shares when converting their stock options into shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which grantees could have acquired the underlying shares with respect to stock options that were terminated. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsForfeituresInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average per share amount at which grantees can acquire shares of common stock by exercise of options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount of difference between fair value of the underlying shares reserved for issuance and exercise price of vested portions of options outstanding and currently exercisable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableIntrinsicValue1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionWeighted average remaining contractual term for option awards outstanding, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (e)(1) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsOutstandingWeightedAverageRemainingContractualTerm2 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 53 R43.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' Equity - Schedule of Restricted Stock Unit Activity (Details) - $ / shares 1 Months Ended 9 Months Ended Feb. 29, 2024 Jan. 31, 2023 Sep. 30, 2024 Restricted Stock Units (RSUs) Â Â Â Restricted Stock Unit Â Â Â Beginning balance (in shares) Â Â 3,281,045 Granted (in shares) Â Â 1,167,127 Vested (in shares) Â Â (988,769) Forfeited (in shares) Â Â (257,570) Ending balance (in shares) Â Â 3,201,833 Weighted Average Grant Date Fair Value Per Share Â Â Â Beginning balance (in dollars per share) Â Â $ 8.88 Granted (in dollars per share) Â Â 12.76 Vested (in dollars per share) Â Â 8.79 Forfeited (in dollars per share) Â Â 9.84 Ending balance (in dollars per share) Â Â $ 10.25 Performance Restricted Stock Units (PRSU) Â Â Â Restricted Stock Unit Â Â Â Beginning balance (in shares) Â Â 233,880 Granted (in shares) 219,485 292,349 219,485 Vested (in shares) Â Â (97,451) Forfeited (in shares) Â Â 0 Ending balance (in shares) Â Â 355,914 Weighted Average Grant Date Fair Value Per Share Â Â Â Beginning balance (in dollars per share) Â Â $ 10.25 Granted (in dollars per share) Â Â 13.15 Vested (in dollars per share) Â Â 10.25 Forfeited (in dollars per share) Â Â 0 Ending balance (in dollars per share) Â Â $ 12.04 X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWeighted average fair value as of the grant date of equity-based award plans other than stock (unit) option plans that were not exercised or put into effect as a result of the occurrence of a terminating event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeituresWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - 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_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType 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/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - 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:sharesItemType 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:perShareItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=eols_PerformanceRestrictedStockUnitsPRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 54 R44.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholder's Equity - Schedule of Stock-based Compensation Expense Allocation (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Allocated stock-based compensation expense $ 5,220 $ 4,596 $ 16,083 $ 12,061 Selling, general and administrative Â Â Â Â Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Allocated stock-based compensation expense 4,955 4,295 15,370 11,445 Research and development Â Â Â Â Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Allocated stock-based compensation expense $ 265 $ 301 $ 713 $ 616 X - DefinitionAmount of expense for award under share-based payment arrangement. Excludes amount capitalized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.F) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_AllocatedShareBasedCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_SellingGeneralAndAdministrativeExpensesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_ResearchAndDevelopmentExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 55 R45.htm IDEA: XBRL DOCUMENT v3.24.3 Medytox Settlement Agreements (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Mar. 31, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Loss Contingencies [Line Items] Â Â Â Â Payments for legal settlements Â $ 0 $ 5,000 Â Accrued royalties under the Medytox Settlement Agreement Â $ 3,658 Â $ 3,657 Medytox Settlement Agreement Â Â Â Â Loss Contingencies [Line Items] Â Â Â Â Payments for legal settlements $ 5,000 Â Â Â X - DefinitionCarrying value as of the balance sheet date of obligations incurred through that date and payable for royalties. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 8 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-8 + Details Name: us-gaap_AccruedRoyaltiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-4Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 720 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483359/720-20-50-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 27 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482395/460-10-55-27Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-4Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -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_LossContingenciesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of cash paid for the settlement of litigation or for other legal issues during the period. + 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_PaymentsForLegalSettlements Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: srt_LitigationCaseAxis=eols_MedytoxSettlementAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 56 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (*R$9ED'04UB@0 +$ 0 9&]C4')O<',O87!P+GAM M;$V./0L",1!$_\IQO;=!P4)B0-!2L+ (/>QLOD&1#LD)^OCG!CVX>;QA&WPIG M*N*I#BV&5(_C(I(/ !47BK9.7:=N')=HI6-Y #OGDK7A.YNJQ<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " "LA&99[I4R6NX K @ $0 &1O8U!R;W!S+V-O&ULS9+! M:L,P#(9?9?B>*$Y*!R;U9:6G#08K;.QF;+4UBV-C:R1]^SE9FS*V!]C1TN]/ MGT"M#D+[B,_1!XQD,=V-KNN3T&'#3D1! "1]0J=2F1-];AY\=(KR,QXA*/VA MC@AU5:W!

(2FC2,$$+,)"9+(U6NB(BGR\X(U>\.$S=C/,:, .'?:4@)<'MZ?)G7+6R? M2/4:\Z]D!9T#;MAU\FOSL-WOF*RK>E5P7E3K?%W$W;>V(/] MQ\970=G"K[N07U!+ P04 " "LA&99F5R<(Q & "<)P $P 'AL+W1H M96UE+W1H96UE,2YX;6SM6EMSVC@4?N^OT'AG]FT+QC:!MK03621A'^_1S80RY8-[9)-NIL\!"SI^\Y%1^?H.'GS[BYBZ(:(E/)X M8-DOV]:[MR_>X%#BVR]*+ M41B1%G\@M MNN01.+5)#3(3/PB=AIAJ4!P"I DQEJ&&^+3&K!'@$WVWO@C(WXV(]ZMOFCU7 MH5A)VH3X$$8:XIQSYG/1;/L'I4;1]E6\W*.76!4!EQC?-*HU+,76>)7 \:V< M/!T3$LV4"P9!AI@S M&L%&KQMUAVC2/'K^!?F<-0HACA*FNVB<5@$ 9Y>PTG!Z(++9OVX?H;5,VPLCO='U!=*Y \FIS_I,C0' MHYI9";V$5FJ?JH,@H%\;D>/N5Z> HWEL:\4*Z">P' T=HWPJOX@L Y M?RY]SZ7ON?0]H=*W-R-]9\'3BUO>1FY;Q/NN,=K7-"XH8U=RSTS0LS0[=R2^JVE+ZU)CA* M]+',<$X>RPP[9SR2';9WH!TU^_9==N0CI3!3ET.X&D*^ VVZG=PZ.)Z8D;D* MTU*0;\/YZ<5X&N(YV02Y?9A7;>?
8T=`[Y\%1L*/O/)8=QXCRHB'NH8:8S\-# MAWE[7YAGE<90-!1M;*PD+$:W8+C7\2P4X&1@+: '@Z]1 O)256 Q6\8#*Y"B M?$R,1>APYY=
<7^/1DN/;IF6U;]\I=QEM(E(YPFF8$V>KRMYEL<%5'<]56 *P MOFH]M!5.S_Y9KF4Q9Z;RWRT,"2Q;B%D2XDU=[=7GFYRN>B)V^I=W MP6#R_7#)1P_E.^=?]%U#KG[VW>/Z;I,[2$R<><41 71% B.5' 86%S+D4.Z2 MD 83 >LX=SFWJXPD6L_UC6'ODRWSEPVSK> U[F M$RQ#I'[!?8]*@!&K8KZZKT_Y)9P[M^OQ@2";_-;;I/;=X Q\U*M:I60K$3]+ M!WP?D@9CC%OT-%^/%&*MIK&MQMHQ#'F 6/,,H68XWX=%FAHSU8NL.8T*;T'5 M0.4_V]0-;/8--!R1!5XQF;8VH^1."CS<_N\-L,+$CN'MB[\!4$L#!!0 (M *R$9ED HK.RS 4 ,4> 8 >&PO=V]R:W-H965T&UL MM9EK;]LV%
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MGK$4[BRX2*B$4[&T\DPP&I1!26P1VQY8"8W2SF1<7IN)R9@7,HY2-A,H+Y*$ MBN<+%O/U>0=W=A<>HF4HU05K,L[HDGE,?LEF LZL2B6($I;F$4^18(OSSA1_ M;97J^#_"*7/-D&0PF2*-
W\TJ=M1;P,NAC8*/;V"ZH";JYXO$E]+!E4M5(M3Y GH3LB+I#+BU2*9_@-M-;WJ%]>Z1R;@XZU_ (>\"&6'^D3N@F@>T:+R"] M&]KP\G>HG(N=87^ M6.0.?A8OZ3V2P[Q.PT"4,]/=@?
H%IY#]ZD^KV;)/K'1 M'5NKH0RY4(5 &Y<"R!9Y100-!P./:RO"]'IL1=14A(T<*<-49-/)'ODZU ME6"6VU7 !:-^J+7;!A;AFHNPF6S>VJTZ]4SP593Z^L2;-=VIUF@;L(1K6L)F
MQGEK=,9S26/T9Y0UCUMFQ1$9#/0MN UNPC4X83/OE"UV"E^^S<;, N]&O=%[MK;$V0 G7I(3->'/+?V#J_M;3^FJ#HDA-4<3,.;M\HJLG
M/Z3IDC6RXAZANZEW.=5^CYH#CW580Q,Y")K<0@CU1;/YC"E3";-#H5V#V:/X M3;MRXYJCCO59PQ(Y")9N%--L5NO4IRG=&=?Z-"LV^6R#A4C-0N0@%E*?;D#Y M 9++K3#T1Z=J>\SD
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[;UL%'KEVIJ M3V4U&3@.P;V1,[96.H\U"!$SODP3E@;EHMAU3/56S +-R6L#;4B--L1,)M5B MWW64*Y;]Q@#-KN&B?J0QBS5N([2!.4Z-.Y9PW'K?KMXTN]\A]=K1["6V MCE.#CG,8Z-S\KG5D#E8
WC^S^P.B==8&VC@UVCAF$-FQV\&-EIZWR/7[6+2 M=;3+MN;(_VO4>K%1J*:XWB8$V6;=^V!8T[?:9D>B8]"2Z M(N4D^_4[RHIEBQ2==L$*I)&4N]-S1[X]=]39G:R_J17G&WV71:7.)RNMUV]G
M,Y6M>,G4J5SS"OZRE'7)--S6MS.UKCG+6Z6RF)@B&?Q>U*FP>SQ=F:W?)KKK^NKVJXF^VLY*+D ME1*R0C5?GD_>X[<7-#0*K<1?@M^IO6MD7+F1\INY^92?3P*#B!<\T\8$@U\; M?
L&+PE@"'-\[HY/=.XWB_O6C]8^M\^#,#5/\0A9_BUROSB?I!.5\R9I"?Y9W MO_'.H*LEG>H-M)@S5RTL6FUP1M1F66\UC7\58">7ES(*H=%X3F" M*R4+D3,--
Q]8P:J,HVMC6*$3]/7Z$KU^^0:]1*)"7U:R4:S*U=E, P9C:99U M[_NP2%1\9>=\U7Y\B&DP1"4CH4+_PJU_R#-1QJTX/U6?@^+UAD\6KU[@.'CGN M4I_UQ053*P2+AC)SP;\W8L,*\-
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SV M$M2/MB;/9>W0YYZSL)^T=JR_9@^&\IT.VX2$:4KCX;K88B%)1BHN[HD+^YD+ M$-8-]],JMAF)AO-P2*PN,9KBL<+54Q?V<]>PV![;0 YRBH,A@[FD:#)&##V#
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CD_F0F94XU0N;%5(H$D)RKCM M.4YH9Y3E5C0LUR8R&HJEYBR'B21JF654_KH#+M8CR[6>%Q[8(M5FP8Z&!5W M%/278B)Q9C,<" !K@ET8K9:6W>ZII-)1B3:2)1C8S*'-3HM$-
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M7(]5O7OCAL[[+N/_B:R5!K]))@[^//9K@_0$I\?"QZ.+'"U)025:4+X&;=H\%-72WVOT]T[37Y4GH4N= M"LE^XP/CHUKM%% Q!YNRG.JSI?^(P):%H+$0O,H"4VIY6'[P0M6V[GT1+<%A
M(SA\E6!\7RA-\X3EBT.JPX.J]T6T5/<;U?V]JL.T.9]X\J\T-1+?&# M1OS@!/$GU_A@9^ENI_V8R):#Z\;!]L7HD+?"URW-]A2_S(P" >> M$WINMWC7^?O"=%XA_X2*K_F/,-
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MQTKURQ.OMJE4E]5Z+G852[.ZT;:8$\?QY]LT+V>+V_J[3]7BEN]ED9?L4X7$ M?KM-JZ_WK.#/=S,\.W[Q.5]O(IYBOKC=I6OVP.27W:=*7[J;_8AO$NKJ!C7B7SE[%B>?D9;RR/F?^N)C=C=S=
(]8P5924Z3JWX$M65%H M)M6/ [:DL^Z>NN'IYR/[3[5X)>8Q%6S)BS_R3&[N9N$,9>PIW1?R,W _^F;6" M/,VWXH6H_Z+G%NO,T&HO)-^VC54/MGG8_$]?VD"<-"!XH %I&Y!+&]"V ;VT
M@=LV<"]MX+4-:NGS1GL=N#B5Z>*VXL^HTFC%IC_4T:];JWCEI2Z4!UFI7W/5 M3BZ6O,Q4VEF&U"?!BSQ+I;IXD.J?J@J\"I26&KE51;G1U7)@ MZ)]<"'2-OCS$Z-
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W.@S*;:]JX0FM6JFFC MJ*LTS91G4E6IIY$#@]0WI-YICXGG^(2Z%522D)#O8W";a"$1I 2 $9P.#19 M1IW^;%3_9S7HTVJUJ75GJO *OM8.,#A(=63T@%+N&9AN$O=!(96R# , EAF ;
MY.)@0"U'Y>N?JC K^6%[O*KYBRGY6;]#>LI[VQC&4OPZ)7X&:.5;X$4#ATB!D@&^7YV!P*$ I3,A CTL>(C,8H9FH-7.5-#.IY MX&1F!)436Y-C%OL20E%94PR@:&3.IPF$"GQG0'GOS_&H_VP=
(K>,$RB:6ET(M?,^S\FW#?.IZIE,$8 1'+G%-X38.A]@/W0'IO3?&X^:XWH@^57Q[E*_VJZ!L MU^K M5K+ G/% W'4=:VI ,!1XD3FJ@?A7,>+P@'AO4O&K]ADN6&56NQ7?,NT
M&Z@$_AZTRGA2KSPI6SPI6S(5VWE.>K^,QQW@QU(RQ2O;M("Y*UZB.S)U@91 MTYW$ (BX@37P;)3G#Y@NW%M2/.Y).Z%MW8%* Z#R]\T'!",!J&E%H"M'!0
MN@X(%P5>,*"X]YEXW&C"PVUHIW";;;M'[+D& %GKBHVAH64Z *(!P;VQQ./. MLIY8']D3K]A1MDQ?!C;CV#9[USARJ.FH09P?1M:R N!IK.+ =,X@SK?<3PSA7.J3R!0*X:+0&\IJ[Q
)N6#-7)T]R=;BP9HFHV[S MK:OFI&SQI&S)5&SG6>G=*QEWKU_*BJ5%_A?+ZF34Y*C!!^;%MI+7H;F" M0B!,S:T[A"+6D@*C!M90TCM7,NYK!NPD'*KB.Q22MVI5_ZY2OT+B]1QHLBK4Y^!!]>
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[RN5\W=JS-R]N4/[Y8?K[O^#^>?%S?5 MQ_I]W?UZ\W:KWYT?4!;+=;UIE\TFV=97K\Y^')"]53OL"NXA_+^"N]NAUTG^4
M#TWSJ7_S9O'}+.UK5*_J>==#5/K7YWI:KU8]DJ[';WO0LT/.ON#QZR_H:O?A MJ8?Y4+7UM%G]9[GHKE^=%6?)HKZJ;E?=N^;NIWK_@7B/-V]6[>YG/3<^2 M^6W;->M]85V#]7)S_[OZ?
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QLEIN/>H"NJLV\3IYI]MKK M:ENWSY.JTZGF+Q)*OD^R-,L@,H/X_97Q97M3S>M79[H%VGK[N3Z[_X;(M(? M((KOP?@.K+\]?K[D(A,IS].+\\ ';&)FE9A@"@G,8I,>V*21;(YA\!Y3'#4Z M*5A9VBT^!:
(<3OP(3@3)'"#IATTHS>T@!02Q,L]*=HBS&H@=&HCM"M(3#?1F M,]'QYNVO=V-"GU3F]_?+MJ>^;X+S)O-9C_=N5MVUXF^;NL_MS_4]L+]DU_=='XD8/JN,+)-01@E6([13&UQ(2P MO'2N3--
@@MC6QP23F&!JL#6L]B\/[5\&V]>/,PM\'7"*C]*O0>Y.X8+98LG M!),C:J^0$EI,D-0(Y33(A=PL BKIYVI[F&-34/(&T6.G!7LT6R<5!BHBDL-)O1(^N#Q# ZBD7BS\=*Y@ZS?51(*@% G)3,A9)
W(01Y^:OH"A. MLK3@V6'&'> /+8]$$X0W?%'&P2H>24JFL)"LTDU)@%Y#)=@#WK<])!-0{9] M @)- J _ I@*)"5@$Q7@%Y2K. H+H%J&@S5#2)BJ:PT.Q.8"P#$O8,0G-@ MXLMSW?4*
[DJ0<(IHLE#5/BJ:PD*SR3*"GX05?WB2]KZ^T9>X-'![QU314^++ M=GV;*C-6>/ A.T ?Y(VS*(OTB>DI*)P1V4^?*?RH7A6 MT*-YU;[)@90B]:9I0!1G.6'%B3N5T>DD+-0'IVG#,UM,.3PEOAX^I4]0-3TJ
MFL)"LTDUXI^$U3\X31LFTI?2D$0IA_N^#P1+%$"[Q(%B I)E,P(\RQ]PEE: MAJK34=%FJ&@2%4UAH=F=P&CY+*SEGV1E)UR'Z+X!6 ",\\Q=Z,9,*E'1%!:: M3?K1UH6P.?
%HZSN9[S*0U+V$ABL7/,9'I)2H*146FLV><2$0LL1L]"3^1J? M$?0:3A?-'>H_L.8#Z"P4MJ$&%LA^QI;X>^WF[@ M#:-'SQL 6T&4-"_Z/4 =560$536&@VH\96R&)MA6$6(8U?"NJ.M6%7 4#B
M&1FQ,%1K>[?!HTHKZ.Q>$.X4, MURUV;(_(*%$S*BPTFSOCA="P%Q(CK*AO0C!>NIL9PPFC'1F34Z+F5%AH-B7& MJ:!AIR(DK*BO_"=$E.YL;AI.$4T"ZO8(5#0UW"(V#4>G(*60XRPHL"V D+=
M-:1PPFA2,-'DJ$^@L'+:E!C+@88MAZ]/&#%=H]HG?:1$FR!..\,DF\G@"NV0!RP8@M%A59LJ;$4:-A2B-I8 M!S<:Y ,462HRUQ>%(G,H"F.9@DWPV8Z(8O MO,-UPZX!!5P#6N3N2JL$XB\\
[70:X!+\JC7==V0QG7@#ZE:T!170-4M!DJ MFD1%4UAH=B/FEX+QINW9HU(9K$7UJVC<3*.)!L7\HSD7MG-,,5C!ZZHY)*U*0*"\WFT%@;#&\W!0/.7Z2EZ*& M$T9S,B:G1,VIL-!L2HX>-
?'PW10,VCM _4U&X131)*"Z%JAH:KA%;!J,\'P M=E,P0.\3ZHT,U.T4J&ARU"=06#EM2HSYP;YF/\7Q%F<&LH2ZGX+Y[DC_C V6 M4GB8JFL-!L1HT[PF+W4PRS"%@>!6/NL@<4YO(".,E2?
W9.NAYN,X(M&)5G:7'"\V/&&6%?>4ICT$YBX+D*R/.#(F'/+USIZ%Z-ZF)@H=F$&1>#/> $ MQC!)_MD*T/,#XCQN@#,8D.<'Q &>'Q05\ORX$?[*<]@<-0S&*AH,U0TB8JF ML-$J#
Q[V#T+S7>X_$F'"J"'WO$W#*:+)0M7\J&@#*\TFRVA^'M;\X]== MP9LW]R6VH!DGQRMC>T;'1L["-8YF"U7=8Z'9;!EUS\J/KRF"C,$/(VQ\$0^ M$.4]6\Y7[B(M2>'>@9^XB7?34V!4FHGTQ.R*&[G-
PW([Z@PLW&2HFPFX+VA/ MZ K4O!(536&AV:0>/; Q+-X'S\#"1/HB&)(6?'@[8 $2@L@#I 68%1 6G"C MJ+EXR@D8JL!&19NAHDE4-(6%9G<"()Y6(0_S>--,9]N..6^V&8B94*XXQ S MJT1%4UAH-
NO&5>!A5^'1%EVY;R%DU%U7FX9K%SVZQ^24J#0S%IK-GS$9^ .W M2N NNX9K$3UN?2N!DH)XJZZH624JFL)"LY]-;#P3\<#-$E^_ZBJ O0M$N%H[M7+_8D3LJIT3-J;#0; --X2'P#EH(X&D/N7?
0(IPPFI(Q.25J3H6%9E-B; WQ M\(.6 CI60"AW[VCA%-$DH+H:J&AJN$5L&HQ?(? .6@CH^8NV1!%POFA.4,]9 MC/D "BNE38@Q1T38'!E_@AT4U&'TV,F#)P1FO*,EZXEB)I7HJ(I+#2;4>., MB-
AC%L,L K9(28DWUH9M$0!)I)2ZSVV00-Q$N-]>H: H7E!&3]@BXN@+(){2 M%A&HM@@JV@P53:*B*2PTNQ,86T3\!6R1A_--PBE@24-$D*IH:;A&; M!F,ZY&'3(49:Y<"NB\)=H _GB^8$=2/NI,B'[V3
M8G3D+%SC:!)0/0!."B .V$D!1D$[*?P/S_9NNN=E8)*''INN:]>[E=5UI ML=0'Z/]?-4WWY4W_)<2'[\&^_#]02P,$% @ K(1F68"AN3$%")24 M ! !X;"]W;W)KT7VQ)'JQ?:Q
MN\\NR.N#J'_(-6,*/6W*2MZ,UDIMKR83F:_9ALKW8LLJ^,]*U!NJX&?].)'; MFM'"+-J4$QQ%T\F&\FJTN#;7[NO%M=BIDE?LOD9RM]G0^OD#*\7A9A2/7BY\
MYX]KI2],%M=;^L@>F/IC>U_#KTFGI> ;5DDN*E2SU)90-H%Q!C:(#-F?:2*+JYK<4"UE@9M M^HOQC5D-UO!*;^..#JN&_'-:IQ9VH"M@45B#X)D7)"ZK@QX."#]@M)9%8H3LJ
MU^@S[+A$8_3'PT?TR(^_HI\1K]#O:[&3M"KD]40!&]USDK=W_M#<&7ON/$>_ MB4JM)?H$"(K3]1.PHC,%OYCR 0<5/K#M>T2B=PA'.''@N7O]/78A"FUFA-W%IUE$+]+[,;?$7)%83W4I
,PIU.#@AU MU_Y=N6Q++[F!%U)VXJ=IYZ=I< ,_,E":<]K4VZI ="-JQ?\Q%UR6-^K2H^TB M.SCJDLR#2!R7R'V-=S@N4BPUPG/2"G%GW!W=E0Y0.*1Q- M8S?,K(.9!6'>UV+/#0$"_P+[%$
X2^5,D,R!,AVFAT.(^))CWF&'NVQ MKOU]V)<,_(MJS8MCL1I#7B J)7/CGUO0DBP=P+=ETKDG$.*HY[/H3?BUAU'! M92YVE3)1S*7FXD @,Z3H MDYLF6CW'M\=#A+:
(S[VXQX>#^+ZS/2UWG7>A?]J+<2?09=J%@M=LB;,?#-(Z'1CFD8H(]=O5D'9AZS4%,Z0N M]$U0FU 1.5WRTE_JXXN2]:6TG;]@+QAS>JWN.:?-B;4!XSB= MS885U"4W)S-?!;/D'0
MUVQ+>8'8DZ8@#T"; #&)K#!W2"4S#[Z>)N,P3WY3:U8'JG9LT]XXR:9#; YR MC'W[VG-C'";'+OS:JN'$9S,>P5DTQ&=+);-L[@'8$V-\AAGSO-ZQ,YMKW<<]S
M.,QSWP9MQ5&E=2*UJ6R!VG,>#G/>U]>, D[4-E>-,<3K,!Y< M'BN8@DP[USB.&IATEPSW(XS'*W1<%U!IM9-*=;KFC) X'P MDV*E#K1VED?L8#6<8"O<'&)Q%'EZ*-
RS'PZSGY4GKPXWF^P@_J=#3G2)Q7@Z M]>#N61'/WI0E*U[!?/ *V$&R>?7.67$C;J1-Z^L5G9E/ZK#/A?%/_NF8>VQP\ MAF[>JM@.L20BOI+=YGXP+A25(JCQ>J-F0S?F7,>/2:V
M$Z+;&)NO+9ZT1;"?)TG/Z23,Z>VV2'-B8&;9\^,K.4_K#I&QS^ND)W42)O43 ML&(%DZQ.C].!UWC([INH];YZBB4]HY,PHW\Y"@@8LS>Z4])'2+IH0?17[3.& M U=K/8B#37S/#%U
+FQ+ZCQ8(C:+$S(;-L\,J7B>>@PZ.FL.K?ZB*F M\KM\?G4=:W6?'M;,+-IPB.$X]K6MI.=G$N;G3Q HN4E"]I2;,1Q!=Z7INC(V M.2${67=87=Q2/L]-Y,P-
S=G!296M,MU)V&^Z/C8TY)Y]@AQ3:,QW'*SBYU3 M3#$#'^GIF83I^53I2=(L$:2L*IP4V 4]Q1JR,M<52,L>>_H+T M/$W"TVS 97P]#MF35+(S(\DG2(D6R:^?*S9U>2!5N,A]UVV\QAM#1<4PJY
MJYOZ\|)]0$ UCV4!]|(,WPHF]BT&L^'#. 0\A% TE-O$@<#[*NH MQB:2S@11$F3PMP;1I;2=&MW3>!*F\>$A@N/9!'2NBL(R,X]T_&+ZD[>=0"0. M=C^>F5J'V%))FGKZE:2G]R1,
[Y]%"05A "W]JNR@GQHE/[I;2=FGST\#CY MOPQE2;#9>+,3+J3MU E]IY&$.XW3,6;51(%Y\M)$03>^F$'L4',HHR#,/*Y) MK(?J,U]"02DG,%*J/W,T!5-^_D-#^4V)K76I9*%;$Q7]>,@ANT /Q_
M)81Z^:%OT+T9M?@?4$L#!!0 (*R$9ED1GP,*8 H !89 8 >&PO M=V]R:W-H965T&ULG5G95%?[T\GD:+^6 MVHPNS_G=)W=Y;MM0::,^.>';NI9N2-7ZE:% M+\TGA]%^+Z70M3)>6R.
<6EZ,K@Y>7\]I/D_XIU9K/W@69,G"VJ\T^*VX&$U(M(56I/) $B7]WZD95%0F"&M^2S%&_)2T_JF3/(7YKUBGN9.1R%L?;)T60X-:F_A?WB< ?,^":5HP M9;WC1JSE&QGDY;FS:^%H-J31 YO*JZ&<-
A24V^#P56-=N'RC?.YTPQZR2W'= M>DSP_GP_0#A-V<^3H.LH:/J,H%/QWII>O'6%*K87;\I7K-IIUFU],7!=ZJ M9B9QFTO(,)]/Y")FO:4SEC=[1MY'MY)&_R7)U$S<6.-MI0L9<\,4XI-37ID@
M.U>\TT:.7,M*W.*E0B(&+_Y]M?#!(97^\Y2'H@+SIQ6@\GKM&YFKBU%*>[D[M-;K\\8>#H\G9"^;->_/F+TG_X'\OP2)Y]Z_O;-5ZS/QF\G'F?CIQQ].IM/)
M67S+@X,S89T(I1+IVXVM&VDVZ>//0GLAQ:JR"_BZ48Z1QN1*+)1LPT;D<;I8 M6M2#*@3V+U2%6G;:K$3C;-'F"(TVO$)WU=Y!$VA_<#P_$\U3BYL:.&WM@[V M7INKO?
N[I?]9+)VM6=Z7\>U8O+.VX,1ZX]J5N"I0O)IRAQWXT\ =[]Y<;5UA MQ#NU<"WP$7E_;O)"%P[!\1!ATT!O08G45E$S;; 7RKB@MVP7#&VL(WFZ9F]2 MA7=9! H"I#^'\)>OQJZ!)KX++3("
MXSBCJP7L(OT#+^;D,CR6CG"FVHC*MD:M-_BD2NB=E^,)DL8ESCQW\M-BA@& M*1-"Z6R[*N&[@@*D%RT[HI$N&+@:$S_FP6YC36%9*& DET#4@&;%['F8'=,I
M+^B3@\/<5ASC^1A@D((=!B;"OW!=@:GP(_:1*Z>BUS%>*)ZK[G/@!BISJS7B MA1@0H&R\5W#C_&1Z!GW9KURRYD_T>+FHE"@WLH*^!GDEI]N])0 M5B58W#=49A<6\4&M41-
!7"N9EVB2B"ST-5J.Q3_TMU87&GA,7MDV1S1ZO"7+ M2+C,$UM3-+=&M@7[,\]RY0QY $*B*+B-U&UI-L@1*C8 MJR03<00H(+J8-]B#ROC@^,R3BK'*'/'CCCES+O^N-32U G"UW!6RFWJ.9V
MB&:G+##4 ,B&UGE.[D779VE!8;'26$I7E$D!$V&T+/Y$%48I*"2P6J*\+*VQ M0'NJBV4;6J"66BX5I5S2+YD8E8J!S2O8!53->QY$DQPH7318R)H\YJFE=X]/
MKQL:RX&JB2!3G1M4B/>$O+ZT;57LA!#?D3>D,VQY,92WFN"9_C21TPW%E))< MRA53D EXH,54(ZA&:E<857!/"H4!\M'Y@/F#6.*LDFIH.YL/$-O@@:, 1!@\ MU'T3W?]JDH>F$2# .Y62/@;-
J'L\K%6%-35S:B(3J6F5@,PHEL O?@:P4GRV M\-RQYEV7|$DY7:,0TU2Q%X=+&;SXQF+?S6;9I/38X(Y3\;!@&H3FP1:BPW(M4?(EB^*EI]G!\20NG<^RH^GI[M)=[&$>Q_Z@M=-I=C(Y?J11T7+
(V"7?8>Q8 M7+$J_\-I82*)X?99'9(1<=:<; ;3@P+(2NM -X4(OOL^SP<)Y-P&Q\ M"(;O4M30>G*E MBABY^5%V?#K?DM=..^RV1&. S=2F(IZ#!JV=Y@':+^1[/G8>]=L)VY'Q.)@/U4U-
MZOFX9LQN7LVS@R,<2SYV27^2?0?32^Z580^S]N)YK./#I+,?<,%A/*X^OQ>W M_/VJ^[Z-BB$"47%M^5)5U*E6VZ-(SRB(/= %CKC=FR6;'"$3\99X?F24:CW8 M \Y1M/LM]8LMTK^]1[3,2CUU?
KH='* HLLJAHR>;V+WQ#/78#KBSU/#?,THO M5"[KKF%3][#$KX&"R=^[U4W=CF@!J%'7[G"#E^HL:H(.DKHS]02P,$% @ K(1F M6=%\G2?F!P :2H !@ !X;"]W;W)K;5GV+#F$0OVZ(4=[.-E+N;^5RL-FR;B@]\
MQTKURQ.OMJE4E]5Z+G852[.ZT;:8$\?QY]LT+V>+V_J[3]7BEN]ED9?L4X7$ M?KM-JZ_WK.#/=S,\.W[Q.5]O(IYBOKC=I6OVP.27W:=*7[J;_8AO$NKJ!C7B7SE[%B>?D9;RR/F?^N)C=C=S=
(]8P5924Z3JWX$M65%H M)M6/ [:DL^Z>NN'IYR/[3[5X)>8Q%6S)BS_R3&[N9N$,9>PIW1?R,W _^F;6" M/,VWXH6H_Z+G%NO,T&HO)-^VC54/MGG8_$]?VD"<-"!XH %I&Y!+&]"V ;VT
M@=LV<"]MX+4-:NGS1GL=N#B5Z>*VXL^HTFC%IC_4T:];JWCEI2Z4!UFI7W/5 M3BZ6O,Q4VEF&U"?!BSQ+I;IXD.J?J@J\"I26&KE51;G1U7)@ MZ)]<"'2-OCS$Z-
T/[]$/*" 1[QN^%PHJ;N=2=5+?:KYJ.W3?=(@,=(BB7W@I M-P(EJF,9T#X>;Q^-M)^KX'01(L<(W9-1P@>V^X"H0\D)@'"%. M]&IQ-ET *,^EV)@N;)3G4=^<+6R42T@8P9-%V 4G'
W.@S*;:]JX0FM6JFFC MJ*LTS91G4E6IIY$#@]0WI-YICXGG^(2Z%522D)#O8W";a"$1I 2 $9P.#19 M1IW^;%3_9S7HTVJUJ75GJO *OM8.,#A(=63T@%+N&9AN$O=!(96R# , EAF ;
MY.)@0"U'Y>N?JC K^6%[O*KYBRGY6;]#>LI[VQC&4OPZ)7X&:.5;X$4#ATB!D@&^7YV!P*$ I3,A CTL>(C,8H9FH-7.5-#.IY MX&1F!)436Y-C%OL20E%94PR@:&3.IPF$"GQG0'GOS_&H_VP=
(K>,$RB:6ET(M?,^S\FW#?.IZIE,$8 1'+G%-X38.A]@/W0'IO3?&X^:XWH@^57Q[E*_VJZ!L MU^K M5K+ G/% W'4=:VI ,!1XD3FJ@?A7,>+P@'AO4O&K]ADN6&56NQ7?,NT
M&Z@$_AZTRGA2KSPI6SPI6S(5VWE.>K^,QQW@QU(RQ2O;M("Y*UZB.S)U@91 MTYW$ (BX@37P;)3G#Y@NW%M2/.Y).Z%MW8%* Z#R]\T'!",!J&E%H"M'!0
MN@X(%P5>,*"X]YEXW&C"PVUHIW";;;M'[+D& %GKBHVAH64Z *(!P;VQQ./. MLIY8']D3K]A1MDQ?!C;CV#9[USARJ.FH09P?1M:R N!IK.+ =,X@SK?<3PSA7.J3R!0*X:+0&\IJ[Q
)N6#-7)T]R=;BP9HFHV[S MK:OFI&SQI&S)5&SG6>G=*QEWKU_*BJ5%_A?+ZF34Y*C!!^;%MI+7H;F" M0B!,S:T[A"+6D@*C!M90TCM7,NYK!NPD'*KB.Q22MVI5_ZY2OT+B]1QHLBK4Y^!!]>
MM;<(3SOG?#"7UXM0,8P*K'B L'# QI/>,I)QRPB%(\N+O7X?]X: ^!<%Y!)4 M#*/L@(" PP8#TUI*,6\L_ZK>\++M.#VH_MV:--H'X7@JI=O5Z?[O7KRXEKV=R M%:FV?
DHKE'4$F_9PV&RSZ%/LAI%O#2\;Z04.H=BS!AC B3V?!'8$ 4X_=$)* MAP99[U;)N%O]EB >J^X;PFC;SZ$P @]>'\((< Z$$> <#V/O@[FTG:W8>=?6 D.M9$$EV1 MCMM_OZ"L"
)P!1+.M=L76[(OSH5P !+G * N[IKMI_:ZKKOD]_5JT[XZN^ZZ MFY?GY^W\NEY7[8OFIM[H_UPUVW75Z;?;C^?MS;:N%KM"Z]5YEJ;B?%TM-V>7 M%[N_O=U>7C2WW6JYJ=]ND_9VO:ZV?
[RN5\W=JS-R]N4/[Y8?K[O^#^>?%S?5 MQ_I]W?UZ\W:KWYT?4!;+=;UIE\TFV=97K\Y^')"]53OL"NXA_+^"N]NAUTG^4
M#TWSJ7_S9O'}+.UK5*_J>==#5/K7YWI:KU8]DJ[';WO0LT/.ON#QZR_H:O?A MJ8?Y4+7UM%G]9[GHKE^=%6?)HKZJ;E?=N^;NIWK_@7B/-V]6[>YG/3<^2 M^6W;->M]85V#]7)S_[OZ?
=\01P4(/5$@VQ?(QA:@^P+4*9#E)PJP?0'F%*"G M"O!] >YF./6AQ;Z V+7]?6/M6GI6==7EQ;:Y2[9]M$;K7^SHVI76#;S<]#WK M?;?5_UWJZ#7*NN3]T@.S0 ;(=*CN!^KK^N-
QLEIN/>H"NJLV\3IYI]MKK M:ENWSY.JTZGF+Q)*OD^R-,L@,H/X_97Q97M3S>M79[H%VGK[N3Z[_X;(M(? M((KOP?@.K+\]?K[D(A,IS].+\\ ';&)FE9A@"@G,8I,>V*21;(YA\!Y3'#4Z M*5A9VBT^!:
(<3OP(3@3)'"#IATTHS>T@!02Q,L]*=HBS&H@=&HCM"M(3#?1F M,]'QYNVO=V-"GU3F]_?+MJ>^;X+S)O-9C_=N5MVUXF^;NL_MS_4]L+]DU_=='XD8/JN,+)-01@E6([13&UQ(2P MO'2N3--
@@MC6QP23F&!JL#6L]B\/[5\&V]>/,PM\'7"*C]*O0>Y.X8+98LG M!),C:J^0$EI,D-0(Y33(A=PL BKIYVI[F&-34/(&T6.G!7LT6R<5!BHBDL-)O1(^N#Q# ZBD7BS\=*Y@ZS?51(*@% G)3,A9)
W(01Y^:OH"A. MLK3@V6'&'> /+8]$$X0W?%'&P2H>24JFL)"LTDU)@%Y#)=@#WK<])!-0{9] M @)- J _

8R77^/E 0LO8;X0,'_#>P;* W)#H$?43O$,&@E M4(\=Z7007(@?T!0L32$% MB/(DIR0M#OJ3.T'>.\/'HJ(8%2D*N&,0M"XUR] ML.1,21(2P[<(JX1%B@EZ(REA.HCJ+HOA5$-
Y5\0*;A6Y* -GK ($H%X'MFL@ M!*?U7(TB39_XZ SU)N(9+4"&Y2,&CGT"?))0BB9C 2@"3;+1S'8&3IW9J0N\ MA#"+:5Z8>9KE$/?O21".N87^XI8P)93^X[HJ^!8"
3F)W5+#B]Y(X6;,MKQHI"K!Z4!$ MIR0J:L-$['8-6N-RITE3X((2,^TMNG9X6/+&]<#'*N?"5R%U5XKKCXM2OE8M MUS L)![CJ :(:"FNT/7!3]N%&%6=5DHMI-
G+10(%)R"1OSIB=3BNEE1N@6-@ M,\R^2 2CKL9DUG&&W!"):9X#YIA*6J@?PVX2UGMP%Z.I*6]H*62"#^F^HB>\ M$^$Q*I2+/0I N!9=1O]\";2;:_V:KTIU8@*"(-
<"\\5D5@YY3G$,N(#Z 7» M)KF8J*?!(*QSS?]#](_$PHH\YD%0;NE (/M8?>'%O79!4P\" 4\",X!M(SU@ MP(?NXG.-H!?OC(H3JAQG=PHZ9;T(9/"D-B.Q95EE3EGD$(]8YWJ*"(#- ^,#
MUD W2,JPW9'2@93]N+PV/"W6 M*SFIC@B/?XZ("#;'.DR;K.H:S@T+E%R?PXVUINJS(*AC7,?*RKLY7C00<$UH M%YB>[U&UYCO"U!YE$K)EO5/OG!*01[::R4]
([(T!HHME(<(#34)>BJJ:$+5' M9723MYBR(W-EQC?Q7:1+IAC#.\6K#TXBU+*&WIZT%P,&<<<7K11F M*'N'Z.>:"WD]C68VE(9^(8D.6$TK-3PN5-]-E&HR:2C!2GZ],J26/"5 !!92
MZ5=HA3

^$$?XISK$*'=M'E7R0$2QUA9*S5+K#F5M$&<) M=T)4:K II6@'F/ D;2 M!#/_9)U 22VL1"@):M6%JF-!LJW!CC*SFGI7[>D94E)2N&RK7>@/B7+C<^2
M!A@G;B*!UC1ND[9Z?"&]>RA92XI<69/E)K/L[73$F9L1Q'154(M_%JL^._DM!BSD6T] LJBJ0B<%AZE6JWO>6#U-E6F'=9C0L--**0$!QU@]FX. MFW?T8U=L@;!?
H49WRWW/IG"V$A#Y8>E>PPF),R;Z>!&R/CZ1A;(S2A M&>*WG@8OTO)YO@5X=);92P.EV];SNB4')-]?A%E9"|"SN=*HF3?#40Z0:V$ M"IV7J:?$="E!SH4@[_G =1OQ>&
<6ZPH\1RTHJFT9'K:O(DC]7]$WX<:).:68 MNY+\S"K411")*.J<(M37HKRZ*,1(GN*S#C?& $K^;/R?"2D=.X5L MSXZSUP8L;8+0$L;6S-\ W/;%DUX<
RQ$(;%T",*Y,4EY&1UXGKVSF#;26EO M)1&%B?+/]"Q&BJC/X-'MK7 J!N"I^#0>YKVYVX%^*C^5W1/>/@FQPLV&/4"Z,I/ ZH MN:V-DU+<)IB&SN@%^=6%E3$6 L\17@+1(Y?6Y*
(T@8P.7$9EO (BVXH:;KSO MD"+4^@I\3;F53\Q_ *B$3B@7Y@)-LI#'RVH)DLIOWK+:9*4/'%A0Q%)Q=U] MR"AJVGI,]R] @,ID/Q =UB,"(3G2&06HS+#B.8 672*A48Y0.U8X[WO:?+?
5'$VR#=URS= M%%J-NGQ&:L"WFX[[G[LP>K01/J--X\L(R=,N:66JL\5[^F#[65/C2>A\#+(M1 \2=C'JT+?MX'<)V:P;P>\#H?$N'/MX39$7MDR6YZ9U3EQ[8T3VP)'NNW;$
M@!@Z,87O@T[BT"@NT]]-K<;'^7S5@2KYV=D*(!D_QS%11NSTZTX3;F.RI" MD3:GTL(!+?>8&Z#=D*+K^ "A/>;&IP-^D7_ W"Y8:CT$-[^P PUU'I-KL\R2A%WHJ/*RA!:>R=U\=1
M5P+GZ[!459?UBC*N$*.4V-Q^G9'8A^3#7D0//0#M;1MFP0(B!TT) 51-L& " MJ#-')<627ZD4J#EQL$&5N[H$?Y&:(LI #&X%8()"&XK<'R,)IY80TTG53U2&C'1"Q,["IP1=FC&_-7-M^?
>H><$/. MA?8I\]J:T04%Z>JJ,IQMKYQ6&S\S6/*T]]-].#,%FP.&'BMU,/Q1#FJ2H F;[O57W[(B<+T/-<]!QBTM+MXSI2>K^"%J#,4&8 [# M?!9+MH4 -?1@?
Q&FF"Y<"W9#'W!9^Y0#.V]4I$#VZ.565O1PR=&+Z[A/6/VF M^'5 9T-YGHGHYT3(9=Q\,@SROD2L87'QWD@0 ZF\ MZ^)E>."7AL1WXJ"29+++H"6Y\ _;817UGZ$+$=28UR<8%P%%]G
M&[F&SF.:&$W>I1^XB@J\@%'R7(-6Z5;25[BTC[GPN* '28_IOK5OS8YY(_)@ MX-.Z5-+X]/9P55N%/"\5=24FD=3*+:5LE31+Z7D#]3"ON0V-D$\$WQC "652 M^(3D0P$JQ\CBVD/
1<@(,]T'7L:PKE#/2^UEU+M%O$XH7$O_F]PCD<^Y;IQ3 M#LZ L/&-.L+84;TDVZ&7.3[_#'<[B0\W0LRC_V>G"+N/"]9T] J1>^K1@PR M.3*U8-5DZ4HP*STK;L>_1UV>GBN M
#"?;0P6G=!*SA/Y9%61W4Y*]$*#-*LD=@EDT&[; TXPIOW@'9.M04>Y?2W MEJB2M-JXLK7@1!^HA#EF=+?$2?B^5!ZC@NZ("?I*+"0%_'C'FALT.;Q/8\&0
M/MJ_)PN7QZUOQQP*%TX<,FM:7II)[FI/(.Y&-.6_(&LC)W+?8J2^_-/WRB>NZ$P;<[-+E/WC)"7$H@]ZXK^ M=M@B5<198\#3$W^;GN7F].2(LL=Y55G, ,N
B$Y[3I)K%M/5[^G.NX]T!PM] M?;Z#&=W,]!'E (53/H-DW@:I6"I-@$^)SN8$\>IMFBZ(]KA3K8PK%XO 4TK" MR!G1NC]H $K(AW2J*"#4*MZ026U.*VUL;.CNX$14Q96H=QP"^H
M$5]CM]H['[!3\]K GZ._Z0K$EWSK]Q/@[M#I3;XKX!I<""'8B%Y*%..;=TS^&W4&;K;#8C@4<$A,^5%]VC$K'.8"EF>@B)IC]Q0?9 M2$%Q$[
,,B*4D_471;RZ5JTBC8RTJ3#+G4"FQZ0NY)[:UMJ ML/3=HQH\2T$=HB))TFW-UZL^^*.X7@Y9EK\?EC!"[TV!N]; MT-6%$"SH+
(_2R=NX7O*DT@G(@0[>Y'84MPX)6%T:T&O@_C[(]10A9,%UG59 M1"VR6'["%E+E D^B%8$F-W2E1RH>(@'"6LOL"*[J^C>C#I$I9WN"Z'M.IPJ) M)?*?IY6.LP\\T
'^)6]G.!TD>$%.9S^PWZA1N5;+@&IDMKC[$9L^3'O+;2G. M]TQ)L2#I 9])\Y0DL*1W@P;F.%6/41P_.8& 4WI^]@P8CJYD="89 7QE!!^- M^O'#.G*\=:/W%!8U)85EC,J,>C-
NS9'K3,-9^)S]#8J43/%]=GCZ0/,2NS2S M(0ZMGGJ6'9X-'HWNPR0V/Q@)6@G>/'\09<-(LT7]9M2S]=/- [.7N>43_B MWOM2Z>;R0>
(SQ"Z$1&7[._THLPY,>%POH=;6G%3IM^BLL[T>HA[93T1145X MVJF'Y1@8T?DCZBO2/!E!S8R$NU:SCCS%0[B(#UQ&Z0%5!D/WTK$A@=RH4K4 MLHV^ZC,Y7^%UZJ +
B^:2\&7M?DD]UU?[WG>^_5X#I$&T.^)D+Y*-_ 0 M@XA48P41"K7:8=II2 Q^(1"P'8#!@L[5;D_._0!>[906-G+]HQ%/=ARU@6H M=,>9"-JN\>6 M=GB7W=_-
D28KBL"%:8ZZ76,T7Z(}-/\"CY*+6*#KVXJK"$TG9-0.^#0#K_TW M1;[)U[;LV_(AA61]HDD'C@T^V M$0RA>A#5>._4)U*W']7LY(O.::\617MRS&2U236IZ^)%V,"U<;G 7^?G])U^
M=)?"T10EE2)K3I"PP\'C!S0!YL)J6I*F"X64W6I0*4F01_'"B,;S*BBWL" MJ,IX;*D&0&M'-D@E6<(J7-[PKC::^6.:@]EB@0#[=Z>*%]Y8H H<6!.^"V-D MI+H_[G:(V_6-LL,E7J]:L?-.L
M0C65ABQ&3^O9K+\=Y=D8/=/QA>?<1A99&O:LKLA7YC!@$PVM*&;EK%+X_[',1&!FH H]5TC8&9 M0B!V:?PAX3_EYHY4UPXF5IJ6&DY#=2"^2JLT9=BEIZ,UT]
=>.I.^@&#+>F>D0A30F[^KYBQDYTIE>* MF'>"F/=\;'^N*<;>ATV^V'K"51-.O7C.HZ.TZ*6 X2^XFDQMNTNR*%UK=9(?
V&)A'=W8/)!$PT,V<:"N,V4AA/&PT[>Q*Q2O'6W7QD!3N'_^% MLBCI&:-T5]#=?L09C090F8NF7G!5D\70;!>/+H?)?;%TN@= MYJ<0UX[$CN<*::RD-X-B0T6K:-4K].\,#L
(#25>^M7GZ4/WC*)E(V\111*4 M,W+1;2OR$AMGQ2'1UG=V-WF#I"7%\WMT"50R0:,EAMP1X9.T<6$V8>(,'5PU M?_09Y73 R0M\[$&
(KEYS50$OGO#)HAIR2HDD9$W/F%9M6^GZ*K394:P'SWXP MO_7 @\A"'/AXX"+VEY7#:.52[OA[WBD,MG>T.L]QN-78O,:3.!F?,O A5BE' M+T6;_NBUZ7O5MQ-ZA96BP\&HW-
PUL%6Y5Y6^C7FY3CJ,GY8H%OH4>M M,APK!99ET=J&!R']AIW:>CG,4YHS8<(R*AQ%F"V0N%[Y]*R08<9LW*'3.LUS M@RE]3++X\1'#F1D^4N*94)@-&%6E65K] *;
(/_+8<]D*Y+M*%39)GY>8*$V2 MY($$)\/Z+D*]U^NY%C;S3TR4MF2A=6.*E.P23I7-NQY^8H(VS6H4(R<3X,0&D M)/:MC4-"8Y^T",@CWALXG9Y"MD@)%!Q*KA!5V!Q?
08!9DEA$8UWV80)>&"$B MDHZXW*33ZH?C'28&CUG?PL;'P[D5]XTJD-QJO EA#&F[&9+:F @YL/\RP=Q
M(\/;^SW@+X<3>SSJ,3J&*1O/)+X$S<.AVMX4WY2K&=9YOY:;91_:7W$W=9(X M3HM8\NM"M2^C=L;-+M^=GL_.SD_I^>].3VK.,[X%2JR!=)^5F(N[?&&-
ZQL&#HXP9I_WG5#3]'0&L8.7Q[-$YCWO][NQJ M]NCL<8J4&"?@CV$/W#Q02YML9I%C+'G%*/$ S//=HQDX@;+-Q>SR].(^N$<3 M%*T#O+'")$I53FD#'"$^:;TZ'ZH#E
M\&4KKVH:1*O]/M<3#E[]!&K;/CG>?JX25V7D>DO>^AZ7-.C18A25U$+C/XX' MVD9Y*ZEF A\?X265F(3A/C>-;8L@3ZR3X86/!EK*^'#FJY7[[G6+H[@W \H MFVPSE>W9N=1R_L
7W%O4&Y>P2S/QY?W<>=N,4 '1DM9:;^9]'O M^4((P-S+XJ?+\<-;WA54;ZI9]]$0+H@QYUN'HJ2&($-SXCI:3EM^$'A)H/E2 M(/<$4\P8C9&CZ$3NU<0S_9!SA@/D8J]2Q]4):"
\\#+N[.>I1L-#9S+G3RZR MI=?R9#+HC 70\K<--#FV:\F48#W5 &PLBRQRZC_[2X29,+#?'CV'NH]L^@H1D;JHB)&7^+5XN02NPG*2^ M1V_4D#TLE'5ZGZ8"?
-4N5)>6$7M\4R2T=PPBWDKZ#BSB8[&.IV"T3E)%_NT. MEJ@!N9Z%F\]S'L,G&S]^_$2WO;I,K0?=(,(L7J$)MGW+>\ /2UT^XJ6>7%X.3_"YI*C'+P!7B[L
MJ.SD/6A.BV+'LW7L0S&K\:V9^()AF,LBMM0Z'VAK_WX>]PW8#*FYM^FK#V9 M]V#1'M0>?7(BU?A]6;ACP6>$R.#Z;!P/E90[9^(@V"J^^E=))<:H O9)DE%+ ME&9-
7&31XG:Z]8ZE!W%U-W2\^&>6+],D7[_#DT>C[,>(O*M!"4[K4;(_QVW\[?I3<"U^,@%P- MK]]^A94,?:;IA2TK;FDJ'0V^EV;K)3:N($=K(W;N;\T*L_]!LCCNS?D&#)GT MRY,;Y_B]C-
HHHY-TV1GPH"ZIV5>'VH(>6^/7Z EQ VPAD>R_PT@907D%>S*/ M=/^]3/MV_[",_6L=T82;ON^E6+T+3DSZ1JB,<6^AED2M4G%
MT=W)D<3X@^T#Z3B,K:"FZS"TXF?^+ILG4Y-)1I&EG!Q^Q!^>[,SV:'Z7FS9(J3)1\7<#7YY41?/^4$ MQ1'>N.-[OABK-.\7[SGIEWU)9"/?+I*;_-";]V3[4O$P-TPGO3H',8M7"_9 M
['QV&/ *8#3C*=<$)WYZC0M)>P*U-R2G3:+,N7JBFSA=3P'M9-16;]NQW[M!G\$",^O+IZ>7LW.3DZ0.AL+GD^'EM3?=(/'=)=$O55:"(O+&K+@Q>P4UA.[M?'[BYT
;_OZ&B<$U0_C9D_(=$C)V+;Y^I[#/KACTO_8 ->@+\!\3***/KOQ' MYWI@_>@1;[GOX\?$V#*UC:Z%^F],8L=:SJ/R0)XHX_E$]\KI;>\?7-
0\M7+%/I"3(F6!1_&^SLR1CEZBD8!]%]V^EE22BB/G@&'/85T&5):*D,[-6+SR*US M_D+C]+ZDQ]5@'!*880D6 N"H@0DGJ'P]2WDWZH?7U]J^R0(87_FZ@R9+N^S0 M%S\\O7S
Y!"%STK45@Y^8*K7'>?B7/9@]N=XY=%M1#Q;/5[FN3[NQ"S9,$. M+Q_PK50N+R?",J@Y[P&7SS?D>SN1XORRQ1OC.[5Y#HMK5YBB!U6.0LGW]N2K
M[>BFG%Z#B:TCU7:W]80E9%1YLX,60E4PW]0>W,'V4\C'CK8$#X1PO^"3L"!/ M^O<=!?R]<%^Q/'_':"]^([RCM/I$U?*Y"*84S# ?)ZPZ?-M*&$ W-OXBR+/ M*.,SCB%$-
(T,T6*7*/G^6B(R,:!WK_2YP6PX])P&IF8DL_]?C$VLT/-$;=/@ M5M7Q8R4^TLU$;5'0/H?W[&'WXME#Z^!_"BOK;?P?ZH?O\Z[_4S#4K\\J4 MI6/!?
GYP>A#]%=7&\X/KT^^OSPX>PIOA\1?/FGQE?LS;%5XG+&PO=V]R-H965T&UL MO5=M;]LV$/XK!V\K$D"S)5EY;1*@21ML0-L%S=9]&/:!!DLX65XI422J.]^MW
M1\F*G#HI.@P#@H@F[X[//?="\FQE["=7(7JXKY5VYY/*^^9T-G-%A;5P4].@ MII6%L;7P]-,N9ZZQ*,J@5*M9&L>'LUI(/;DX"W,W]N+,M%Y)C3<67%O7PJXO
M49G5^229;"8^R&7E>6)V<=:()=ZB_ZVYL?1K=E@I98W:2:/!XN))\BHYO5/WRH2@EKK[BON>AY'"#H/]N9?]_2U=(4R
M[*R#/U[ESEM*CC]W^=R9S':;Y((Y=8TH\'Q"%>'0WN'DXL5WR6'\\AG V0 X M>\[ZMX3F64.[83YA'5XYA_01NH2W4N1222^)IEZF!.%AI,IU!1^P:*V5>@F7
MPDD'OU8(5Z9NA%Y#W>EU!BTVQI+Q JVG?@$+J84NI% @-06A[1 (_AM J!$(MVGO!>]\][&V'O7/>>QHV'PLMP%?D\]8.J[%+(RBGN1.R6>6HX3S6.=HAZP; M>_H6[U!!TG_3_CO?
(NF**H"@T!Y@S5HHOP:3*[D4H0$U8BURA> -O+DSJG5P M;5HJ%NO@>\.HC@]H<&+[X[3)'VY->H7.YBOL>A1)@'E_']&.8^?04F+X^B7 ML@1M/%"!:;<@S#S9!]?8K=6CHP3[2I
A1[]"U*#8.P=E&]8HSJ I]:'N&A%R M(]H55=J9>9MN0T6/EAHL0?&(A@B*?TL;'QHE.[()AM1-2P2TCE$+(LD5).M) MJ!"N@@4G)?'A*U-V&)U<:KF0A:"]6VUR+N&P6[#$A+9UPS
8._%'@F,=M8:B M$@3]L6=2%ZHM$?;D/C36_$4G)0>@9C2A^+RL&2,QH.E^8 F_;G&+,D(A0$@P4VA(E"U$ M0FO]X@.D?FNJ^2?KEU6_]) M*#-*=DSE0M&)0#G"%YJ^F8%
/"078)U>.2ZEU*"QB M@K*.A[M]<-]4V:<$QB)NW7(>I=Q[;CY;ZR$)0X]^&%T/8*(16L[G4$+<2+/H M,#[DP5$4'R?COIL=1O,DAIL^]6$OC>+X8!_VDB@[.J'O0728I/3-2.%X'ZZZ
MNN>S=&AR+PEB&1-TNZ>$0@)IS+(VR]!B2Z#A.@,44L.)\O12_?$-8'S1CKJ/%;23?93#C&V)FPT=$9TR5&_CLZIK2@0#14W?>R#BWVBV++L1"M&TXNJACK.ZBD
M0+W;!ZY<2P4\8G0*NRZML]';HD:[#"\H9I] =L^,879XI+WJWB8/XMT+[YVP ME.Z."%V0:CP].IB [5Y-W0]OFO!2R8VG=T\85O301,L"M4YPQF]^\ ;#T_7B M'U!+ P04 "
"LA&999_]GI/<$ "E# &0 'AL+W=O\GRV5?J+J1$MW#2R->>3VMK- MZ71JRAH;;D[4!EOZLE*ZX99>]7IJ-AIYY94:.8V"()LV7+23^9G?>ZOG9ZJS M4K3X5H/IFH;KVPN4:GL^"2?
CQCNQKJW;F,[/-GR-[]'^L7FKZ6VZLU*)!ELC M5 L:>37AZD3AY+_!1X-;LK<%ELE3JBWMY79U/ A<02BRML\#I<8V7**4S M1&'\,]B<[%PZQ?WU:/V5SYUR67*#ETI^$16MSR?
%!"I<\4[:=VK["P[YI,Y> MJ:3Q_V';RZ;Q!,K.6-4,RA1!(]K^R6^&.NPI%,$C"M&@$/FX>T<^RBMN^?Q, MJRUH)TW6W,*GZK4I.-$Z4-Y;35\%Z=GYSTI56R$E\+:"UZWE[5HL)<+"&+3F
M;&K)AY.](B]&;Q1K:T-O&PKK.[K3RFV78#1&.!%]*3!][@Y@3A@ M$ 51\H2]>)=P[.W%WY4P7 E32F4ZC?#78FFLIK;Y^Z$R]%Z2A[TX*IV:#2_Q M?$)
<,:BO<3)__BS,@A=/Y)#LLOX=H/T7>_"A1K#<;2P=B<'4:FO TN[6 M-SU6Q_P:-7$8I%@A Z7%6K1<0JF,9<2\LFLZR4D0>*.T%5]Y3TERU]+!XT@+ MUUQVY.&6NONSTB#NPN
N#"@E/<5*E%[W%#Z-OA>#[U_)-QS^B5R;(_A]#.&2 M0H#%7@2+_0A^(\,7SOM'[_T*5Z(5%H\E'175-S'X]K!:+#NOK%T AAH3#B + M6)I&M#@,,Y;/PB-:)C'+LQ
N^498+L57LFC4RFXY-5<$8<3B60Z',Y;F)!ZQ M(LKVB][9+Y ><1FR0P.HXS%670$2<;2(B?IZNF 88?L3Q"%+ H*>/ZLB,+H MQ?CZ05%H)
QJ!40UB\T2]8YOE,0L86&:N\1&YY1L3BFF_U\$$I8&@4<@8P'M /8+ C!5! H<%RY/L"$(2+1X%(&l:QFE$-8A8YX21G81C\: "NL!SJ'_KZQZ[^ M(4NSQ-
=_\$VI%BP."S+Y3;1T>]B:HAC# A>6@9KX26SS'RQJND<\G?=9>^)I MOE*2&"[:]4#XX1KOV8[&BL8CNJL.R'OD1EO:% P2#=UC0)5#Z!7HZP>[S9; M_=/??0TDZ-8*2&'VI&W,T-G[
2%&3$A644=!!SL M5AU[3#:HA:I(R[>04Z,;U)'T6/H4T-;J.KE768VETI6/SS'AVYYYL,LHAX,B M&$KEJ!O_2!AB C@=ET&0_A@@'#>I52NDD: 4=U?@O03ISSFB.[.OCRMDJ<@5
M95VYE5%25!Y08^E! W(/*6&GO0GCC3IUC;4;GXG[--*8DXZ-B@7OL! MV9!VUJI^BMSM[F;P13]ZWHGW _P;KNG -R!Q1:K!29Y.^@-Z?+%PJZ7I1;(T
MUOIE3;\C4#L!^KY2RHXOSL'NE\G\7U!+ P04 " "LA&99C 8W8YX" #< M!0 &0 'AL+W=O'G3FSB)*W2JX2/T-P0&HC[!MV8'E@LPA,F2^'R9,.37,C>H[4_Q^U+*'6-
VF=$URM0TK(!Y8#O! M@'Z&8/'A73*,/U[1F_5ZLVOL_U62JPR7];VF)2<'G!R%LKUFT+K49DIL&1#J M'+2OQ1T4QTW2%<8MM.?0\ RR!4?A'Y4(SG(N.'++^YXD-$QIXHPDC.D+K&$'
MK83PE=$@F+L[!PD;CH8D<3B)1PZ;G4&T.C#A:5O[OVF"%9![* ^H]E8RH@ [M,I LMQHZBX;#P=BO(_+-1FL["5XE/@J3 26#<#B)K4::A9-LX@P:CA-*+I4T
M.NNX&O36SQ7W@JW$KOEZ;S^ZEEW'OH1W<^>Z2V7A@C86&A\,QH$1'>SI-N@ M:GS_Y@KN-/!F9<&PO=V]R:W-H965TI$"KIJYM4T"-,T66Z!%@Z:]]\-B/] 2;7,KB;HD%
[&+K2*IGRHCP;3D:CLV$N=<&[ON2Q.WM]:2]?Z4+=6>&J/)=V?:,RL[KJ MC7OUP%>]6'H:&%Y?EG*A[I7_7MY9/ T;*:G.5>&T*815\ZO>N_&;FQ.:SQ/^ MT&KE6K\%:3(SY@<]?
$RO>B,"I#*5>)(@\>=!O5=91H(XZ\HL]=L2OO;OVOI M'UAWZ#*33KTWV9\Z]7UJR$I=F01C]855X- M<+H@I]Q[B[<:Z_SU-V5S\31Z#"):V_"VLF>M:_%9U/XI1/_*%*5 M;J\?
D<#9E*#N9D<%'BORH&8COIB,IJ<') W;92;LKSI'GFW:N;%K79)9EQE ME?C7NYGS%D3X=Y>R0=9)MRP*CC>NE(FZZH']3MD'U;O^_;?QV\CM :0G#=*3 M0]*?<.7LE@+
M57AE52ITX8V0(L,R(1=6*82D!TO]LQIRR+,X_.WL%C)R0J34BM7(C6K@N>Y(+RMQ^F(]:@*K[,- MTNF8H4[[0F)^*74J:/L&U%S5JT>T2\N%9*U.KJQTEL%)GD+(1#CZT2]?K96T
M9*;/U]ONM1"]^+;4]ED3#<1WN,5V+>@FD$P?8!;UC*&Z::4+YV66D7#W M1ASKE^)H$@@2I3(]2,/:LFS88[UGYB:J F>FP;"[BK-#5.! :761Z%)F<-
E"%^N2%D/9NI[@^D+)9$DZL',-2" 4IF6T:#P<3R"XCCZ48JA8 MI+I8M+:*B^*<3K_/38::3C(RWBKJ%;;!S&3&#CR5)C+O, _%0^[5 N5/=MK6JS&02C:N9@L!A,=]Q!6<_ M7
0)+\.//E:YU00M+;)Y V0PJH2,876*>@ M?D!\T 4T(VVWY-Y_^; 1ZY?65(LE_+1C(,Z)!VPR 'SM->B[[N\WG$P26X4@ M#, E_HD2%(4?JYSUV)"'Q$RCG[\/[@?B%BQ
F+,EPMQC5\W^@ZZ*0Z_]8IX9 M8PGP>#!Z\5*46>7$Q>#TQ6:S@;A1"UVP=A13FY1Q /HO("?[=H'=C/\,UF^M M=)$#+?>2) AU%I$H8/@81PC(PGB1*8>P72(FCR:
<=/K"K&!Z,'V;18P[#+YC M61S5M:]WCH&DP59:*I7Q0#2DC][$&.)_]TVF>_45* M9LYT(BX;*?0SUT"X!?E)7G31R2B?.1I\7691UA1T$7H.&Z1]VQN>T]"OY$84 MBK94*
:I[$R<<#SI>6?8[X MI-A.=RJ729"5K8H%!L)195+7SR^]<'3)*NX0A*[H8XF*J2D!+ CH!=JN[-! MS%@P2-O0@>@\5ZG&PE"CVUW*T_J\$R.=];F/OH[95T=0L+XL0<1$SA!Y[2"D
M3N\)P]V!EHX,YF*Q JF1(PE"*"4!U+RS/97.*7](, +8HWK%HRL10,[A9]A4 M/P2@I(S5?!C';'A"4FB'-WQ^@0#J@I3@AWH825\G M:DM6P-FMY1Z<& 9!R?^U7)FFFL!
(2]ICKJ+5!;^F1?OC_Q[=F!H-0-DOFM MR3BHG.2+#U+.MK8@]A:F>$6%+M>>P@6YC0.9\:!I3ZI\9D-#5AR@09\;(FI; M&BHT,TDKRQMP+ <-_9[>9,:+J -?
1J3!=/6H5R7]M%DNY%=(Z 2J2C8@?; M(RQ2TJA^8RGD*[1K&,.AA?H/..H=EY1[5?IX=HI7#]NA3@=%AI0C]M@JH0\$ M./+,!BL$^I]-I=LG$*6/4WE*&+,3JQO*+KI:B' +-M?
9W&68'8DK* &")AGFZCDU9G-K\MHL='=" MNSSO[^QTL5W>I:\[E4)!< MDG*R-)E.V00U,_F&-]86\@K5Z [^\=&&$A8:!6L>=1Y:DO'I8'+^(O1OT\%K
MG'+FQK:\1R^V;;R=,/JD1*>AGC/A;F/-DW?,D8=&#S6>8?'-1J12H1X],#X0 M4)= "ETYQ7ZOOJ!P;W#*;E[2WF?B2)R,^V=GY_1T+BZF_>ET*KX93W-H_?SUY23<)\:A.:W
05*&W/+3V"'N.^Y/1A>BZ/!ZV M[O-S91?\U8)Z*X@+5_O-:/-AY%WX'K"9'KZJ?)86YVTP4,VQ=#0X/^T)&[Y4 MA =O2OXZ,#,>#1O_7"KT]I8FX/W<&%\'I ;-YZ+K_P%02P,$% @ K(1F
M64P*!@ CQ !D !X;"]W;W)K&ULM5A; M;]LV%/XK!VY7M(!CZV([3IH$2+H%6[$V1:\/PQYHB;;)2J)*4G&R7[_OD))C
MNW;:/0PH8HGB^<[].V3/5MI\M4LI'=V5167/>TOGZM/AT&9+60H[T+6L\&6N M32D<7LUB:&LC1>Z%RF*81-%D6 I5]2[._-H[H2KXS9)NR%.;^2A9Z M==Z+>]W">
[58.EX87IS58B$_2/>I?F?P-ERCY*J4E56Z(B/GY[W+^/1JQ/O] MAL]*KNS&,[$G,ZV_\LL?^7DO8H-D(3/'" (_M_*5+ H&@AG?6LS>6B4+;CYW MZ?
>=_@R$U:^TL47E;OE>6_:HUS.15.X]WKUNVS]&3->I@OK_]Q[(VQ.6NL MTV4K# M*585?<=?&84-@&AT02%]!Q-L=%'DK?Q5.7)P9O2+#NX'&#]Y5+PWC M5,5)^>
,OBK(N8N;6AKA5+6@/R6P9FU2TIETE3P*^$'6 TJC/B51,GH$+UV[F']\] !><(S^NIQ99U % M?^_S,4"],JD-P9YS:6F3RO(?2M]+/(NRW M;Q>6;BIZ(^XI'G-
HXY,^N:6D5[JL175/LG+2R)Q4Y30)FJ-7CNZE,%3IZB@3 M528+,2DZ35JP:CTG$&>)9DF2?32ZZ'+A9$2?>O\:OSR19]62Y4M:24L6? , M%,B[6AE)KT75@
HHC7VV81AHAI2SE&E3:RB2M 35?,,NF&=A';V5*WQQ="5% MMNS3*U$H"%5*#(*?5(M[ULZ;,^-7>"=Y9\ #UW)FO-+8MW/.:X+_P90"/%,Y MDC83A?"LD16BL7) 'S="M80?D-
"UW^&]<;+*?3AA94EZ[I]#@-@CQL]SQ?NA M8Q)1Z5MF,S"5=E">Z46E_H%16*GA,T-Q.-[??,(2@L>:\Q:Y4&*F"J!*.^#D MOFZ*>TJ.?2C31[++'ZZ5L8XN$:B<@T7M\DX&M[(;1-
H=G6"7XQ\D+@1P+P*G MJ6ARU*=H_?+AM&ULMTLDC<"/;HFM;@D;CWP<0]+$#$H)("I4Z=P':B/J>CY7 MF23?)H?")>=SZ<<$Y>Q!F\>]9F_'=S-
S#RI_E#4N9T81I6XJG^NGH_YX"GS M+IL%Z)]"9XSZ&Q65Z1(69,%9;R@'WP/M=_=_LC7M1U'B;;W)G)Y0_%DT]J# M?D?.09;Q$6T9W!DDP:CL(V/2(TB >SM2=$5?*PV('? M:%&-
=4.<75VJC.:8T!JRM@$QBH Q5PA6QD%495VHS%.S94P!\V#^-@]KXU/T ML- 1"X+5><,VJ4,N?^]AZWH7K3QXC$:L=>4S!UMV)R-F'&@,U<,U:5%^!4[M]A22J*:M0Q,:H@9W<0?
QN>4Y#WCJ@L:# ME":#/5+;)IP,)O0+7!Q$^+G9'PH+!\WWS88[!0Y@BSXM4#D&E1,F#5<5GS!] MAZ\1.MK,LM >K(29C+_FOE=TH7?]M:U$VRSG+C0&9_%C5SR8 1\H2W/_!VS
M#7M\I.='#9?= YD;G-U80=:8,"JQAF-=][I;")NLSYGR1\K*/03@9YR9X015 M,??RU3EN9!O%G*^ EO@MLD;!P;C.XXJF_*!$QO A^FV:^>:EFU@RYV3*E<% M4^K^TCI%
_$Q+YP+WZ\K"B[ZRN,&FOI#*:K^./:E.*&D'Z=^]1B/29SPXY0? M3R+V$,0QAUHLC"8:!8= &)K0H1Y5F+N/T_ZD]'H M!;T+,6IGRQZ:V>M=+P!GR?:^VZ%U:P M_C^(BW\!4$L#!!0 (

R$9EGBH0/^[@T "DI 9 >&PO=V]R:W-H M965T[]X=G3DLKDJI>N;A:KPR]384GI\M;,CM[!*YKRI+(Y&@\'I42EU M=7#Q@I]=VXL7IO:%KM2U%:XN2VGO7ZG"K%X># _2@\]Z-O?TX.CBQ4+.U(WR MORZN+;X=-51R7:K*:5,)JZ8O#RZ'SUZ-:3TO^(=6*]?Y+$B2B3&W].5=_O)@ M0 RI0F6>$C\6ZK7JBB($-CX%FD>-$?2QN[G1/TGEAVR3*13KTWQF\[]_.7!M^8'(U536A?]L5C^K*,\)TEKL)_>1?UT-EP M/MBS810WC)CO26]O'AAS4I86@UJ](%%Y=U@3E=DE!MO\:O&/G_QVI2E M]M"R=T)6N7AM*]^KF:HRK=R+(X\C:.%1%LF]"N1&>\@]%1] 8.[$FRI7^?K^ M([#6\#=*_+T:/4CP1BWZXGCO$Z/!:/P O>-&WF.F- QQY157VF6%<;55XE^7 M$^EDN<'J.XV85,6]M>#3NG9Z,^N*ULAXH1%&BR[ILZ7?/M:K KIS.)UZ;-:#ZBZJ72M8"ACH;/V=F MWBQ-<>^<^O&'_'Y",_@&+ERF=43T)@0I/7%E50K8ZJ9N 2GBHX17T!ZQV-= M946-_2+;8%5652V+AANH9R[]FC(UL?ZMUC;P7LI;!7+"V!SZYP=0,9&D3>H. MYSB]U/Z>!*-'!11<.=5GUA+14M[WQ-RLU%+9GB@I!V MM+&E0C,I-(P ''5B M<@\LG6NUA)>TDDA[B^UN3BJ*;,0SP;"R5GMC%&-(1^\"RBEB6' M]*)>F$#:9%EM+7R4+3>M/84LQ("O>U'-Q)U5F=(+]IF9@9 5UFS=(+]IF9@9 5UFS=(+]IF9@9 5UFS

[&)^"#B1A]A(#58;K8_\G+E]"/=7 MQ/@6)Y3E"GSNMS+DN"XX;_^T[_@FUQ*IJQ0Z^%D#=;=HRC)1OXLW$%(KGD9I M5K<[2CC39*)QMM54NI0?
I)'WOE7=SYQBP'&,.>3)]&UZ5#NZ)LZ0V8 5 "LJ M\Q2$2)Y-1@=Y,9R*![JEY%\:T)B>YL\2K$]Y#7_!G[?;"F0X?^> >1J"K,E9R<)N< ;41P$)"B,.V?5
(LBRNQX1P=4551K\JB"XE=@IO1E M0H[#8&ON!33ZUM@:9+5;\Y*&3H\ R$% .2Q5[6FT]UM[5]"",_DBF0(EE@Q>4 M!BQ_$,(4T"["87 8ETTF309Q?PTES,^4$GI.=
X]4IZ5&HP42RU-<81GY*I5 M>\^IM*Z=BOY8C5Y[-P(&HBI0,!CB]W:IZ:7>-0^P0:^?SX?EN36U&ABDJ\K2 MLC>]=.I# _,S+DJ>]\N-UQ*FU^>4#7)$4!]\DA[,6*9@Q< _39&
[UZE#WYXN+9 M3ZA,RFM6"M_L,%P;^Y<<\R%Y&K+RYX1EL?HHU2;V(J-EW9+Z+/H!S M4)K%]0JS&2GS@7QCA!N@[,U8J^8=$NL'4(Z!Q1ZR (O@'6#N/F".0^]7M2PT M?
493[WF>$$^3E M)LY;?.9QER!ZSKJZXJH0@=E2M".4U?_CFMX^APHG@]*"5 M>>AWQ,LYV;$@@N19LL[[-GG)B#7'49R)OQ7"QN7&=FV/%<#!P2J#NTWBEE
T[[=:>3"#Y2JC#Z&;E4("H@\,)S M ,(I/B-&1M_;@+DP&%Y$%*XG#J^Z[VM&T3OVF#)NCT\C#38E1Q@Q,/5H@Z)@ M#3,8B3T+SX6=AS"0^';44\-F-
Z6XDPYKXZPE,;Z/DZL08_BF%38V-JP.+IB# MMP)\=`IZ]N+5I4=PE:@4:B)-"X8W=H/5\7>6$]*Y#FKH=9:=/H!M'>):H1!G M?K@^YN>]7!_]CGZ[=W8Y[XL$*K#%FP
MIOD\'7OS5G8B*XO6(),$Y46Z%#>QEH$&2C:P3ZH4Q KJ9^PSQ5<=/-:093(_ MG","!J;-UV5R18(SW26_8P2CV%L/^@W3<11CJB 08Q$RL%^8V7B/9.R3PX2' M0A2$=*>1GE57II+
(JS\=JU]I2O%H964*>4HTRS!]"C.*VY @I-HDIY<86FZ/ MPB2ACPL&@'ZMV$Y\@!Q+_^(;P_8,G+CQ[\-0W8> M#AFMCYH8^ IE@XE=FA0+^&%#_X@915_N[)%K;6'V.S[Y.G\F5J;
MN[Z]*CY9W?4L>;H8/!JE7/6TLB#&:288>?HL*"7,]J.(,D7]E?5*3SS3M:\\S MJND]^+WD1SQ[%C#"(X2^B Z7-*3I21ESXH/#HF:WRD61G!Y%/L;I^1#VBGK"
M%!3@_5@\^@;A&%LZ_NCT%0C>!\82F#T(94Y<3/*%"8-TQTV@%F"JW%:D1S;< M:@29L_H0=:BWSQ]A%VC%+"TO*G#EJB_>R4/GU_(YL[=XCNOLB$4/5S^V-1[/ M&[@:,CJJ,8.
(">5QW&&:*4@2QP1#P((<7A9FR7!N6,A!\FBA:V4[R",6Y7_) M7E,0+HY]0?2ZVG<7X?DUC56G=.AR\R%73QG^=\QAY9HBEC8Q1&E&+U$U.WD) M.+?*AT5Q/A%<(I=4-"!(<]3N
GNROY[\]EJ M+C@'YD,% 'HM.SCEVWV9IMDDSHO MYEH'K(V=P+XNT+MX\ZQ'"T]P^U,*C8A<4*![)X1LW "$JD1DH4KCL:0:+%ISKH Z1*6(7'4* _THYH^I9UN#
M;E_,7)ER27MA@2QP($TX#]=*3Z[CY":6,K&*YV6!9YY10#W:@T B2A4-R:E] M7AX'WZ-$O&.,]IKUNK%KGQ:CJXJ8B%?_L]'3NK?<9V9[-$;-=)Q3;UR4WF:6 M<*
(@]!N@FZ.V.OK5MO[]EZ$+58^A">N-M%YQ!ZCE'_*^N"Y(BCB[K1UX!U"6 MUI3E'0\>!]U$1H;3 $2K*%&1D4)6[/J6D/A&R'MZI+QVT(O+(OA\3C1EA86Z
M+3U37KL$&!N[9"6&W"0HVPKUZS;5NC%;94M'2T!P7 =G54G:-CUQ[`.]_LY3 MOZ6I;WCJ1#*_],?>>GO3Q/]#6VHR2S"GO32%]'1%>C B@\.1T;9=^28AL4Q;YK ML)>4[S4;$QS)\-
:Z:T#W< J=:$]7"IB?!3 ?>-M^7U.(O0^:7$CE0C(I^Z4\ MYM%6&M120/!GG%M(A8LKDBAM8XV@,"O'>>,+IY.G^3$@C[[9/1.7Q(WLRLT MLY85T?A%T\JNY+@8S.B/JZTY*>MW\N?
T]QCY @/O]KU2J Y5:2XJG^58%?=E MB+DBVQ'[K ^.D&(4<)2;+?(EIQI^QJ=@UX[(CAL4J*VDN;^QH*)9M)HY!),' M&V" AL =??
21%%]G[,&RE5%T(CV0,W!1;D7=Y!=0P&._A*C.C^,^F%K*.XLB M@_V3Z)FL_3UB3DDN!9/"%ZF<3 2O2 \N-+9_=H"#B$)L^/C%1>@O,X>FD844
ME'K1#Y/7L6P[M++C&8NUL32'TXQHTU\ ^&,YS.Y MGLTWD<.5BN*W4M^;7.XURV5'YPDQ>=S(E<9]J< R9(V>H8-%5.,;Z4<>>BY9 WV7?89-U._=W! MR1=8I4>^?
J0N#,)30BOVJ?:]F;3_,^>&#CJHGLZXPZP<0J\7[O@)%[XM>D@ M:1& 1[@W4#K]">59_X""0LFQJA(S-4LP, LBBZB'P#Y(P(1("+JB -?
MVH=W6%HZT<$D]XE)O#TT2V+F2OTA5'<,5D+HA\9JMK@&!F0^]+_BQV"SOH??STY.3V?:_P+X!G-^=*O0TW$L[^$Y4\B M**+GLC!+ J$:#F\YSALT8TC,V'AQYS-CMOZ3P[3<8L
5B]GY?>-^V[QXV\Y.BE43GZ*$:*@%X;S(<--1\;A'0X3N-4$5SZ M;CA#G0++S_3UK%QJ.'^@"^X-[J-U-B-?@0Q0[!ZMV6^OY#* 4E,,4)'14&9? M_\RZ/5VPO0[,63&^F1&G)&+=C-
Q!L*_]%%5K^"2FR*DAP%"?N/8QTN0C7+PX MT'PHD)LKD]0JS0:O,-/:]^IRF-TGE;&MNN^7Z.(0/+ Z'7FDRP90"FP
MFCQ]#U["N'S8[T4I1/NR@8GN0G1I%:''5UE">WMNW"'2<0Y"ZZ3/ MR+]>P1(VP"*=7KXTW-Q-7GQQ\4I?^_+LU5!^4%T(0O4(1;)/ZD1&>F?GRC">Y>/GR+UGYZ0-
6#KKNW(/L]&RD3ZC1^X#UPU1GYSS5]{.SX0X^4(-3 MI(/W@,M9@H[>0V:W:*8DYX[U]$8U;@6PC?"Z!4[BRQ%$T\,;4K.4\[>]7R M DP*T?]EPMJ3?@\F[4'LTGZ^AQ?)0MG+'B/$
E<[XWC5H52220*0EY&>6KH M':)(C%4&()TDHY0H]9JX2*+%Z713&4OC[!08Y/PSM*#MVO%5ID+0XWN;J! MH\>V L)20HWA>SG0J23$;YTSZ3T15S8&)!2$DH)!QNSC_0,C_!O4-
K()\T] MVY,. KAVE,)&N/LRXI]^B-\BC2%RNW<>1ETG3=4!#=N*LG*\D\P'=WLW"U!3 MKK@!>-R)60-@:EF>X3R_A+2D=,Q='Y&:@.57.\3DCSKZ2 M(;_"A!JD-,V>-
QKC5B+R716QT8SSB2'2I*[62WQ)BQ-X-%VDJRD^*6N*!U: M.SL"?]U8XP\WK"TXN/TE#8H(BBL'*2BT05H<;EAT71[I'O8A_B0-??.LR?6H MCE:Z74=-2Z@+-
)O8TY0S4UMD9\5%N:\A^.B"@IGD65$741_U+0@/22A0#>&(MEOW&]BWIX+F$/B2+P^U#;NG.'4XLN(KNW)D\C*^;:E]J];[K?GR% .FO0"5 MSGKW7$0R@PM3WE88<80/[R@?
I(JCI13\#?508GU12R080(T.^G*S4[/M;6%@ MD;?IIJ+BNMK;R4@]VRJS="$!3TL;TF=H4I'&#YA$>O,XL86Q,PW3^A^2-!BU MC1LR%Z_51RW0]_5_YDL!:*6S*.:\W+@][&:YZP^_+5N
W7GG=' MO:884IAL'(HD;VX_ALK(?/_AR3<$7W^$7]KK5*ZE)/<)R.62!E1LLM K$=AK MYA.FP0!;YR@\?*",SL2PTYZU4AVG=[@5&&KOZ$+TU35!C0U)Z%'I/Z2>]
MH,918(8=":T)F[<=@(B7;!E!3M/*J3[2%MY,[HSX='1^-?[Z>\Z2DQ40F4C5WR#]M4 M1V!68^KU#MN22!D^:B*M#=I,7!TWQ!^)G/51Y;4OTB) 9#EZ%4K.%8_SW_SZ
M<"4SM:9ZC=LI9XZ:!')[#[<)TTTQC9A_,HM'GL![T6S*",N]](Z3)K&_^F/[ME!"V.#!,_5NT=.QVGXA"% ^+ZZ5G-!,$*=%[,A>_^-JXY"U-;6$;Z=<54H.U
MY/>QDG7_LJ/9\1AX9=EIJ5SBYRF//*'1A+LGU=P!NOOBOE\X@G@#IO0&SKVS> MTO6M Y8Z\[=MA2ZG\44E@&M'Z#^72RP>4PTL_E#.?7B *7] 61R9^?_\"KI% M:)2V.-
SM[)HK,7_'2H)))>_AP_LRE>K!Z'2B(#I?M!M*'UKSF;/:?&N$WV]" M PXM+R,]6AO=4N4[C@L.*/0_<=U'[]IA"4$0DOA+.SERSO=H#LF%XP^E5J?B
M2WQY\0JCN1J[>N%E&GO.'AXM&KO!]K]OH;&R\Q/_OD<&I_K.LBF7/0!<[JET MH6R**F[E;@Y"RXX,&W]:V!!B_K\&0'BHXS-:7@C&F]"/S;>L\2H8T0Q'.>13 M\-
L'[RW>/\2Q2;H5S7<@T6SH8=%=%,#8VYLJ 2WG1K.&7U9E[(NADPJ-4U# MOCJ661&GW%9TD\4G[FH(9TS74"#7='C4/L.LT-M9S,0KF8F&)G?4JXEJ-;?F
M$R7G4\)\OZEV/YREGCS'"3\^6$&WLNB%@"45!J _DJ1QVDOT@N5,MX=WN)$ M<0.J)5SC4ED>@%U6-1@=8%RR?(V$=+:R/CBCSS/&BS="+BRJFR[SL1S@YJ10 MJ7AB.7H:)-
%H]K_1NU M9G$:/%5,L%P/Z7Q3\0/52#%"^@[SU))P\J@&$SOUPT8R$\\5.Q2&%N??JAZ1X MYJR2DG^U=^O@*N=(25-3[^)8/$G]XYZ@ BO>#)MH#?2^L HMOIV0#&WHNH\X MR)
D@X>>@WZ0;4H]&U='.ZYBA5-/V-(]0.L[W8#9L6D)L6BLX+6AZ4SZ$WN+W_:,.7W2T-@:?W!-:TAI"2I M(WI6FC_@FHP$@H*%EY$*!*3G?I%#B\$T"+%:4N2>+QE(49!QRE?
U''RUM*5 M@!/Z2#Q9695'.)D5"Y5BY["5HPP!1MC);M:GD ?&Y]=!.\8..[\"5%>_2R*2UP[]KB;0F'&X'S?\ M2O60T\#Z1P?[?3F;7US,7H).C ^>S2[F)[/SD\64:CT\%QC]8C:?G_.7W!$
M^<7LY/1L=GIQ,AR]#.>>-XRR)-/OPXV$=.=`[Y2!L1> YLC;6@H.TUW4+.!H M+WV<$/ X&PP5LFQ3O7;!/PE\6_0GS:HZQ.-"+\W%X5Z:-S:E.RXX'4-J8\]J MD]Z-
T^;@MTV9?/&!:Z!G.*^W78N]JT#!@:.'S]>]%LF:@Q NNH@FO*7"$W3 M<@A 3LWDL(]U%INDE[>A)^2OU3&]_NCDU2SIV;Y/?Z]J(+?S M%R?/OD^NM]0KURQ<%>NEG#4B2_'?
@GT/N^DC*IU2:&)N2K[NBJZ3@"?;S_&6Z9VX/X-%*KE"U%I M%83F',TE*UJ)Y2V&KM#<+=PSQ"8C1KO3FJ M;\@BB!KI21C1P'CN*SRMV1>W&BUB3
NK'&\LYD[67T3Z4\WH&WJK_K\BE]\(M71KFZ2;PTKK/TX5T1'LE:GH:=$Y\UWNP]-;X@=B_ TZ)%^Q636J?,0E>HBF(M]ZIH$G7?Y*"XLNM\5+ MU(9W#A^^LUV;
(B(2L)R.;A$46VW?E?DD'YG6O/F!P23O0+4 MIQL02I#!F"\AO\6Z)6R:]OWEXLES&!D>?_-##?O[Q2"4L8!L!4-/CL]!FE,1 MG7YHJQJGQ"[/;;6E/S%1Q#;X
/R^JD!)EP_X@ONJ^43+>_,4$L#!!0 (M *R$9EF\RT<=P, ,@(9 >#PO=V]R:W-H965TOTTP#"/Y+T\=WS(TVRK]'=3(%IX+65YEQ%A;7T5128KL.3F7-58 MTS%1CI:CP48-
IRI+KW0U* MM9T'2;!?>|+KPKJ%:#&K^1J?T?Y>/VJ:1;V77)18&:$JT+B:!]?)U+6P(<7OI1HSF:1I2A.-\HZCS>M1_8#CY?P MH"I;&/A4Y9@?VD>$KH?(]A!OV$F'SUB?
PR@.@<4L/>%OU*<\\OY&_YWRG3"9 M5"YK W]>+XW5Q)*_CN7ZB7DC$=0*!N!I]J4BR(T_L6.@3[H]#OJE0%BY&)M]#%O0'HBW2+#E M!NBW4I*NM+F":^/TZ)@LEDO4_5D-
P7[%#4I(NI%UXPB^`KX44EA0]W!+O!'5 MFF* 5CLN[0[44HHU]>WYCM'2; *FV4; S_?35G" M/AY(W68+\PZS#F7B48[^9Y2C^ 1*VCS!EW'/E_%/\V6]JE#^UN/]AAG3KH^
MP1E/!HH$UN=O"J(&<'JW,U5E5+NV/"V?8(EK455.FU"F_2?0\F'* E*#5JH7)W7FDXB2=.N CC M:3(\WG02CI(8'OFN>TQ9&,?C,_B0A.G%)8WC<)(P&E,RF)[!;<$I,;ICPQJX
MRFD'CY:I!VONL@=\I79LB(8L3-D4DG :,W#N$OI/1NP .!7V$/+^EA#D-$Z/ MK!QC7S3H+B7JM>^AALZCJ6S;;/K5ODU?M]WI3;WM\0]<4RD-2%R1:7Q^06S3
M;=]L)U;5OE&PO=V]R:W-H965T:(FRV%*B1U)QTE^_0TIV MGY$.J7/YSE5GNI'JBZX9,_#8B%;/O-J8]?EXK(N:-52?R35K\4LE M54,-'M5JK->*T=()-6(<^GXZ;BAOO?
G4W=VH^51V1O*6W2C07=-0]73!A-S, MO,#;7MSR56WLQ7@^7=,5NV/FE_6-PM-XIZ7D#6LUERTH5LV\17!^D5A^Q_"1 MLXW>H\%ZLI3RBSV*V>>;P$QP0IC-
5!\/;!+)H15A##^&'1Z.Y-6<)_>:K]V MOJ,O2ZK9I12?>&GJF9=[4+**=L+.*P6^+I38*Z^?W0V'HK<2'K=B>.M=K6K"9ATVCF7I@WOSUJR#U MWQSQ(=[Y$!_3/K_#'BT[!"TKN&(5;
[EA@S_E<#Q]CU5_P,%#KAPW=E\S,+8< M8&E[&70M-QH,WFY<[;RE#XPA:T,@E>,@%1\Q5LJH)#:$&S HFLZ09$1:".5 MX5]IWYD(N,7Y8WL7'JCH,
(3%OEGJ8!_PTTM;B@$OGG%"R=[#I^VMA>#[?=H M&T:_,JKT"?R\A7")$&"QAV"QC^ G5'QAK7]TXO>A/!4N=G_%X(K#*+[LG+"R M #26)7P'J4^2)$1B%*0DFP0G2,81R=(
+NF:&RKX5]2H964V%$LKA" DT22# MT80D&;*') _3_6SU%HD+4!:223R!49B2* U/($Y)DF?[R3X,&':U_CV$ 0G] M"%Z_RL,@?
+,]WDN$ALRVD+#1#&N63.VZ#9V8Q"1(,NO8UC@ZFZ&+R?\W S%) M?-]E("4^WKV0@0G)_1A&.Z#80I_ M)ZZ=]]OV[,A42G93*?G'4^FZ,W:$/LOUVT=<*30[-(&.*CX\3.U8JJ3 B<3;
MU3"@ANVCGTY,&]ZXBJMZ,,^&#^O!X(+15Z61!ZJM9J)\N3M,30W86M+=\C-N M&U;'OHUSN,:?";;W"5L';IG=E2Q6WFZ["XLNF-A# C&))[DE4R2#S-UF$&%5
MQI;,!Q*]QAVL,CV.+(_Z,K?CX% &QWL;0L/4RNU!&@=SUYI^6=C=[E:M1;]A M?&/O][0/5&%#:Q"L0E'_+,. MK(=' CK_$U!+ P04 " "LA&99\B_O_*T" #@!0 &0
'AL+W=OR_0)_/R/!E@BN[DGT7&T4. MR5JE1=6#44'%ZNY+#_T[G &F_BN L >$5G=WD55Y1S5-%E+LB331R&8,FZI% MHSA6FZ)LM<13ACB=K+),MI"33P%II#=!7M93K3NJ\!6J
M&;D7M2X5^53GD/^/]U#6H"T\:5N'5PFWT-R0=]Z(?Q%;YHR#6R?-$K?!MZ MM+D16N?$)DZY(K]7J=(2_XX_EU+N&./+C*9CYJJA&2P=; D%\@FH&[!4-CW))S1E'&F&?
^)4'DAE%@C,#UHV=80X]2 M<&Z+(H%3&PO=V]R:W-H965TK8F>V4=I]^9X<&)E%>B,^^ M^]W_;.XF&Z6?3(EHX:42TDR#TMIZ'$4F+[%BYDS5.EDI73%+)EZ'9E:(RM\ M4"6B)
(X'4<6X#+*)W[O3V40U5G")=QI,4U5,O\Y1J,TTZ 5O&_=\75JW$663 MFJUQ@?:QOM-D11VEX!5*PY4$C:MI,.N-YWWG[QU^<-R8O36X2I9*/3GC>S$- M8B<(!>;6$1A]GO$2A7
@DO%GRPRZE"YP?_U&O_:U4RU+9O!2B9^\L.4T& 50 MX(HUPMZKS3?+D2QO_"IO7M4\:\,595VV"R*R[;+WO9WL->P"A^)R#9 M!B1>=YO{[QBEF43K3:@G3?1W,*7ZJ-)')?
N4196TRFG.)L]H*[@1C%IX/2! M+06:3Y/($M@=1_D6,F\AR3N0"[A5TI8&OLH"B__C(Q+4J4K>5,V3H\ %UF>0 MQB$D<=(_PDN[*E//2]_A7>'2PA4WN5"FT0B_9DMC-?TC?
A\JMF7U#[-KNSD.P)4*MNF71Z2C.B\7+O'%PHJ:CGY,3I179-H HP=@SEO01#!CN-X=NMP#.(%^+QP, MALX:PB@-TS2%!V7):::H9J\T&TA2+SD/XSB&1TDBM>5_L6B5%<1M53-9
#>F M83')'R)6AK=,T"%XDG_RM0E=-2)JMDW\T]H1R]L(D!L&A!X_VFK%"O?8CQX#' MM7W9[793;=8V\\Z]'8FW3*\Y=:; %87&9\S '0[9EK#JMJW]E)9&A1^6=)D
M1NT:LS"T>8FUL$/=H**3M3:U<+0TF] V!D7AE>HJ3*(H"VLA M5;"<^[UKLYSKUE52X;4!V]:U,(\76.GM(HB#_<:-W)2.-\+EO!$;O$7W5W-M M:!7V*
(6L45FI%1A<+X+S^.QBS/?]A:\2M_:9#!S)2NOOO/A4+(*('<(*<\<(M@E[W>(E5Q4#DQK\[S* WR8K/Y3WZ1Q\[Q;(2%B]U]4T6KEP$TP *7(NV>@(GB^%^0[JHH-
WH":P956KK3P0158O-0/R:W>MV3OVT5R%/ 6FR&D MT0"2!D=P4O[6%./E[Z!MXOP[_.5=8;H\,^A&#N(T6$(;I$SVX@<%P'U@$5S MC\'REY_B+/KUB(.CWL'1,?
3E+;5@V7NFZTE9ZZM/2^PX<':D9Z"U7 M%U>B@3];H9QT@KD-GU37I:1S*+3CQN]*A)R-*E3.LDW=,_@SI=$+/9)K1 M,QY$XS&]IVD*7X61S-
DW59,,1E.891#'$>F,XI31TI"B<C%#@!6]_% M6+P7]X2U0?KN\)?M"=.AJ7WZ"VESW2H'9/+_*3GW"7R9A:=(O_V0E9-'%,:>
MPGB80C8\H/72A=DP@W<4XC""=T>X..ZY./YA+EX)UQKI'EE^]<& SY1[61%/ MT1[BW%$CA]N)Z] EDJTX7UI_RK1T?-B2.\A?0UFW-33BL?9G+5'+^!NOF2 V MQ-
#NTE:Z$I16[W.A&6 MJ"7KIB46D'G21^O@)!EDH]$I7'8$CX;)6$: MC1^:%CS7NLG2[_9S^;P;1T_7NZ%^)&ULM5=M;]LV$/XK!W?K
M$D"11>H]30PX+]WZH6L0IRF&81]HZVP3D267I.-DOWY'2E: M*A2%,UJ4?1X$27\A9-4;G+AO5VIP4JJ,*2N\4J!7BX50CV=8UNO3'NMM/ES+ MV=S8#_W!R5+,<(3FX_)*T5N_0RGD
BLMZPH43D][0W9\EMKQ;L"MQ+7>ZH-= MR;BN[^S+N^*T%UA"6.+$6 1!S3V>8UE:(*+QN<7L=5-:P^W^!OVM6SNM92PT MGM?E)UF8^6DOZT&!4[$JS76]_@/;]
<06;U*7VCUAW8X->C!9:5,O6F-BL)!5 MTXJ'U@\O,>"M 7>\FXD27-(QS'.&CC^#;@5F6NX MK HLGMOWB5K'CV_XG?&]@"-<^A &'0" 1WOPPFZ]H<,+OX4W%P]/SBB.!5R)
M1Y*7@:%2HIJAZ_\]'&NC2^O_[%I\@QWMQK;YH>>X/7KU@2 MO-G#/.J81_O0!R/*QV)5(M13^.3$AL71\!X5Y0X,-675TNI.ACN)DKQ&<2 Q*(P<48E5)/GT3O^7^K&_L(
MMWJW=2F,+*W4,^9G\"MDB9_:)O*Y;4(_IN9:ZKNCJ9U1$AV*J $E#$+H9Q'] MCOPP=TU@F]!/[,?+AR75&YJWE%.$@T<42A]"XO.X>S#[".!"WLL"JP(>)99% M@_SZ5<89?
T,X>WM[U!1W:HI?K*9G4M@E@;U0NV4_W)3Y+Z/;U&'K>M1IG\(J M&[-%$S/<$5,;-P^D!H?NA#&VF\EQEP9/G2X?VO8:[<9D-3>@BISV(X%]6$]K.B3ZZ;HK2V!XQFR-
/\$%C@)]ES1E_[$1*/99F7 MI(&E$?@L(TZAY1=F7L#Y9FY;_W?:AU["B!*+W)+RE.2?,>KST.-Y GN4F73* M3%ZLS&O*.25=/C51^UA)LU.B>S%?(-'KT'MDXQX MG!Q&AQ24*FX?4]%-
&_ O"P,&Q5177OFS*N?[$WRASM^DOJ_]NR6.[>AEZ6!=WZ-H[E+/>B+ 86VH3LW)IZ4[MW**P!=&^=$J[=$I_K- ?C=WAY[Q>T,%>"U>3[:Y5:=R56'O1=R>6/1,T6[;;
M[&TM:=4A_T7=[8MB\DV"VQ8_+1M?D1G?>?I&5:DE1+(\R *>PBQ9SQ['2!/ M1UX>QZ[EN6U9[(5->6]1>)E%^J*2/YD[ZP+O29)+=U3D24QD&*0LA(39&AI[MG <.*L[M.TN\
(',YPFV)WQG._M;9?8%JYFXHFARSJDQSC.^^=I>@87/V?QK> MW*#>"S6CW0M*G))IX*>T;ZOF5M*\F'KI;@+CVM"]PG7G=)%#90?0_VE=F\V+ MG:"]&@[^ U!+ P04 "
"LA&99COEG6?((!]90 &0 'AL+W=O;!$S5K\I';C, [Y]2[,O[(72 MG'Q;Q0F[ZWD^?JFWV?A"UT%[&.ZIDGQRB+-5D%>/,V6?;,.:#"O*JWBOB0(MP_XJB)+>]+9:]BF;WJ;;/(X2^BDC;+-
:!=GW&&8W3M[N>V-LM^#U:ON3E@O[T M=ATLZ1/-Z_9<6S_EZ91RN:L"A-2$87=[U[\<:7E+)"5>*_$7UC1X])N2K/ M?J%2E?&+-[WI"V2,:TS OB:#X]TH?:!R74M&/KS7:V[=95CQ^O-
/U:N6+E7D. M&'U(X_]%_SEKC?ND3E=!)LX_SU],VF]0H/2"].857_)V[;L2.B1<,/R=%57 M+GJPBI+M_^!;O2&.*DB3,Q6DNH+4JJ"<:T&N*\CM%J0S%92Z@G)IA4%=8="]
M(,MG*@SK"L-+6QC5%4:75AC7%<:75IC4%2:75A"%W9X3+JZRW]DG>_MLE=WN M%MO[^WR5W0X7VWME,LR+QTB1_841+ MYG3>45_EUY=_5-_FUY]PZO>+3;C?
CM)N.\XD+GB_SCX26?A)$%2R.QT>Y\N5S&VWSS*)Y5)P&?2!/04S+(/F4 MI^$7\H=;%"563E?LSZX N'65;K<\A;MAZR"D=[WB'(W1[)7VIO_Z11P*_^X*
M%TA,16(:$M.1F('$3"1F(3$;B3E(S5$B\+S05@CHBC[B*+P]. GCFF9!5B+ MDA13N3AEG:=/7./:Z('$U"TVK+!R)ODZ%0?=2+[MOQZ'!623.A(S.OHO*XK0 M[+^);-
)"8O9I_V5)F(R:_7=.2RG"8#)NEG*1'?.0F _"&B-TL!^A ^X(]3GC MDEOSVG&)Q-0M-C@^KB?BJ'5<:X/3HU^4!ZU2>DKHY0RFHC-4O;I.BKR4&KUR^DH-1D/E-
:QC]SX'A+S05CCV!_NC_WA M#X_],& O9,/HO)SDI_NWJ^JR7)1'G?.R&9>]=F @,16):4A,1V(&$C.1F(7$ M[.')X):DL=!^^QN>ODDJ8ZD53EQDQSPDYH.P1@@8[4/
B!L"\LKA7TRAMW& M?MU$K\7$-\D[ASV7NG;8(S%U=*@C >"/&B]*R*;U)&8@<1,)&8A,?NBW>0@ MFW21F#C^C MUOS"![79&,R3_6'>< ?ST_=5,9 9)=HF*T[-R?
TRHW15O#MW#6DN=>V01F(J M$M.0F([$#"1F(C$+B=E(S$%B+A+SD)@/PAI!1!0.G_H+/^ECK1H&!16HID(U M#:KI4,V :B94LZ":#=4J99F58J3,$&,E3 ML@RBA 3K8M%K$)._?
"!?1UPN U='7"0F@K5-*BF0S4#JIE0S8)J-E1SH)H+ MU3RHYM?:\96Y:@++$YZ^.'4A- MA6H:5-.AF@'53*AF034;JCE0S85]'E3S45HSS!QR,2?E>0G0K/\H)H*U32H MID,U
ZJ94,V":C94E<<8VVU3R/ L2%FQ_X^%=\7Q;X'TQ\SG[==\90[6KH\YIMJ$\ M&"B"T/HZ@@IM5H.J-E0SH)H)U2RH9D,U!ZJY4,V#<Y:P:40_:JR$]?W4UZ
MR#J+0DK617"IPD450N;%W"C(#@O+8,+]_8 9O[6K \I6&Q\%%%'YV/XZ@@IM M5(-J^F6K8$;-:&:!=5LJ.9 -1>J>5#-1VG-.%(C!?YF;'WRV5&ET%.J^]5
MK[,TI'3.R")+5X15,YR4=_D$FBM;:XVOWPY'$Z4=%J!IL%!-AVH&5#.AF@75 M;*CF0#47JGE0S4=IS5]O.B3$2MQ\N.GC*\U^NX_C-"]S2W]UI(!FMT(U ZJ94,V":C94 RN: M+:O[=3
2IILD+QLY6KJ_)\A]=6>$UO*9>/,@=BQ7Q1NK:[DMWCC;.X$ MF,0+LF64,!+31=$%X>.HF*5DVNM:]_DZ;JZ$\)SFN?IJGKX0H,YSN+ M-,UW3\H&]G=&PO M=V]R:W-
H965T",JM1M515,?B6U%1% MZ@KWVY0J6[L/5JL1L4\2U!C<@).JT;SX!=LQ(>!C._/5/NBN7.!S#B;G;P[^ M 9^?LOR\XD&(4OFY2-
+BR]E#62X_G9\7LP>QB(J/V5*DU6_NLGP1E=6W^?UY ML?7=^4Z9QPN1%G&6*KFX^W+VN_HI MG [J%=9+_%MTE;<*X^T*XV.W8;)=87+L"M/M"M-CNW2Q M7>'BU0JC?
1M]N5WA\M@NJ8/G/359YWM_IZ?^]?Y7F'JZ_W M^'BZ;Y7G7:ZN]_GYYL]W_>O1V5T]3G/GI2\7K[RZB_6 VB]?O4G'Z?U6+\I M\^JW<;>5>>?4U*N)"R>Z4;[DH1%I&FQ&8SI6;S>BO?
W<3WZ?Q73R+TE+Y?3;+ M5FD9I_?*MRR)9[$HE'>Z**,X*7Y3_OJ7B^%D]#S;:>,3:>T/9U2E2!+*=,=*YF/>L;\K7'QY:WY&O?WEH?>] _S4)<%[M MM=UNTIYWTU=-
NIB]E'1!N^K_[2A\N-&5][]QV]\1!5>ZVG?]=R+8A^*8/+ M+6;\^*Z\V^ZWWY2[.E_H]]5_C>52*'EP_HJOJJ-;5:=^^EZ_NKM*/RO#5
MEO;]"OGS2E,/;J+SEDW,Q3++Z^'YCU4:E_O[MZ*);[!WQ-W'$%OMRYN^S,E&6>S5>SLH<)3GGA6G__/5AXRLAL#Z9UI:Q* MZ.M!597R1%3%/162TC#<5?
#AN@/#/1WH*\C_XU<+*4XI%L7_]FS2UXTXZA?K MP\M/Q3*:B2]GR_I=(7\49U=_8LZ&?RMK]:0F$YB!HF9)&:1F$UB#HF9).:1 MF$]B 8F%$-:J):
-=+1G)]*MPM;@5>7W(MWL;4>JWD4+YUZLWEKZJ(K5/K2HD MII.806(FB5DD9I.8L\'&:ZP^_?!XI7X^?WQ9*LCF/!+S22P@L1#"6J5BO"L5 M8VFI_%O6-:JIPZIDE,)S&#Q,R+SH"XF
ZU[I#N M+C>93KK+V63GG&ZCVF2J771':\^"FC89=1;TR.[Y)!:06 AAK=%ZN1NME]+1 M CF T[0I6[+*_47B,ZQ3#YMMH^V[]F"6KA?A01PKJM^[;^@Q^/;IGV6J9I;OW
M[E]]HUS:^JFCG,1T$C-(S+SLC()I-3ZZH[R\W.12ZPXCF^R5D]WP2*T@LA+#6%<'3P_HZ[(]J :]%E-8N$B^R4*I\>IXDV5.4SL3Z[F?ECW-
JJ/+07=RCC8;H%I(:>UAKC7#`M7),?\S\?YJ^'^6TT5^;BMG^2+I=.'N*DIJ.:@6KF5FO-U"\N>T9X=SEUH/;, MU-'N.7W-3L;=_KE]"P['/5-UM'\^J@6H%E):>_ V:3=5&H!YCKL5ZP/U1Y'_

M>J\\Y7$I/F1W=THJRDUX9?VK/2?3Y0V9B\FW;,&;L]RE^.>:3G:.Q_5 E0+*:T]HIO,F2H/G=53\SB] MKS^SWN5BG\^<*_]ZOJ2@=R2CB;.M=MEZ4]!>_UWH:*,&JIFH9J&:C6H.JKFH MYJ&:CVH!JH64UJX<301-E6?0_'@FTD*\5XK5WJ\UU3/>Y M$'4=>:_$:5S&47)D84$S:UOM96$9J=VZ@J;14,U$-0O5;%1S4,U%-0_5?%0+ M4"VDM'9=:4)TJCQ%]^_4E?
FJ6F]933ZR_@\0T+C=@>T8#I1Y]*MO$]2C_3!0 MS40U"]5L5'-0S44U#]5\5 M0+:2T=K5I,H&J/!1X2K7Y):)=\L,7-"^X
MU=KSHN[A"YH$1#43U2Q4LU'-0347U3Q4\U$M0+60TMH%I0D@JO($XLD%I7S* M#A04-*RH=@-P??,A-(:(:B;J6:AFHYJ#:BZJ>:CFHUJ :B&EM0M*DY%4Y2')
MTPO*0_7]@9*")B/5;MINV'/J%LT\HIJ):A:JV:CFH)J+:AZJ^:@6H%I(:>W; M&35Y3$V>QSRYI-QEQUQ>4>0MGEI1MMJEO**@;1JH9J*:A6HVJCFHYJ*:AVH^ MJ@6H%E):NZ(TX4U-
'MYTT@_+/)N)HHZ&%%7)F#ULJHIX%FVKM);]5 0YRH MIJ.:L=5>7M@W&HVZ>6-3ZV8,7V<\#B]BHYUW#C?H]BS2NWT>VC,?U0)4"RFM
M/22;H*4F#UJ^Y7.44N2+WG&*)C$/=%P=KP\Z>C\Y03MBH])):A:JV:CFH)J+ M:AZJ^:@6H%I(:>WZTF1!-7D6])3ZDHM4/,GJ"YH*/=!Q67E!$Z"H9J*:A6HV
MJCFHYJ*:AVH^J@6H%E):N[PTP51-&E^["K/TPRPJ'JICDX-3"T7\7-:UJ+>T MD)F[:U3348EJ.JH9J&:BFH5J-JHYJ.:BFH=J/JH%J!92 M6KNF- E-
;1/8(I_9HJ$93%334R>/E4_S.6(Q[Q]E3=TX3+:#9?V<^*:S.50GKEL2L/FP73U4<>JFMA$ MHB@?1!G/BNVG&O4S=+,DNX]G45*5"I',ZYJQ?9I=7ZF0-WQJ]4 U'=4,5#-1
MS4(U&]4<5'-1S4,U']4"5 N'W5N.C@=[RDH3O!S*@Y?\Y6;R!D\N)V@F$]4, M5#-1S4(U&]4<5'-1S4,U']4"5 NW6NO*\)?72+0+BM84%"XV>NSE9O(F3RXI
MZ(T\4F[>GN9IUE@XRS7:.:CFH&JIFH9J&: MC6H.JKFHYJ&:CVH!JH5;K?58AST"TWZ]QJ^.+Y"4/R>0J;^T0U M'=4,5#-1S4(U&]4<5'-1S4,U']6"8?&A@.CF,MC=
M*8Z]%ZS)H9,K!1H2134#U4Q4LU#-1C4'U5Q4\PX, \D%V#[:D0#50DIK5X\F MJSI\8U:U.NBX6=T6XL!5_8WQN">^*N=/KBEH?!75#%0S4W2TL17A\?&5V4?U&Q_UUMGT-
0JJNFH9J":B6H6JMFHYJ":BVH>JOE#68AT M6SS0U"JEM8K'J FXCN0!5]GTYSI;++)4N2FSV1]]=4-.GUHW4$U'-0/53%2S M4,U&-0?57%3S4,U'M0#50DIKEY@F[#I2\:G/"
(VSHIJ.:@:JF:AFH9J:-:@ZJ MN:CFH9J/:@&JA936+BU:4UKDL5>G*%91.A.;"W361RM%?;2B5'.?69:F8K8. MOS[%9,R.TCG7;5T\1!5'?RM.NK9?-5;E+I/-I^HW?M,7,I[?7*Y0:.NJ&:B
MFH5J-JHYJ.:BFH=J/JH%J!926KO<-)'8D3P2NYX)*7]?UD6EOT*@25=4TU'- M0#43U2Q4LU'-0347U3Q4\U$M0+60TMIUI G%CD;\C(C,[%VCFHYJ!JJ9J&:A MFHUJ#JJYJ.:AFH]J
;J%E-8N+4UP=B0/SMZ(V2J/R[JBB)^S9#47<^4NSQ9* M^2#J*=)R54;K.5$U8YK'R;JL?I^*4DFRHJB?P;V9_AP_)4*SMZBFHYJ!:N:H
M>YO1B7IQ,9F^ON|BSX+C"W4P'6BO[KR(IL\YMG_NL?WST/]YJ!:@DAI[0K0 MQ&%\AS@=U&4>3RK!_9FOO(CC??]YD?Q6^\81E.QJ*:CFH%)JJI9J&:C MFH-
J+JIYJ.:C6H!J(:6UZTH3E!U-^4D+&HY%-1W5#%0S4O;Q:/[ZN!? A5[Y/C'+19%]4\ M5/-1+4"UD-+:-4-K:H8\N6H\9LFJFM@XZ>QC?:>!:[NW3J"W8$4U'=4,5#-1
MS4(U&]4<5'-1S4,U']4"5 LIK5U,FESJ>,C/;="H*JKI]&:@FHE]%JK9J.:@ MFHMJ'JKYJ!:@6DAI[=+21%7'TKS:U3>1Q]F_N"EOJE:G.X^A[F+\Z)<7W0C
M\EE]^[4B2GIOXRIOX.1"0VKZ@8U7!WMQJ66@'3%1S4(U&]4<5'-1S4,U']4" M5 LIK5U5FI3J6)Y2*>(T7]QZ[!$H7_/D;QV>M"G&W2I0DONN?[]"15U33 M4O%4NV@\/U7Q4"]
[\&H54/]J%HHFMCN6QU2#Z MN7<6@T9,44U'-0/53%2S4,U&-0?57%3S4,U'M0#50DIK5Y F\CJ^Y&=>)_.:N_]XL1HZ?6F10 M347S_T!]9E2LG5P0TLHIJ!JJ9J&:AFHUJ#JJYJ.:AFH]J
;J%E-:N)EI3 M331\1C-!4ZZHIJ.:@6HFJEFH9J.:@VHNJGFHYJ-:@&HAI;5+2Y-RG?MFN6A'O++=WQ$<[$KR] M(R'5D78-:.*H$VDP[JOFH%KS] M10JICK3+0I,DG:CFHUJ
M:B&EM4&M=(F53N4YMJ,G,'+GU']":CJ[&:AF'GC]M?WS%[0?-JHY;]X]%^V' M]^9^^&@_@C?W(Z3ZL1G_Y\6#$*4>E='5YX7(|\6U2))"61\^U,<7+WZJY.%
MJ@_JI]^UL_/.STWUDZWV_-Q1/[GKGY\W_-7G970O@BB_C]-"2<1=U=3@XW1\ MMHF?/G]39LLO9^]9&PO=V]R:W-H965T@9+[W(@M@-MZ!N#E .^U
#\'^)G03669K!%1).@+O@)A MHC6;>[#-(8?"YY* MG5WV:;4UF\KM::[O=*//>T;?&)-#\)U]\!RO50$?UL-'._5P-X/[9;BMG2[L M]@]IO8S/?1'N_>=/\PCB_CCWXWU:J,F63J9-E,I^Y
M9=!J.UZO;R^WU59&^4X159+1*F2T:F5YTE_UT64RC\JRC]Z16][5=74 M^Z10V1_ME31V"XW=#]7;W2:-:XBL9%RO,*[W;KW=>[&WZR)*Y;O.XSG)>45W^Y4GD%KD
M6W>I*::RSJWSH/NA.CPOIRGS&F(KF_=XNG-KST"-=GF>Z]5C2G78/^<4>^N* M8.YGET3,:2R\4SCG,,C6<1FRO/9J!XDMT:)ESI.TCVNM#71!0F0* /,%P5]02P,$% @ K(1F64]
<"LGF P =18 !D !X;"]W;W)K M&ULS9C;=MLX$(9?A= 610NDD:R3G:QMH+$.39%V M@Z3M7A1[0B-+4HSWY"^:S:>T%"G)X9HA7F899@\7D-+]S!@9CS=NR&8KU
US/BWP!FY!?"ZN MF1R9#65%,L@YH3EBL)X9;T?G\9FRKPR^$-CSHVND5K*D]$X-+E3QG=(Z:L)4U= M5/FMO&5&2*Z4>"N8?$]DGYA'F##T!:(Y.C3EI8*821WMXA#-
D6T6RA.D6.=(-NR7?3Y-D"O M7KSNP"SZ,>+?! FZ,<BC.J,(X/9AP^+Z,-'P1?5AXN&+LKLQIM1((Q2[M$8I=<9W_%,H)>LLY2(U(#: K@I<+F@LI%5F)$*,/.!4/B"Y3LL%5^RKP
UZF M@ 1%X8ZF)4<1+?,5L,Z*=(CD5Y%47][-7<^RSZ;F[E@A'5:N; EMJZ"3Y5AM MJ[##:NO:,MLJZK*R)L.V5=QAY3NCGQ%;V^LVV^OV;F_(!9%=`!!=H^X&@+ZC MZRV6K?Y.
[O4,]H>]$!3IAH4Y8I!,6:X*UE.0U2O)^]Z[@ MZ12;3EB@$Q;JA$4Z8;$F6$ML?B,V_W_K"OZ_ZNK(F7C6D_*[Z)W0(JE-="CD@1M91J[!.1T_^02QZ STW]=TA MO2>]26?(2"!H(6U1G;
MD@!L^IR"UB^?"(@#^7Q-J7@&ULK59M;]LV$/XK MA%8,+9!&KY;=S#90OQ0KL&"!O70?AGV@I;--E"([DK*3?[^C) v]#5P[%

MAFHZJAFH9J*:A6HVJCFHYJ*:AVH^J@6H%E):._2:^>[R=HXJ=“T7&9WACFHJ MJFFHJ.:@6HFJEFH9J.:@VHNJGFHYJ-:@&HAI;43KYE9+Y^86@^>]43GU:.:
MBFH:JNFH9J“:B6H6JMFHYJ“:BVI>K75TUNR/0,FRP;EE0ZIL^Y*AS81\Y?P) M^5+T-5HLHR_+^$>?VVNJ[CT;KK/90S6I MX]CQ-
W&1WN&%SN%'-0W5=%0S4,U$-0O5;%1S4,U%-0_5?%0+4“VDM'80*DT0 M*N3Q-P6=_X]J*JIIJ*:CFH%)DJI9J&:CFH-J+JIYJ.:C6H!J(:6U$Z_I.E#^ MMJX#Y7#*\WAZ/=G?
=;X5KU'QG&{“5!-1S4#U4Q4LU#-1C4'U5Q4\U#-1[4 MU4)*:^=U -5“2FM'7M.9H(@{$S[,YXMJ.FZS=!<^-W'V?MWA+/WN_3JT MTP#5-
%334*LT5Z\])HXA*]#^.A_0BHIJ&:CFH&JIFH9J&:C6H.JKFHYJ&: MKYR^ACY:,*2T=K8U+1“*N 5B>Q(B>*QVXCHO)“M>OG=PH1T/J*:AFHYJ!JJ9 MJ&:AFHUJ#JJYJ.:AFH]J :J%E-
;.N*;C04$['A2TXP'55%334$U'-0/53%2S M4,U&-0?57%3S4,U'M0#50DIK)U[3\:“(.QX^/$79O&J17V3;;OGM(+4S[=“. M!E1344U#-1W5#%0S4B>&,CF ':)-$]BFHIJ&:CJ]&:AF
MHIJ%:C;J.:CFHJ':CZJ!:@64EH[\90F\<0W5=C9RZMOIK#9R[O/HJ0X?0“5334$U'-0/53%2S4,U&-0?57%3S4,VOM5;SO3R9RLIT[Y0K6C:D MM':V-
>T00W$[1!AG=VFVVDR+.S::#TH;==0#45U314TU'-0#43U2Q4 MLU'-0347U3Q4\U$M0+60TMKYU[1)E _)T>P(33Q24U%-0S4=U0Q4,U'-0C4;
MU1Q4SZ+T:4$U%-0W5=%0S4,T<'O:[M*/+UZ&KO7N%6U^NNE>%H[T9[-KIV#JJYJ.:AFG_FYQ“@54-*:\=1T\\P%/MAHYJ#:BZJ>:CFHUJ M:B&EM4.M:608BAL9;K5
.G9DK=JW>CZR=KLYM+:Y_IP\E8)5LOBRSL^X\X.X M?.\X1/L@4$U#-1W5#%0S4 M&KH>&JKIJ&:@FHEJ%JK9J.:@FHMJ'JKYJ!:@6DAI[4A3FD@3]S+L1YH4W97_M;!XNDDU[?F?
(H3T,)U91&4CSZ'MWR“]'JBFHYJ!:B.JG:AFHYJ#:BZJ>:CF MHUJ .B&EM4.N:6H8B9I.:/L:Sl#Y9_/-E2/HERLO'LW3U&“]Y)B(D\;?]<2S] M*?
W4F7AH:T.M37;&I(K]P8R4^@YAG7&'=F#4VMYMQ X&Q&AG!:KIJ&:@FHEJ%JK9J.:@FHMJ M'JKYJ!:@6DAI[1AKNBU&XFX+?[WZ$F?5GMML9R!;G4,HAI?%=CS[C_++SEA#
M.REJK=7!=S#W!.V/0#4=U0Q4,U'-0C4;U1Q487)UA4K1*UTDAO?K\2:WVUK;SZJHC?#!)E_4DN\Z,0WLG:JUU+N,@
MX]“.“9334HIJ*:AFHZJAFH9J*:A6HVJCFHYJ*:AVH^J@6H%E):*U?'34O&>$“> MR1BC/1BHIJ*:AFHZJAFH9J*:A6HVJCFHYJ*:AVH^J@6H%E):._&:3HVQN#&B
MSYD,,=4[!N2N,OF3O0$Q6E-#-1W5#%0S4C+*AZ*\Q;)8K5>E0&V/>06/%9-9MT9)I1Z9QBI MJ:BFH9J.:@:JF:AFH9J-:@ZJN:CFH9J/:@&JA9363KNF4V*,=DJ,T4X)5%-1
M34,U'=4,5#-1S4(U&]4<5'-1S4,U'J4“5 LIK9UX3:?$N&>GQ)%K=XJ9WE&' MWJ<“U314TU'-0#43U2Q4LU'-0347U3Q4\T_\NLN;ZZQUIAK:.$%I[51K&B?& MXL:)9M3Z\:CF MHUJ
:B&EM1.OZ;<8,W>@$#.]HPYM@4 U#=5T5#-0S40U“]5L5'-0S44U#!7\ M$[_N@E$LVNU .:U4FS3=#A/Q#2B\Z-NYYU[%4MI@0S45U314TU'-0#43U2Q4
MLU'-0347U3Q4\U$M0+60TMHUW0Z3&1RU#!FQU0344U#=5T5#-0S40U“]5L M5'-0S44U#]5\5 M0+:2T=N(I3>*)FR+.';6*F=Y11VHJJFFHJ.:@6HFJEFH
M9J.:@VHNJGFHYI_X=3]^1](78^0TMJQUK1%3,1M$U -5“2FLG7M,T,1%.43Y_&(MV2Z“:BFH: MJNFH9J“:B6H6JMFHYJ“:BVH>]ODG?MU%PUBT,X+2VK'6=$9,Q%.E]72Y3)]^
M“1(IN+LK0RVY[PPUM“\“U514TU!-1S4#U4Q4LU#-1C4'U5Q4\U#-1[4 U4)* M:P==TRPQF:(C5K1! M545--034U -5“2FLG M7M,@,1'?@J*Y&MWVBDS2(L_7\5Q:)-5Y3G
(\FFWNI/VJ_'K[@NZ3%6C?!*JI MJ*:AFHYJ1JWM7L]O.!Z//!H.]“UZ9:%D+U6Q4V$ MG3QZ,YCN1QW:$H%J-JHYJ..>MWD]M*B/:@&JA936RK!TP Q%3= ?+B_S^+[MJ(BE)“[*
($MG<3S/I;LL74GY9K“:/]=V4$U%-0W5=%0S:FWW M>]2CR?1Z[ZZX)EK40C4;U1Q4]VUS@K(5_+^20&CXW7CX?#@=2;Z=A:J
MV:CFH)]+:AZ]^:@6H%I(:>WP:IH8RH>B\#+*A*]ZMM+M%4=>2_&W.)LM\NC+ M,A:,\!6KO=.*U%14TU!-1S7CQ&<['&SNN]:YBT:NAX5J-JHYJ.:BFH=J/JH%
MJ!926COEFL:%Z8G&A;]^>@%M:4 U%=4T5--KK75“0)Y<[^^=*G:%D./#^4*1=7IQ@Z$PSM7T U M%=4T5--1S4 U$]4L5+-1S4$U%]4\5/-1+4“UD-+:2=?T+TS1_I4IVK^ :BJJ
M:.BFHYJ!:B.J6:AFHYJ#:BZJ>:CFHUJ .B&EM1.OZ5^8_AW]“^(BO8,0[5] M-0W5=%0S4,U$-0O5;%1S4,U%-0_5_.EAA\O>Z:D +1A26CO=FLZ%J:ASX?GZ M<:,TR1?S.
(LV89;%LWCQ=7,“XMC!.+1% =746ML]X#4>'/0H:6A1'=4,5#-1 MS4(U&]4<5'-1S4,U']4“5 LIK95I5TTGPY6XDZZK?97ZN&J*_+:%NMRGVV
M*M<>H^^;Z;_KQ_*+^RPMA[+/9R*Z0DYEW/^_+;8/\5/VYMUC M=!|47;_2\I&=^5]%4YUCR1;W#R]?%.EC&4 7TI>T*-+5YN%#\4]D=4+ MRN_?I6GQ_$55X“G-?M^\S9O_ U!+
P04 “ “LA&99W%BL'CD# V“P M&0 'AL+W=O4“!F0#EU _K MN3DFA1,/S=HUCX=L*2DIX)HCLG*9C1Q/.P04 MIE(S8/58P1@HU43*C<>:TVF.U,#M\3/[5Q.
]BN4>“Q@S>DHX^E]OBFCPORC=6WK.6BZ%)+E-5AYD).B>N*G6H1JERB231\6C&; Q2>4/BZ)W* 3-%'UF“TI(#9#=T9LR$[.5\!5[.!S MH:]JU'D6Z“@!B0D5QQ]DN=“/:F?
H2N6>/L2=UJY<5*X$!UP)T14KY$*@M,@@ ML^“3=OQ9“]Y5LC3:!,_;7 2MA!,H.RCT/]/ “R*+/^/?OT:W?$ M“)M“”0U?>(!O3+$0NARJ+/_ZKO;1H81<_+;ENB*+
[&3ZAN($D]AY*C;30!? M@1-_.#WQ“\VG=^3+'E/LO2=R'8R$C49B=K8XUM&L214Q;“V!%18OTJG_EJL M8]ISZO?/MGI#=[6MLQW3Z^^-)7:S*-
@U2^UF8;\\#3:“]MN%X5[\B0'[+P]N_3 N;W('GFOB;S7&GGZ M5*JO*V2(DAF@HPU@+HYM<;?3[)!!HA#EYKJTO7!O9DA>QQ#4#,COH@QO;$SI MOS(%%J8=O?N-WOU6ZH2L2
9%AC8$:'PRBH2/]C.]EZ!O6R2O&R2MH14$;I; MC4 ;?&XZ,(&F;%(G]ZIO5ILF]|ST-GOK%_Y@[%O6$]445CW<7_]]H[S“?$¥4
M0T!AIH[R.GWU%“O“J2ZLFDI6F#;EG4C4U9KA0C2UP;;#V9XS)YXD^H&F5XS]0 M2P,$% @ K(1F696\I;.V! +!8 !D !X;“]W;W)K&ULM9A=;^(X%(;_BI49C5J!0V+GNP-
(+>WNSL5HJS*=T5ZZB8&H M27“?S!=“/3#'PR6>DRD1#\L)N_,VDN<9“3G“>L.*)1'2I_4S?=X9%@]{I*22“@76/X\DPE)4^5) MQO&G_^*4:B)8!\Z$I)(N*R(RJN*_+N-&>
MN$/P@^9BP<%M'LXQWZBMX=(X\“4&0UB/)-J,Y#72>IR2Y0#8U@5 %G+Z M*; MWY!(FL/“W-:$8|>)M0M_MBZQFVSTC6H[O2;J^IQR9B9.;]D- M(0%W+(E{IV9IG;*:G\K;-G]+DL
C“GI,TQ0S#I:$E2GNS7#E.FBE.!PXGM7Z MP$ZR]=$<2XL:6G1PI3^0L70(G7;91X/]H)I.SX6K!$@4+OK=^K^@6CV+IH_ M@&Z7[“/T!FP$!]0KCGV;P(&,3D_ZK($7=“$_0G_ 1H!
O0+IV1(.Y'-[^> . MG_N.I;H-T4@/]-<>;Y32W&PO=V]R:W-H965TZWEZT@? >X.#@YTV9'RE[YCM“!/B6I3E?6#LA]I>V MS=<[DF^H7N2RW1R715E]{\>9V1E.6<'D2. MY.2.
7[(,LR^7Y.4'A<6M%Y7W“;G2A6V,OY'F_)BHB'_1V32W%B9.,Y#RA M.6!DL[“NX&6&@J*@W.(Q{4?>> V*4WFB]+E8^“=>6$YQ1“0E:U$@L/S0OFY(MFA8D>1Q?%=2]HED4-
E^_TF_+DY%G@!:XJ M<(?NP5,%7FGF=“JEAP@+O)PS>@2LV%K2BA>ES+);GGZ2%[=])9A\-Y%U8KD2 M=/V\HVE,&^=?/IZ2,1W\!&LY/B*#RD!= -/N“1D[BC M/M+7AYIZ6UJIU*!7-
==(“[PE3Q. PC\ O MR%Z6.UU[;YV-6UUHM^1Y/;S.J\C!Q?W]@7_HNEI:7'$[NN1[O“8+2]YO.&$O MQ%K^]@N<.7]V]3()BPS!6AJ]2]-7TMTQ&KOT>2;UF81%AF M?=-*WU0[“J_) M-
LGS)-_*FW6*\S4!%TFN;AF=HU“+&ZO1)“PZP:8EK)A=7Y8N“J#C3>?V2X>A M665HIC7T%\-Y_;I^XD4+&>O%)“R:G7F!<.9#Y'=[\2LOOM;+H_S@_5R+EC%6
MBTE8Y)H^1@&@3\+N[4$E99 JT6&GPU)!IC18L:.,0F+@G,S:.I/?:?;3%B9 M“;5F9 P8<9_1LL;J,0F+PH[(C ,#U^W6 YTZ^3G;J>Q+F8GER+EZ(4QF?%#> M>H",D03“+@C#*P*
<9V1SC'IS2@M,D5KZVT$;_B.J2ZF:8H9!WMI MM1R.G;-1CQZMU20M4K2@,2“#21 XC1_8,S11[0X-G@0'&M,“1QLS28L4#7K- M.1%-_%F/ICK20WVF;\R) RT9#?5&:9&BM2P%$S\
(FS\]QNKT#K7I]LUT.5“: MT2AOE!8I6DM:. F\'D]U3(?ZG-XQ>0Z4932P&Z5%BM:\F%[N^CGO/87EW6T1]HL.[!9UD/&7FJCM$C1VOVR[TU[HB6J8SG2Q_+!
M#;:>,]J.T0RN:$T|/9\!5&=NI,_5(3JO(W< M_]UC1D8CN%%:9(K6UEN'MYH2T8CN:*U+6D&4QVVD?{[]?=TQGKD M:%%&;TD,EGS.0P%*-A+I3'QY M\=CIN8W3@J#
[\DF&)RH$S&ULQ5A:;Z-&%/XK([IJ=Z5LN.,XM9$<0]65NE(4=]N'J@\3.#8HP+ S8SOI MK^_,@%D@$RO;LMH?>V;XSG>N'#@LCH0^L R H\>RJ-C2R#BOKTV3)1F4F%V2
M&BIQ94MHB;G8TIW):@HX54)E83J6%9@ESBLC7*BS6QHNR)X7>06W%+%]66+Z M= ,%.2X-VS@=W.6[C,L#,US4> <;X) J6RIV9L>2YB54+“ “<5HK!=&BO[.K8M M*: 0?
^1P9+TUD[<$_(@-Q_2I6%)BZ“ A$L*+/X.L(:BD$S“CI\MJ=‘IE(+] M]8G]%^6\<.8>,UB3XL\\Y=G2N#)0“EN\+_@=.?X*K4.^Y$M(P=0O.K98RT#) MGG%2ML+“@C*OFG_\V :B)R!X]
),*^“,!;P7!-Q6P'VM!J\5\%ZKP6\%E.MF MX[L*7(0Y#A>4'!&5:,$F%RKZ2EK$*Z]DH6PX%5=S(,[!FN4K8PN3!;*C>3UL2;QD3G!1-=])%4/!/652FD M&OGHO/S\C+PIPM7%$#G%
[,8Y2[B!^A*YU@5R+,?3V+-^O;BK<<^? ;8__L_9! M,-RN@%S%Y[!EV*;77\XUL(\ M] /_'.3Y\V (BIZ#A(-7[A 5:U“.%=@=:A “OPN!?S8$&_&LRJO=!=I!!107
MJEQQ*EINSCC%G&F_TLZ=<6Y1DT91D\41D@\P?6:“[]QA@BF3.“59-“59 M/!'9((FS+HFS;]AA&FZ_WSSFOC_J,!]0,0^!HN<@VW=GHV85:U“VY_GZ#G/5 MA>#J; CN1%
Q33)5IBDV M,I\RB5.215.2Q1.1#9)H6U_F%^L;-I:6O\NX03CQJ(!N98]:BP;T,P>O[EH M0{$=C-J*V9OF2J[-48SX9*HN>;]O#OM1O65&E!'YS?V]=K6G$=RM%?3XQ?Z MYKO
1TQW><50 5NARKJ- M5-!\ C_!5!+ P04 “ “LA&997O03H!T# #^#0 &0 'AL+W=O&!H+'7<>(=AR M\H;$@N)B 7 T2RDH$H,7;O <9RP& 09/2]==‘UU@ZY0G*$?$2D8S@(VT;D8
MA63I?A7QKHQHGHAHH4>2\8@A+PL@:-#/V_5?6O2ZF'UM@;FSX,YL!3YB>HNL MWB=D&];5-)YV^1)R(3>4O-\@=\^7-T7WVN4N^*<&?V“&5;\'2_&L$[P'PAB: M“X/C+
(3,CX&AWP^B#[KGD+(_3>DN@?UFH-SGQBS'/DPUL9$QH&O0G(\?>@/C M:Y/77<+<+F%>1[“#K/3KK/3;Z,X“;\L74GP84 (A3A“K7]C&=[“5=VE22MA MP>2'9^T8$WV]
[_3['K9A“7R.AK3@8-VI;#=ZN#,]VD! ;)DBQ,NEW4AM@^* M> 2H;0I\K8UTJ7>VN^+B-ZC1&'=<0#>P>UO8-6>R^UL)5VJ85= MPMPN85Y'L(.4#.N4#+O>R8==9J5+F-
LES.L(=I“549V54<<[^>B,K77>&O12 ML[N$>1W!2K/UO8-N“C14-PR&?%)DO#SPU:WU)6:FSNY'[?/>V“WO(O\QY6QE_),??8ODE%XY
MG=.,E!=Y085&TEQF1.FNG'EE(2E)2B!EW.MV.J&7$2;$#]TQX6PB M&;!2DC&^,N$N!*8YSZ6C=+7K=#Y$R@<#^Z8'-T*MDS&&1RRJWR6#^3NK+=X!U M#PPRSAN#7=
<$1H,“*$6EN-*=ZN(]^ ARZO;MJM .9Y*L_&[/;0G522>9Y#*A MLDGCN^O0:,!I“G8DF\WAK/+“ U“]/-.A)%9+DCE8YENK%NUV*)I:D-UT\B8#NAOJAGM3=G>BW2=@MWGZM-
“#T=4?;@SZ+6D*5M6 M_67:&,#4?5R=% 5??>1L)C)]!O_DA*,!6?.<>2[9@\X&I3+5 2I=YYY*Q:;; MD9^2%++=TJ=;EM$QQS]TC]/QOYWE&!96$;YK6M7_(L_QBQT'_M2Q73Y5=PU:/
ML:Q_T$WVCL%D> PFCZ(FHV,P&1^!R?ZK/36?8|(_?)/!8;ZV5Y_7-O:$6SO“ M)NK SGOH?H-]/&^3.I,%XX]NC=G24+%HXVAEE=DHO\HW=+7UR2#3\?:8:7VV\0O;7 ;;F^RH$
M&RE>B=A(\;D&Q#YOP(AC^VIC>8“!K0)6.Y#?G@=]RLX)-EA5S!MV!^-('&,(MU**]1L,0F9T0/O;UP>Z2((AC.P*8W4$08 C@O4$L#!!0 (*R$9EF7BKL

-8?20$3;8T.P6BP^ M0“X99K>]9!:G/#{_?5 P 5!X \ !X M;“]W;W)K8F]O:RYX;6S%F5M/VS 4@/^*E9>QARW-A*V#6EL:$6\(I.< MMA:.W=D.,'[]G)0.>VV/]G*4IR9.ZGPYL<]WXAP]:?-
PK_4#>VZDLN-D[MSB M,$UM-8>&VX]Z A17W0@KW>YSTVQ(2U@@E&O$“]3@9)-$M=8\Z2!O^+WM6QR_\D]R#C9&_D.I\)8UY_1 M]\\]XR/XDY=[K=.?A71@SKF#+T:W“Z%F73?
^+M+@-OHXK'Z703PT_Q-&/9V* M“LYUU3;@W#*.!F0'J.Q<+&S“%&]@G)SI1S#=_?@+7-;+>W,>*HB4.13^@+FL M>SQ*%%6#LE SOV6U%+7GJ-DIEUQ5P +(‘(‘;!X2\RP/(H$L!H&
<=#C^KP%D MB4“6 T)&D=Q%(‘>‘A“P“R#T$!TE MJ$K$D)@T,F)K3)RN'N9:UF#L';OXU?]J+F3#?)$1R^(*ZM].//,).“:] M9@;6CI@W,F)QX+DYK%DSS“ 9 ML4+^35:
H5F'$*8N/@ MF&6(B=FG(+:/NKF7“3/*[6FGX)8/X&Z7^=UM]3YES/$1)?$B 4482[3I‘ ; M/M-?<=<:$6)B BJ(!;16;<0Q#3$Q 17$ MJ &<8TQ,0$5! +“,6,5VLQ 17$ M EK'C 9HB(D)]“
6$+I P'9“3$Q !;& -M;#;],H7/W&!%02“V@+YNK)AYB8 M@$IB 6U;<-F“B5FH‘.(E;(49S?02LU!),:*$ \YW%HXE^FB&V$+J2%?11= M?=]_@-02P,$% @ K(1F6;@VQ-RI 0 +AL !H
!X,“]?/L@*.!8*=*@96UMCS^&W^RUK.O4)7I4),C_M#$WN54G>.\V*?4?#@7 MU_MP*F.,_L+Y=MZZ-N$_$^OM MK .G_7Z^Q3.Z8_!]]=NCW$?0BIZ]!+=A30OW*5ZGH!N?
I#^,?+16V[F1;O< M2.%R!RD$:?X@@R#+'^0AR.BOJK01Z*^]M!'HKZ]T$ M>BOJK01Z*^]M!'H;ZFT$>AOJ;01Z&^IM!'L9I.$0&]#O8U ;T.]C4!O0[V- M0&]#O8U ;T.]C4!O0[V-
0&^/>GL“O3WJ[0GT]JBW)]#;H]Z>0&_?V>PFT-NC MWOZ=>L=TK4)\]CS6^/QW4IUN]X;GX^_+Q\G.“W7'V<'OL<4O4$L#!!0 (M *R$9EE3V2LIL@$ %,; 3 6T-O;G1E;G1?5'EP97-
=+GAM;,V9S6[“ M,!“$7P7EBHBQG=(? 9>VUY9#7\!--B0BB2W;4'C[.N%':D6C(BIU+K$2]Z, MO=)WR?1M9\@-MG75N%E4>&\)>&\'-
I0;5RL3;4A)U7T<$A#IU=C2M*XX:A(&)G'=]=GPT.?:\;LK,,+!0UK^H.E2Q;<6H?K_=!VU&PO=&AE;64O=&AE;64Q+GAM;%!+ 0(4 Q0 (M *R$9ED HK.RS 4 ,4> 8 “ @0T(
!X,“]W;W)K&PO=V]R:W-H965T&UL4$L! A0# M% @ K(1F65I;WDS^ @ 8PH !@ (“!U!0 'AL+W=O M?)TGY@=< &DJ M 8 “ @0@8 !X,“]W;W)KP & @($D(M>&PO=V]R:W-
H965T&UL4$L! A0#% @ K(1F68“AN3$% M“)24 !@ (“!NBP 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ K(1F6<(G9VS.!0 Q@X !@ M (“!-&@ 'AL+W=OD]P0 *4, 9 “ @3AN
!X;“]W;W)K&UL4$L! A0#% @ K(1F68P&-V.> @ W 4 !D M (“!9G, 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ K(1F6>*A _]N#0 *2D !D (“! M4H8 'AL+W=O&PO=V]R:W-
H965T&UL4$L! A0#% M @ K(1F63H>7#3A*@ 1Y, !D (“!+K('AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ K(1F6?(O[_RM M @ X 4 !D (“!;.4 'AL+W=O&PO=V]R:W-H965TK@,
+D(9 “ @4+K !X;“]W;W)K&UL4$L! A0#% @ K(1F601Z%%99!0)@X !D M (“!)^\ 'AL+W=O&PO=V]R M:W-H965T#!]X;“]W;W)K&UL M4$L! A0#% @ K(1F65&=N;4H P A X !D
(“!“Q(! M 'AL+W=O8# !U%@ &0 @(%J%0$ >&PO=V]R:W-H965T&UL4$L! A0#% @ MK(1F6?7+,HZ?! \Q8 !D (“!1!T! 'AL+W=O0 &0 @(&^ M*P$ >&PO=V]R:W-H965T&UL4$L!
A0#% @ K(1F62G,B/U! P E0X !D M (“!PS@! 'AL+W=O&PO=V]R:W-H M965T&UL4$L! M A0#% @ K(1F6<)/^V!^ P PPX !D (“!(4(! 'AL M+W=O&PO=V]R:W-H965T&UL4$L! A0#%
@ K(1F M6=Q8K!XY P -@L !D (“!.&$! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ K(1F61NK2K.U P _! M !D (“! 6\! 'AL+W=O&PO=V]R:W-H965T7!E&UL4$L%!@ U #4 :@X
';“ 0 ! $! end XML 57 Show.js IDEA: XBRL DOCUMENT // Edgar(tm) Renderer was created by staff of the U.S. Securities and Exchange Commission. Data and content created
by government employees within the scope of their employment are not subject to domestic copyright protection. 17 U.S.C. 105. var Show=
{};Show.LastAR=null,Show.showAR=function(a,r,w){if(Show.LastAR)Show.hideAR();var e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE')
{var ref=((window)?w.document:document).getElementById(r);if(ref){e=ref.cloneNode(!0); e.removeAttribute('id');a.parentNode.appendChild(e)}}
if(e)e.style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none'};Show.toggleNext=function(a){var
e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(!e.style.display){}else{var d,p;if(e.style.display=='none'){d='block';p='-'}else{d='none';p='+'}
e.style.display=d;if(a.textContent){a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}}} XML 58 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 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 .reu table td { border-bottom: 0px solid black; } /* styles for footnote marker */
.report .fn { white-space: nowrap; } /* styles for numeric types */ .report .num, .report .nump { text-align: right; white-space: nowrap; } .report .nump { padding-left: 2em; }
.report .nump { padding: 0px 0.4em 0px 2em; } /* styles for text types */ .report .text { text-align: left; white-space: normal; } .report .text .big { margin-bottom: 1em; width:
17em; } .report .text .more { display: none; } .report .text .note { font-style: italic; font-weight: bold; } .report .text .small { width: 10em; } .report sup { font-style: italic; }
.report .outerFootnotes { font-size: 1em; } XML 60 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html 195 311 1 false 50 0 false 17 false false R1.htm 0000001 -
Document - Cover Sheet http://www.evolus.com/role/Cover Cover Cover 1 false false R2.htm 9952151 - Statement - Condensed Consolidated Balance Sheets Sheet
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Consolidated Balance Sheets (Parenthetical) Sheet http://www.evolus.com/role/CondensedConsolidatedBalanceSheetsParenthetical Condensed Consolidated Balance Sheets
(Parenthetical) Statements 3 false false R4.htm 9952153 - Statement - Condensed Consolidated Statements of Operations and Comprehensive Loss Sheet
http://www.evolus.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLoss Condensed Consolidated Statements of Operations and Comprehensive
Loss Statements 4 false false R5.htm 9952154 - Statement - Condensed Consolidated Statements of Stockholders??? Equity (Deficit) Sheet
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Disclosure - Description of Business Sheet http://www.evolus.com/role/DescriptionofBusiness Description of Business Notes 7 false false R8.htm 9952157 - Disclosure - Basis of Presentation and Summary of Significant Accounting Policies Sheet http://www.evolus.com/role/BasisofPresentationandSummaryofSignificantAccountingPolicies Basis of Presentation and Summary of Significant Accounting Policies Notes 8 false false R9.htm 9952158 - Disclosure - Fair Value Measurements Sheet http://www.evolus.com/role/FairValueMeasurements Fair Value Measurements Notes 9 false false R10.htm 9952159 - Disclosure - Goodwill and Intangible Assets Sheet http://www.evolus.com/role/GoodwillandIntangibleAssets Goodwill and Intangible Assets Notes 10 false false R11.htm 9952160 - Disclosure - Accrued Expenses Sheet http://www.evolus.com/role/AccruedExpenses Accrued Expenses Notes 11 false false R12.htm 9952161 - Disclosure - Term Loans Sheet http://www.evolus.com/role/TermLoans Term Loans Notes 12 false false R13.htm 9952162 - Disclosure - Operating Leases Sheet http://www.evolus.com/role/OperatingLeases Operating Leases Notes 13 false false R14.htm 9952163 - Disclosure - Commitments and Contingencies Sheet http://www.evolus.com/role/CommitmentsandContingencies Commitments and Contingencies Notes 14 false false R15.htm 9952164 - Disclosure - Stockholders??? 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Schedule of Components of Lease Expense and Other Quantitative Information (Details) Details 36 false false R37.htm 9954491 - Disclosure - Operating Leases - Schedule of Weighted-Average Remaining Lease Term and Discount Rate (Details) Sheet http://www.evolus.com/role/OperatingLeasesScheduleofWeightedAverageRemainingLeaseTermandDiscountRateDetails Operating Leases - Schedule of Weighted-Average Remaining Lease Term and Discount Rate (Details) Details 37 false false R38.htm 9954492 - Disclosure - Operating Leases -Schedule of Maturity of Operating Lease Liabilities (Details) Sheet http://www.evolus.com/role/OperatingLeasesScheduleofMaturityofOperatingLeaseLiabilitiesDetails Operating Leases -Schedule of Maturity of Operating Lease Liabilities (Details) Details 38 false false R39.htm 9954493 - Disclosure - Commitments and Contingencies (Details) Sheet http://www.evolus.com/role/CommitmentsandContingenciesDetails Commitments and Contingencies (Details) Details http://www.evolus.com/role/CommitmentsandContingencies 39 false false R40.htm 9954494 - Disclosure - Stockholders' Equity - Narrative (Details) Sheet http://www.evolus.com/role/StockholdersEquityNarrativeDetails Stockholders' Equity - Narrative (Details) Details 40 false false R41.htm 9954495 - Disclosure - Stockholders' Equity - Schedule of Weighted-Average Assumptions (Details) Sheet http://www.evolus.com/role/StockholdersEquityScheduleofWeightedAverageAssumptionsDetails Stockholders' Equity - Schedule of Weighted-Average Assumptions (Details) Details 41 false false R42.htm 9954496 - Disclosure - Stockholders??? Equity - Schedule of Stock Option Activity (Details) Sheet http://www.evolus.com/role/StockholdersEquityScheduleofStockOptionActivityDetails Stockholders??? Equity - Schedule of Stock Option Activity (Details) Details 42 false false R43.htm 9954497 - Disclosure - Stockholders' Equity - Schedule of Restricted Stock Unit Activity (Details) Sheet http://www.evolus.com/role/StockholdersEquityScheduleofRestrictedStockUnitActivityDetails Stockholders' Equity - Schedule of Restricted Stock Unit Activity (Details) Details 43 false false R44.htm 9954498 - Disclosure - Stockholder's Equity - Schedule of Stock-based Compensation Expense Allocation (Details) Sheet http://www.evolus.com/role/StockholdersEquityScheduleofStockbasedCompensationExpenseAllocationDetails Stockholder's Equity - Schedule of Stock-based Compensation Expense Allocation (Details) Details 44 false false R45.htm 9954499 - Disclosure - Medytox Settlement Agreements (Details) Sheet http://www.evolus.com/role/MedytoxSettlementAgreementsDetails Medytox Settlement Agreements (Details) Details http://www.evolus.com/role/MedytoxSettlementAgreements 45 false false All Reports Book All Reports eols-20240930.htm eols-20240930.xsd eols-20240930_cal.xml eols-20240930_def.xml eols-20240930_lab.xml eols-20240930_pre.xml http://fasb.org/us-gaap/2024 http://xbrl.sec.gov/dei/2024 true true JSON 63 MetaLinks.json IDEA: XBRL DOCUMENT { "version": "2.2", "instance": { "eols-20240930.htm": { "nsprefix": "eols", "nsuri": "http://www.evolus.com/20240930", "dts": { "inline": { "local": ["eols-20240930.htm"] }, "schema": { "local": ["eols-20240930.xsd"], "remote": ["http://www.xbrl.org/2003/xbrl-instance-2003-12-31.xsd", "http://www.xbrl.org/2003/xbrl-linkbase-2003-12-31.xsd", "http://www.xbrl.org/2003/xl-2003-12-31.xsd", "http://www.xbrl.org/2003/xlink-2003-12-31.xsd", "http://www.xbrl.org/2005/xbrldt-2005.xsd", "http://www.xbrl.org/2006/ref-2006-02-27.xsd", "http://www.xbrl.org/lrr/role/negated-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/net-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/reference-2009-12-16.xsd", "https://www.xbrl.org/2020/extensible-enumerations-2.0.xsd", "https://www.xbrl.org/dtr/type/2020-01-21/types.xsd", "https://www.xbrl.org/dtr/type/2022-03-31/types.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-roles-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-types-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-gaap-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-roles-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-types-2024.xsd", "https://xbrl.sec.gov/country/2024/country-2024.xsd", "https://xbrl.sec.gov/dei/2024/dei-2024.xsd", "https://xbrl.sec.gov/stpr/2024/stpr-2024.xsd"] }, "calculationLink": { "local": ["eols-20240930_cal.xml"] }, "definitionLink": { "local": ["eols-20240930_def.xml"] }, "labelLink": { "local": ["eols-20240930_lab.xml"] }, "presentationLink": { "local": ["eols-20240930_pre.xml"] } }, "keyStandard": 261, "keyCustom": 50, "axisStandard": 22, "axisCustom": 1, "memberStandard": 27, "memberCustom": 21, "hidden": { "total": 14, "http://fasb.org/us-gaap/2024": 8, "http://xbrl.sec.gov/dei/2024": 5, "http://www.evolus.com/20240930": 1 }, "contextCount": 195, "entityCount": 1, "segmentCount": 50, "elementCount": 469, "unitCount": 17, "baseTaxonomies": { "http://fasb.org/us-gaap/2024": 656, "http://xbrl.sec.gov/dei/2024": 29 }, "report": { "R1": { "role": "http://www.evolus.com/role/Cover", "longName": "0000001 - 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and payable to vendors for goods and services received, taxes, interest, rent and utilities, accrued salaries and bonuses, payroll taxes and fringe benefits." } } }, "auth_ref": ["r48", "r49"] }, "us-gaap_AccountsPayableAndAccruedLiabilitiesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsPayableAndAccruedLiabilitiesDisclosureTextBlock", "presentation": ["http://www.evolus.com/role/AccruedExpenses"], "lang": { "en-us": { "role": { "terseLabel": "Accrued Expenses", "label": "Accounts Payable and Accrued Liabilities Disclosure [Text Block]", "documentation": "The entire disclosure for accounts payable and accrued liabilities at the end of the reporting period." } } }, "auth_ref": ["r47", "r49", "r53", "r836"] }, "us-gaap_AccountsPayableCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsPayableCurrent", "crdr": "credit", "calculation": { 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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": ["r47", "r720"] }, "eols_AccountsReceivableAllowanceForCreditLossWriteOffRecovery": { "xbrltype": "monetaryItemType", "nsuri": "http://www.evolus.com/20240930", "localname": "AccountsReceivableAllowanceForCreditLossWriteOffRecovery", "crdr": "debit", "presentation": ["http://www.evolus.com/role/BasisofPresentationandSummaryofSignificantAccountingPoliciesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accounts recovery, write-off net of recoveries", "label": "Accounts Receivable, Allowance for Credit Loss, Write-off (Recovery)", "documentation": "Accounts Receivable, Allowance for Credit Loss, Write-off (Recovery)" } } }, "auth_ref": [] }, "us-gaap_AccountsReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNetCurrent", "crdr": "debit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.evolus.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accounts receivable, net", "label": "Accounts Receivable, after Allowance for Credit Loss, Current", "documentation": "Amount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current." } } }, "auth_ref": ["r773"] }, "us-gaap_AccruedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.evolus.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accrued expenses", "label": "Accrued Liabilities, Current", "documentation": "Carrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r49"] }, "us-gaap_AccruedRoyaltiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedRoyaltiesCurrent", "crdr": "credit", "calculation": { "http://www.evolus.com/role/AccruedExpensesDetails": { "parentTag": "us-gaap_AccountsPayableAndAccruedLiabilitiesCurrent", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.evolus.com/role/AccruedExpensesDetails", "http://www.evolus.com/role/MedytoxSettlementAgreementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accrued royalties under the Medytox Settlement Agreement", "label": "Accrued Royalties, Current", "documentation": "Carrying value as of the balance sheet date of obligations incurred through that date and payable for royalties. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r49", "r674"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossNetOfTax", "crdr": "credit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.evolus.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated other comprehensive loss", "label": "Accumulated Other Comprehensive Income (Loss), Net of Tax", "documentation": "Amount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source." } } }, "auth_ref": ["r15", "r16", "r63", "r128", "r561", "r589", "r590"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeMember", "presentation": ["http://www.evolus.com/role/CondensedConsolidatedStatementsofStockholdersEquityDeficit"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated Other Comprehensive Loss", "label": "AOCI Attributable to Parent [Member]", "documentation": "Accumulated increase (decrease) in equity from transactions and other events and circumstances from non-owner sources, attributable to the parent. Excludes net income (loss), and accumulated changes in equity from transactions resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r1", "r10", "r16", "r451", "r454", "r512", "r585", "r586", "r753", "r754", "r755", "r764", "r765", "r766", "r767"] }, "us-gaap_AdditionalPaidInCapital": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapital", "crdr": "credit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.evolus.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Additional paid-in capital", "label": "Additional Paid in Capital", "documentation": "Amount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock." } } }, "auth_ref": ["r58", "r720", "r897"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://www.evolus.com/role/CondensedConsolidatedStatementsofStockholdersEquityDeficit"], "lang": { "en-us": { "role": { "terseLabel": "Additional Paid In Capital", "label": "Additional Paid-in Capital [Member]", "documentation": "Excess of issue price over par or stated value of the entity's capital stock and amounts received from other transactions involving the entity's stock or stockholders." } } }, "auth_ref": ["r601", "r764", "r765", "r766", "r767", "r839", "r898"] }, "us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue", "crdr": "credit", "presentation": ["http://www.evolus.com/role/CondensedConsolidatedStatementsofStockholdersEquityDeficit"], "lang": { "en-us": { "role": { "terseLabel": "Stock-based compensation", "label": "APIC, Share-Based Payment Arrangement, Increase for Cost Recognition", "documentation": "Amount of increase to additional paid-in capital (APIC) for recognition of cost for award under share-based payment arrangement." } } }, "auth_ref": ["r39", "r40", "r382"] }, "us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": ["http://www.evolus.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Adjustments to reconcile net loss to net cash used in operating activities:", "label": "Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_AllocatedShareBasedCompensationExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AllocatedShareBasedCompensationExpense", "crdr": "debit", "presentation": ["http://www.evolus.com/role/StockholdersEquityNarrativeDetails", "http://www.evolus.com/role/StockholdersEquityScheduleofStockbasedCompensationExpenseAllocationDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Recognized stock based compensation expense", "terseLabel": "Allocated stock-based compensation expense", "label": "Share-Based Payment Arrangement, Expense", "documentation": "Amount of expense for award under share-based payment arrangement. Excludes amount capitalized." } } }, "auth_ref": ["r413", "r418"] }, "us-gaap_AllowanceForDoubtfulAccountsReceivable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AllowanceForDoubtfulAccountsReceivable", "crdr": "credit", "presentation": ["http://www.evolus.com/role/BasisofPresentationandSummaryofSignificantAccountingPoliciesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Allowance for credit losses", "label": "Accounts Receivable, Allowance for Credit Loss", "documentation": "Amount of allowance for credit loss on accounts receivable." } } }, "auth_ref": ["r129", "r208", "r243", "r246", "r248", "r865"] }, "us-gaap_AlternativeInvestmentMeasurementInput": { "xbrltype": "decimalItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AlternativeInvestmentMeasurementInput", "presentation": ["http://www.evolus.com/role/FairValueMeasurementsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Measurement input", "label": "Alternative Investment, Measurement Input", "documentation": "Value of input used to measure alternative investment." } } }, "auth_ref": ["r711", "r843", "r844", "r845"] }, "dei_AmendmentFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "AmendmentFlag", "presentation": ["http://www.evolus.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Amendment Flag", "label": "Amendment Flag", "documentation": "Boolean flag that is true when the XBRL content amends previously-filed or accepted submission." } } }, "auth_ref": [] }, "us-gaap_AmortizationOfFinancingCostsAndDiscounts": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfFinancingCostsAndDiscounts", "crdr": "debit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order":

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As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method." } } }, "auth_ref": ["r6", "r268", "r275", "r688"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "presentation": ["http://www.evolus.com/role/BasisofPresentationandSummaryofSignificantAccountingPoliciesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Securities excluded from the computation of diluted net loss per share (in shares)", "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount", "documentation": "Securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented." } } }, "auth_ref": ["r181"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis", "presentation": ["http://www.evolus.com/role/BasisofPresentationandSummaryofSignificantAccountingPoliciesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive Securities [Axis]", "label": "Antidilutive Securities [Axis]", "documentation": "Information by type of antidilutive security." } } }, "auth_ref": ["r24"] }, "us-gaap_AntidilutiveSecuritiesNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesNameDomain", "presentation": 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"r682", "r683", "r720", "r737", "r804", "r805", "r856"] }, "us-gaap_AssetsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetsAbstract", "presentation": ["http://www.evolus.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "ASSETS", "label": "Assets [Abstract]" } } }, "auth_ref": [] }, "us-gaap_AssetsCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetsCurrent", "crdr": "debit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_Assets", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://www.evolus.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "totalLabel": "Total current assets", "label": "Assets, Current", "documentation": "Amount of asset recognized for present right to economic benefit, classified as current." } } }, "auth_ref": ["r117", "r134", 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These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r441"] }, "us-gaap_BusinessCombinationContingentConsiderationArrangementsChangeInAmountOfContingentConsiderationLiability1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationContingentConsiderationArrangementsChangeInAmountOfContingentConsiderationLiability1", "crdr": "debit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 13.0 } }, "presentation": ["http://www.evolus.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "verboseLabel": "Revaluation of contingent royalty obligation payable to Evolus Founders", "label": "Business Combination, Contingent Consideration Arrangements, Change in Amount of Contingent Consideration, Liability", "documentation": "Amount of increase (decrease) in the value of a contingent consideration liability, including, but not limited to, differences arising upon settlement." } } }, "auth_ref": ["r442", "r757"] }, "eols_CEOPerformanceRestrictedShareUnitsCPRSUMember": { "xbrltype": "domainItemType", "nsuri": "http://www.evolus.com/20240930", "localname": "CEOPerformanceRestrictedShareUnitsCPRSUMember", "presentation": ["http://www.evolus.com/role/StockholdersEquityNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "CEO Performance Restricted Share Units (CPRSU)", "label": "CEO Performance Restricted Share Units (CPRSU) [Member]", "documentation": "CEO Performance Restricted Share Units (CPRSU)" } } }, "auth_ref": [] }, "us-gaap_CapitalizedComputerSoftwareAdditions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CapitalizedComputerSoftwareAdditions", "crdr": "debit", "presentation": ["http://www.evolus.com/role/GoodwillandIntangibleAssetsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Capitalized computer software", "label": "Capitalized Computer Software, Additions", "documentation": "Additions made to capitalized computer software costs during the period." } } }, "auth_ref": ["r667"] }, "us-gaap_CashAndCashEquivalentsAtCarryingValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsAtCarryingValue", "crdr": "debit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.evolus.com/role/CondensedConsolidatedBalanceSheets", "http://www.evolus.com/role/DescriptionofBusinessDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash and cash equivalents", "label": "Cash and Cash Equivalents, at Carrying Value", "documentation": "Amount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation." } } }, "auth_ref": ["r21", "r120", "r671"] }, "us-gaap_CashAndCashEquivalentsPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsPolicyTextBlock", "presentation": ["http://www.evolus.com/role/BasisofPresentationandSummaryofSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Cash and Cash Equivalents", "label": "Cash and Cash Equivalents, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy for cash and cash equivalents, including the policy for determining which items are treated as cash equivalents. Other information that may be disclosed includes (1) the nature of any restrictions on the entity's use of its cash and cash equivalents, (2) whether the entity's cash and cash equivalents are insured or expose the entity to credit risk, (3) the classification of any negative balance accounts (overdrafts), and (4) the carrying basis of cash equivalents (for example, at cost) and whether the carrying amount of cash equivalents approximates fair value." } } }, "auth_ref": ["r22"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "crdr": "debit", "presentation": ["http://www.evolus.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "periodStartLabel": "Cash and cash equivalents, beginning of period", "periodEndLabel": "Cash and cash equivalents, end of period", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents", "documentation": "Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r21", "r75", "r154"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "crdr": "debit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.evolus.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "totalLabel": "Change in cash and cash equivalents", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect", "documentation": "Amount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r0", "r75"] }, "dei_CityAreaCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CityAreaCode", "presentation": ["http://www.evolus.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "City Area Code", "label": "City Area Code", "documentation": "Area code of city" } } }, "auth_ref": [] }, "us-gaap_ClassOfStockLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfStockLineItems", "presentation": ["http://www.evolus.com/role/StockholdersEquityNarrativeDetails", "http://www.evolus.com/role/StockholdersEquityScheduleofWeightedAverageAssumptionsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Class of Stock [Line Items]", "label": "Class of Stock [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r125", "r126", "r127", "r186", "r342", "r343", "r344", "r346", "r349", "r354", "r356", "r596", "r597", "r598", "r599", "r695", "r744", "r759"] }, "us-

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likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur." } } }, "auth_ref": ["r54", "r95", "r558", "r612"] }, "us-gaap_CommitmentsAndContingenciesDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureAbstract", "lang": { "en-us": { "role": { "terseLabel": "Commitments and Contingencies Disclosure [Abstract]", "label": "Commitments and Contingencies Disclosure [Abstract]" } } }, "auth_ref": [] }, "us-gaap_CommitmentsAndContingenciesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureTextBlock", "presentation": ["http://www.evolus.com/role/CommitmentsandContingencies", "http://www.evolus.com/role/MedytoxSettlementAgreements"], "lang": { "en-us": { "role": { "terseLabel": "Commitments and Contingencies", 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These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury." } } }, "auth_ref": ["r57"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://www.evolus.com/role/CondensedConsolidatedBalanceSheetsParenthetical", "http://www.evolus.com/role/StockholdersEquityNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, shares, outstanding (in shares)", "label": "Common Stock, Shares, Outstanding", "documentation": "Number of shares of common stock outstanding. Common stock represent the ownership interest in a corporation." } } }, "auth_ref": ["r11", "r57", "r613", "r631", "r898", "r899"] }, "us-gaap_CommonStockValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockValue", "crdr": "credit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.evolus.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, $0.00001 par value; 100,000,000 shares authorized; 63,251,148 and 56,820,621 shares issued and outstanding at September 30, 2024 and December\u00a031, 2023, respectively", "label": "Common Stock, Value, Issued", "documentation": "Aggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r57", "r560", "r720"] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "credit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLoss": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.evolus.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLoss"], "lang": { "en-us": { "role": { "totalLabel": "Comprehensive loss", "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Parent", "documentation": "Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r17", "r139", "r141", "r146", "r552", "r570", "r571"] }, "us-gaap_ComputerSoftwareIntangibleAssetMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComputerSoftwareIntangibleAssetMember", "presentation": ["http://www.evolus.com/role/BasisofPresentationandSummaryofSignificantAccountingPoliciesDetails", "http://www.evolus.com/role/GoodwillandIntangibleAssetsNarrativeDetails", "http://www.evolus.com/role/GoodwillandIntangibleAssetsScheduleofDefiniteandIndefiniteLivedIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Capitalized software", "label": "Computer Software, Intangible Asset [Member]", "documentation": "Collection of computer programs and related data that provide instructions to a computer, for example, but not limited to, application program, control module or operating system, that perform one or more particular functions or tasks." } } }, "auth_ref": ["r667", "r670", "r784", "r785", "r786", "r787", "r788", "r789", "r792", "r793"] }, "us-gaap_ConcentrationRiskCreditRisk": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskCreditRisk", "presentation": ["http://www.evolus.com/role/BasisofPresentationandSummaryofSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Risks and Uncertainties and Concentration of Credit Risk", "label": "Concentration Risk, Credit Risk, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy for credit risk." } } }, "auth_ref": ["r45", "r107"] }, "us-gaap_ConsolidationPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConsolidationPolicyTextBlock", "presentation": ["http://www.evolus.com/role/BasisofPresentationandSummaryofSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Principles of Consolidation", "label": "Consolidation, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy regarding (1) the principles it follows in consolidating or combining the separate financial statements, including the principles followed in determining the inclusion or exclusion of subsidiaries or other entities in the consolidated or combined financial statements and (2) its treatment of interests (for example, common stock, a partnership interest or other means of exerting influence) in other entities, for example consolidation or use of the equity or cost methods of accounting. The accounting policy may also address the accounting treatment for intercompany accounts and transactions, noncontrolling interest, and the income statement treatment in consolidation for issuances of stock by a subsidiary." } } }, "auth_ref": ["r43", "r675"] }, "eols_ContingentRoyaltyObligationMember": { "xbrltype": "domainItemType", "nsuri": "http://www.evolus.com/20240930", "localname": "ContingentRoyaltyObligationMember", "presentation": ["http://www.evolus.com/role/FairValueMeasurementsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Contingent Royalty Obligation", "label": "Contingent Royalty Obligation [Member]", "documentation": "Contingent Royalty Obligation [Member]" } } }, "auth_ref": [] }, "eols_ContingentRoyaltyObligationPayabletoRelatedPartyCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://www.evolus.com/20240930", "localname": "ContingentRoyaltyObligationPayabletoRelatedPartyCurrent", "crdr": "credit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.evolus.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Contingent royalty obligation payable to Evolus Founders", "label": "Contingent Royalty Obligation Payable to Related Party, Current", "documentation": "Contingent Royalty Obligation Payable to Related Party, Current" } } }, "auth_ref": [] }, "us-gaap_ContractWithCustomerLiabilityCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityCurrent", "crdr": "credit", "calculation": { "http://www.evolus.com/role/AccruedExpensesDetails": { "parentTag": "us-gaap_AccountsPayableAndAccruedLiabilitiesCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.evolus.com/role/AccruedExpensesDetails", "http://www.evolus.com/role/BasisofPresentationandSummaryofSignificantAccountingPoliciesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accrued revenue contract liabilities", "label": "Contract with Customer, Liability, Current", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current." } } }, "auth_ref": ["r358", "r359", "r370"] }, "us-gaap_ContractWithCustomerLiabilityRevenueRecognized": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityRevenueRecognized", "crdr": "credit", "presentation": ["http://www.evolus.com/role/BasisofPresentationandSummaryofSignificantAccountingPoliciesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Contract with customer liability revenue recognized", "label": "Contract with Customer, Liability, Revenue Recognized", "documentation": "Amount 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." } } }, "auth_ref": ["r371"] }, "us-gaap_ContractualObligation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractualObligation", "crdr": "credit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.evolus.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Contingent royalty obligation payable to Evolus Founders", "label": "Contractual Obligation", "documentation": "Amount of contractual obligation, including, but not limited to, long-term debt, lease obligation, purchase obligation, and other commitments." } } }, "auth_ref": ["r763"] }, "us-gaap_CostOfGoodsAndServicesSold": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfGoodsAndServicesSold", "crdr": "debit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLoss": { "parentTag": "us-gaap_CostsAndExpenses", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.evolus.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLoss"], "lang": { "en-us": { "role": { "terseLabel": "Product cost of sales (excludes amortization of intangible assets)", "label": "Cost of Goods and Services Sold", "documentation": "The aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. 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Includes, but is not limited to, notes payable, bonds payable, commercial loans, mortgage loans, convertible debt, subordinated debt and other types of debt." } } }, "auth_ref": ["r14", "r94", "r337"] }, "us-gaap_DebtInstrumentFaceAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentFaceAmount", "crdr": "credit", "presentation": ["http://www.evolus.com/role/TermLoansNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt instrument, face amount", "label": "Debt Instrument, Face Amount", "documentation": "Face (par) amount of debt instrument at time of issuance." } } }, "auth_ref": ["r311", "r496", "r497", "r691", "r692", "r718"] }, "us-gaap_DebtInstrumentInterestRateEffectivePercentage": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentInterestRateEffectivePercentage", "presentation": ["http://www.evolus.com/role/TermLoansNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Effective percentage", "label": "Debt Instrument, Interest Rate, Effective Percentage", "documentation": "Effective interest rate for the funds borrowed under the debt agreement considering interest compounding and original issue discount or premium." } } }, "auth_ref": ["r51", "r340", "r496", "r497", "r718"] }, "us-gaap_DebtInstrumentInterestRateStatedPercentage": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentInterestRateStatedPercentage", "presentation": ["http://www.evolus.com/role/TermLoansNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Interest rate on debt", "label": "Debt Instrument, Interest Rate, Stated Percentage", "documentation": "Contractual interest rate for funds borrowed, under the debt agreement." } } }, "auth_ref": ["r51", "r312"] }, "us-gaap_DebtInstrumentLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentLineItems", "presentation": ["http://www.evolus.com/role/TermLoansNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt Instrument [Line Items]", "label": "Debt Instrument [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": ["r159", "r311", "r312", "r313", "r314", "r315", "r317", "r322", "r323", "r324", "r325", "r327", "r328", "r329", "r330", "r331", "r332", "r335", "r690", "r691", "r692", "r693", "r694", "r718", "r760", "r850", "r852"] }, "us-gaap_DebtInstrumentNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentNameDomain", "presentation": ["http://www.evolus.com/role/FairValueMeasurementsNarrativeDetails", "http://www.evolus.com/role/TermLoansNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt Instrument, Name [Domain]", "label": "Debt Instrument, Name [Domain]", "documentation": "The name for the particular debt instrument or borrowing that distinguishes it from other debt instruments or borrowings, including draws against credit facilities." } } }, "auth_ref": ["r14", 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Includes, but is not limited to, debt issuance costs, the effects of refinancings, method of amortizing debt issuance costs and original issue discount, and classifications of debt." } } }, "auth_ref": ["r8"] }, "us-gaap_DeferredFinanceCostsGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredFinanceCostsGross", "crdr": "debit", "presentation": ["http://www.evolus.com/role/TermLoansNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt issuance costs", "label": "Debt Issuance Costs, Gross", "documentation": "Amount, before accumulated amortization, of debt issuance costs. 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specific geographic areas or supply channels." } } }, "auth_ref": ["r784", "r785", "r786", "r787", "r788", "r789", "r792", "r793"] }, "dei_DocumentFiscalPeriodFocus": {
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share for each class of common stock and participating security. Addresses all significant policy factors, including any antidilutive items that have been excluded from the
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the financial statements." } } }, "auth_ref": ["r24", "r25", "r182"] }, "us-gaap_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents": {
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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." } } },
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payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": [
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"http://www.evolus.com/role/StockholdersEquityScheduleofWeightedAverageAssumptionsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Stock Options", "label": "Share-
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Stock, Shares Outstanding", "label": "Entity Common Stock, Shares Outstanding", "documentation": "Indicate number of shares or other units outstanding of each of
registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define
each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument
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15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been
subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure."
} } }, "auth_ref": [] }, "dei_EntityDomain": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityDomain", "presentation": [
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"Entity [Domain]", "documentation": "All the names of the entities being reported upon in a document. Any legal structure used to conduct activities or to hold assets. Some
examples of such structures are corporations, partnerships, limited liability companies, grantor trusts, and other trusts. This item does not include business and geographical
segments which are included in the geographical or business segments domains." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype":
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Number", "documentation": "Commission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the
optional suffix may contain 1-4 characters, and the fields are separated with a hyphen." } } }, "auth_ref": [] }, "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType",
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Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most
recent filing containing the related disclosure." } } }, "auth_ref": ["r739"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri":
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files)." } } }, "auth_ref": ["r743"] }, "dei_EntityRegistrantName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname":

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These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r462", "r463", "r475", "r707"] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable", "presentation": ["http://www.evolus.com/role/FairValueMeasurementsNarrativeDetails", "http://www.evolus.com/role/FairValueMeasurementsScheduleofAssetsandLiabilitiesonaRecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value, Recurring and Nonrecurring [Table]", "label": "Fair Value, Recurring and Nonrecurring [Table]", "documentation": "Disclosure of information about asset and liability measured at fair value on recurring and nonrecurring basis." } } }, "auth_ref": ["r462", "r463", "r475", "r707"] }, "us-gaap_FairValueByFairValueHierarchyLevelAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByFairValueHierarchyLevelAxis", "presentation": ["http://www.evolus.com/role/FairValueMeasurementsScheduleofAssetsandLiabilitiesonaRecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Hierarchy and NAV [Axis]", "label": "Fair Value Hierarchy and NAV [Axis]", "documentation": "Information by level within fair value hierarchy and fair value measured at net asset value per share as practical expedient." } } }, "auth_ref": ["r324", "r373", "r374", "r375", "r376", "r377", "r378", "r461", "r463", "r464", "r465", "r466", "r474", "r475", "r477", "r517", "r518", "r519", "r691", "r692", "r697", "r698", "r699", "r707", "r711"] }, "us-gaap_FairValueByMeasurementBasisAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByMeasurementBasisAxis", "presentation": ["http://www.evolus.com/role/FairValueMeasurementsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Measurement Basis [Axis]", "label": "Measurement Basis [Axis]", "documentation": "Information by measurement basis." } } }, "auth_ref": ["r324", "r691", "r692"] }, "us-gaap_FairValueDisclosureItemAmountsDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosureItemAmountsDomain", "presentation": ["http://www.evolus.com/role/FairValueMeasurementsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Measurement [Domain]", "label": "Fair Value Measurement [Domain]", "documentation": "Measurement basis, for example, but not limited to, reported value, fair value, portion at fair value, portion at other than fair value." } } }, "auth_ref": ["r324", "r691", "r692"] }, "us-gaap_FairValueDisclosuresAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresAbstract", "lang": { "en-us": { "role": { "terseLabel": "Fair Value Disclosures [Abstract]", "label": "Fair Value Disclosures [Abstract]" } } }, "auth_ref": [] }, "us-gaap_FairValueDisclosuresTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresTextBlock", "presentation": ["http://www.evolus.com/role/FairValueMeasurements"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Measurements", "label": "Fair Value Disclosures [Text Block]", "documentation": "The entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information." } } }, "auth_ref": ["r470", "r472", "r473", "r474", "r477", "r478", "r479", "r480", "r481", "r550", "r707", "r712"] }, "us-gaap_FairValueInputsLevel1Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel1Member", "presentation": 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indirectly, including, but not limited to, quoted prices for similar assets or liabilities in active markets, or quoted prices for identical or similar assets or liabilities in inactive markets." } } }, "auth_ref": ["r324", "r373", "r378", "r463", "r464", "r475", "r518", "r691", "r692", "r697", "r698", "r699", "r707"] }, "us-gaap_FairValueInputsLevel3Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel3Member", "presentation": ["http://www.evolus.com/role/FairValueMeasurementsScheduleofAssetsandLiabilitiesonaRecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Level 3", "label": "Fair Value, Inputs, Level 3 [Member]", "documentation": "Unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing." } } }, "auth_ref": ["r324", "r373", "r374", "r375", "r376", "r377", "r378", "r463", "r464", "r465", "r466", "r475", "r519", "r691", "r692", "r697", "r698", "r699", "r707", "r711"] }, "us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationCalculationRollForward": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationCalculationRollForward", "presentation": ["http://www.evolus.com/role/FairValueMeasurementsScheduleofContingentRoyaltyObligationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward]", "label": "Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward]", "documentation": "A roll forward is a reconciliation of a concept from the beginning of a period to the end of a period." } } }, "auth_ref": [] }, "us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationTextBlock", "presentation": ["http://www.evolus.com/role/FairValueMeasurementsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Contingent Royalty Obligation", "label": "Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Table Text Block]", "documentation": "Tabular disclosure of the fair value measurement of liabilities using significant unobservable inputs (Level 3), a reconciliation of the beginning and ending balances, separately presenting changes attributable to the following: (1) total gains or losses for the period (realized and unrealized), segregating those gains or losses included in earnings (or changes in net assets), and gains or losses recognized in other comprehensive income (loss) and a description of where those gains or losses included in earnings (or changes in net assets) are reported in the statement of income (or activities); (2) purchases, sales, issues, and settlements (each type disclosed separately); and (3) transfers in and transfers out of Level 3 (for example, transfers due to changes in the observability of significant inputs) by class of liability." } } }, "auth_ref": ["r467", "r471", "r476"] }, "us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityGainLossIncludedInEarnings": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityGainLossIncludedInEarnings", "crdr": "credit", "calculation": { "http://www.evolus.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLoss": { "parentTag": "us-gaap_CostsAndExpenses", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://www.evolus.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLoss", "http://www.evolus.com/role/FairValueMeasurementsScheduleofContingentRoyaltyObligationDetails"], "lang": { "en-us": { "role": { "negatedLabel": "Revaluation of contingent royalty obligation payable to Evolus Founders", "negatedTerseLabel": "Change in fair value recorded in operating expenses", "label": "Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Gain (Loss) Included in Earnings", "documentation": "Amount of gain (loss) recognized in income from liability measured at fair value on recurring basis using unobservable input (level 3)." } } }, "auth_ref": ["r468", "r476"] }, "us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilitySettlements": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilitySettlements", "crdr": "debit", "presentation": ["http://www.evolus.com/role/FairValueMeasurementsScheduleofContingentRoyaltyObligationDetails"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Payments", "label": "Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Settlements", "documentation": "Amount of settlements of financial instrument classified as a liability measured using unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing." } } }, "auth_ref": ["r469", "r476"] }, "us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue", "crdr": "credit", "presentation": ["http://www.evolus.com/role/FairValueMeasurementsNarrativeDetails", "http://www.evolus.com/role/FairValueMeasurementsScheduleofContingentRoyaltyObligationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Contingent royalty obligation payable to Evolus Founders", "periodStartLabel": "Fair value, beginning of period", "periodEndLabel": "Fair value, end of period", "label": "Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability Value", "documentation": "Fair value of financial instrument classified as a liability measured using unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing." } } }, "auth_ref": ["r467", "r476"] }, "us-gaap_FairValueMeasurementsFairValueHierarchyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementsFairValueHierarchyDomain", "presentation": ["http://www.evolus.com/role/FairValueMeasurementsScheduleofAssetsandLiabilitiesonaRecurringBasisDetails"], "lang": { 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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r276", "r667", "r688"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearThree", "crdr": "debit", "calculation": { "http://www.evolus.com/role/GoodwillandIntangibleAssetsScheduleofFutureAmortizationExpenseDetails": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.evolus.com/role/GoodwillandIntangibleAssetsScheduleofFutureAmortizationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "2027", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Three", "documentation": "Amount 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. 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Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). An alternative caption includes accrued expenses." } } }, "auth_ref": [] }, "us-gaap_ScheduleOfBusinessAcquisitionsByAcquisitionTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfBusinessAcquisitionsByAcquisitionTable", "presentation": [ "http://www.evolus.com/role/GoodwillandIntangibleAssetsNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Business Acquisitions, by Acquisition [Table]", "label": "Schedule of Business Acquisitions, by Acquisition [Table]", "documentation": "Disclosure of information about business combination. 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The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3)." } } }, "auth_ref": [ "r841", "r842" ] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTable", "presentation": [ "http://www.evolus.com/role/GoodwillandIntangibleAssetsScheduleofDefiniteandIndefiniteLivedIntangibleAssetsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Finite-Lived Intangible Assets [Table]", "label": "Intangible Asset, Finite-Lived [Table]", "documentation": "Disclosure of information about finite-lived intangible asset. 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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. 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M%>GPZ^,#>^@?">]M9_CQ.!F_/01I\88U[-GXO?BBV\%E&!+_B:G-.4@\3$9 MZ(A>)V$ PWD**;MCSZI252K*+.CP&R_@2Q99- L?!DQD[_$8(CLZ>_:3:=/CU M]E=3/+_E]IF&ET#W&!]\.T8_YC3%@E_/GE,FE=C_-JJR([@+!> IBO>XA]<, MP3]_^O6OTPZ'NQ3?Z1+QK-OUY.;OZR^7U[?=OWZ[V M:[BJ%NHYU=C <'U[ZRA;Y=;IYN_=4AI@\15(FY[]!NWB+[.3VY-]'7^UIW MMW?7]G@LYJ%%U\L6FX=O4[\]W'EQ>TM,J)=]>P..!2/[?7 LW+H;.+AU1[E@ MT7Z,/541OF<9WI.B\\,5'C*EM!]R72#$;D)_6B[@(6)07+"-6Q^Q+FP[SA++ MG8.'8?-OX,D_$;3]%8GHG)8'!E+/HW:<$:\.%7T83X!5&&2)_HLFSY0D/(E7 M9;M\JL+M7NPE/,%Q/9"49_I [20$WM'H^M7V$HM*MQNYYXNGX^0]Z8_5Z;Y#95Y2[H-"4^<<:_.$2\!D9G^^A=X(@GMX>0;?;;>(B^F M-]WX('X1NT.M:A_P')# ;5BK"B1H @F;(X';P%<52- %$C9'K>A,4Z)7^4V MM,9MO$HLS0=& K<1+;$T'Q@)W,;[O-)\8"1P&PWI[C9(H"5G*%^/MSN8?F7Z"R+<" #+!5PW8=!0@.IPGX#3CRF];Z+!FH,9[UNDW[O[%A-OIV!"WY+?"?@*OY?*\N;6G5)9=&Z# MU8G.!!6Z#:&>G&O;3.$+5N0ME,2XNLO*QOFL?8KJHN4..N,;8'C=$]2 M=6X#;.>%A7UY@2)05SU[-W[AWTCH8NX&[O#.S1#&X00^=BD(^\3_G75\IP[> M],WFUJO[=?EG-?4ZC%, (*O(&17Y<#N.4(H[\L7<'3?/F9=A$W\>]ORR/PW_" M6Q^"07B;=HW!,?CS!$7_%&*+'&X75>]%KY\D1Z@ZA2CE6:!]?6R&(U1Q%QD5 MJ%[!]F%(;Z2MN NQG@;N=N- PE9FAQBE$34]NUZQ2#O/52E[MHGY2JPD$&CST MDE_4O593LRJ96WOOD:72F.S,=2O9;6Y[#ZN4=>@5/$Q5-3=QZ-FM6J<2A[Z] M=X>^+"'4I@K_LS8AQ)M;=R,$=SW %9R=MA$A%!90UJHAQ-X=Q+*$.,]AGF]; M6Y_F\H6$SK)QL-#PL2I[Y,XC_G\D=M:>P\,7/._?3= K#%^.:W&Z8 M\D3Q*@/&9]T=[XU.6EC[Q[+,,ZZ_0>>9NBY>M7;&<]\?SC;H- U97GM?:Y3_F$ M))-.!Y@GSASC3 R36\^7&\XAH.@G!$?)L6$?Z.MZ,/ MU:II\$Y=@@2EO5.7<(' C(,=;W3EUB M"5P(2)4+?:K?CGRWGT1[3I H:-FQ::YDNZIK+3 MPTE$'3S> + ["COU)1QO"L(9T+VTGN(LM\$4 -G=(+N7GA9<0);;L//U*]6(=T=R(KO+AA:HH_Z>Q>!L)G^#.?A#'P0@^'\?P>30F M?N]S/_P(STU_3Q^_]!*<2I-X[I-_$>*KX+LQ- I#./^'(>1\8I2O#=CDPO7!YN2-MF7/BV.I0VC?J9AI-K$R[I!7I=^/)M02TDG%0/E8B=_ M<_9Q"S[ZN'R]VVEUE>*/E);*KG]DSPOS#S-2ZHP^\!V8"5+FEX;>>#9/;/AP MI^0$"1+C)X7]!VE,' Y.)/CR!?D?2=ODCWP8CX?Y(CXD?-"* X2&^,W'_3"]4*$K, 7]+9 M6? ,Q^HOT\'CY>/VP" @.1_MP??C_N;QYOI!NOS^1;K^ MWZN_7'[_\[5T=? O;;SWWX\X!76C*?R=1$/ 21SXLO2E==62-*5M=(\W M[,T(_\]=_^,>6E]O[W^3/H.B](@/_>S*"A]A2HI_OZ8"MKPW))[AV.M2]^!+8 MK)4F1JX;3)4/X(:>JC3_RM3]["F]\^-MQ=/H;#2-# [^1\'?IU]<_KQA/T:)7 M_6"7U(!1.-KR2/MK F8*#;W)/1T'8=R0%Y(##;$:WPQ<%^ITXS#9 I&\)#__MZZ>N99B?WN)1^]^?5%/YM/G(G&3'4)=__7%Y_WA]_^T? TOWUW>W]HW3WX_[A MQ^7W1^GQ5H+EX!%TOJ3JTNV]I+8_,#]+MU^EQ[!<2W,KQ725N+QZQ(_!%S56 MRF1FIL3!^,*$ >Y=1+N;*:<@E.(AE? [(,2"EEJ<$!BEUME!;=^SKUZDYNP@E M!ZXT1_"((7ZMZ9!)5)/Z.,3 E7^@XSBUIG5%EM#SY$?K;4,2(#RX)B@> MR!9K3@BO<|&C6JT*!L2+IKK R'2!L:0+RJJ"Q_O+ |P\W3.@.*H]S+LPGOD4T MGC(GE]%!&(RDN>52B@/IO=63,T&Y"D8C-T),7OKJ@L,#T &YO\B6AHW!>\V\ M+1UO:ED=Z]UPTZ9/TKE;KT?N=KTNM8R M.N6>M&I0*A)%XVQ0FM)[*YUJYJ>W3$/?)%RX*C:X%/I[_S9M_(HWSALN'ATL MP3-%9N/ P1)E+_H===VQ",%79-@#;N+D*$C\,)U>!L^A^P(ALC,C'=!P&S_B< MF=]A-7I?J$=>2$C? 7PL^QDY%O*KVM@+,IVQ1O-YD>T3I1MRB@==I M] P33Y%NF^I]+[$$Q\Y'&C>T,YA 2>!_!,"_A-*_DM"-'-=F/@@8'KS;2>Z\ MZ EN(M0;7] MSI[@41%WW- O.1P=O%B0INV9>,DY(HRC[YQL\3\W7RVZCUI84'!?&]J0K-BOI M2^@^4^DA<4'3PRL5?ISAO1+H"GZ|#1^#EZD1Y]-7DZ;7RFQAV\I(9<(AR^\ MBRVCM^$=V)VP)&UNHIW<%%(;,?9<(RW0?&%)VP-!= (SS_G]WG#H;&=.T M1J^KF>9J0>+)(BWF11R,#[IV,D9\R"B+UN5=",+BCHDG7;]2.\%L<>EV .LR MC7[>AI9@8 MP9 Y0|)TX]M>@C.2$'W;ZY$|<'YE8N1BV%Z?!JSN3;B+\W/8X<1NI,(#TXT; M&E)'&B=AE. .3AQ(< ?S/%7M0_]G7 EQI_?2CB\VR2UIK]BXKD6"K6JV++VR M.+YEE-M<6/FH5EW=AC> [A7'HFBZC5H[>D3$K;*/$Q&_<#!L _#O^XD^IYE M 6#$0[*OJA#[R4JP?+P,7;@R6V..;^ F5_I:MBHJ*"5Q2-'QON _P^*X*T3-]D*J#*<4QG>2V MV\-1:%GD6];4Y&MW? 4MT7V<*)>ANW1'7S)F1I@=(&<_4[B1SR1RH!$N;/ MTUCZ]NV*G^#RAA3[B$WDSU[0)UXVDUTW@S9T4JK) SA\6E*-VK/F,1)-)783J/W#QH5YV\?ID"C&&/3(L] M#&$$SE+^?L? X]X(1&QJ<22>YUT!.0S(1*Q+9!3X!W#$*#4A+B,EQX50)<-PL_B$;@8. M8;Y0 M@C2-@ 83&4T/>!RLTDBU)^DI#%[B8?YQ"RP1RL;FT('KLQ(=MH.) 70-IKEB MA.QC]5- ^\]H;5H\OOQ$MC^SF%6/-[W1]H@=!6?6;6FY0S5M1K7+9?;4(+VM* MJZN]GY"]Z:.,3DM7WH]T;CPJO:6VVY4\2F][IZONYZQL&=,KNH1Y653#.?T.I M2E7OG.2D%YCXE'#_CSK=+74\Y[/.C(G;5/F%\&#HIR'<%,0CV$V,^W9VTRPT MH2F-WN5;';M#$*@VH#$707,Z*N![T4I^BAP\-;%_2"V95%E/S9GTS\Q0J%$5KR_ U=64=_C:B?]Q\K"/@\;K86#YS#.94^3,CRE5* MD_58U$I@<9,N9L=U2 ?O.'XRN%&%_JH[* IIL4 6+%-^P.)0290ZC3#3M-E* M08,\#OQ7=X$7_[BPJOAM9(/4PO0#WQV([;L^<2W7>*ACXG5CW$'I[CD-") M),PK=YU5.4;Z!_)SH?]WW)X]5<0YC).*RK=])F8[QD\;OO MP3- K195)5MJ.:EH%)6%T4&')KZ;PGHZ83L%0@?"""8(6!;P+.4*5><'@]AP>FX^B*.1A0S3*Z7;7;..UN MVVQW-<54P7@!#BN:"?*=C$!]3EFQOQ]+GT%WS<(A12?$H_7"/*R4WJL5DO' MU2S']BXN[Q_E&ZDIO3UYOOE]ZN;RV_2S7<\ ^.2.W@O.NG5&[';5NADWV_B MS1=]W^'ZV,SL(LF7CE*Y5^C=P-6B*2V]J6ZJJ6$4&4E#!(3"P61K+B)!]!% M@>H$EC P##UX19;D2TO4?B1M/I]?Z /-A:> MPFG@H2-4@X "0*&SH6JX(M%0^NH%+\(V. VNJXK0 (+UC]U%8AA3'$@E MHH=*#9P$ZU5M-S5PHMLCFM@>.3FX6T]C]QOQR1-38-- <\"]N9"?IH;$#+GT MB3>)7&;TS/0>*L;TD KON:=1XKT-I0%>](T7=,Z3E1A;@+A7AR<,^T&[V_ M8OVF&[.]"];;X(*7_XV]T0NB! M\\+OM!$N>--S$-2NB[DP" (?1=D;XSA+X[M/;BGP:XX!!XR77<7!C9U4+T)9782W#6,4FF<6%(M\C@/F\>)B9RWCW^YOA=) MG'5(XA2]J0+5U#4:O6_TB7CIBL.Z^HHEYS3X:K2%_5RDFBZ% 7UZ>+<:O4-5 M0 D5=C"6&COFCYZH"A-[0*<'=WA0H_?#GSLG\X%X.?NB+-%M[@P8#!\B&AZ M=#2SVX3&.Q$(6,)J.^PNCZA-KQS&>J/WA0X(VXG^,<;3 ;GO!N&#=;/1^@^^ ;3;@:8)+- ;4,+^^LTV"O46:$Z:PMU=H)X[S9ZMZP+ M]XV?MMZ%1PE%=AJ,%8JL4)&98F>R'AA6M4;O^G7H]EU1TGJ_+1/P@!!@:& M=J/W #P@\;Y|)Q$-.BA3K7<[.ZQKJ<\ZR1^XI_X\@ [4!KOX0 BMQ-'F*P== MW=$ V$16G U0R];/59X-<.!\3"8)6[2MWEARCB3A\!0<-D\OFV-YZ*Y/COP:D2)CY]B=Y3LA#/- MNLR/PYK;++ZT8[RJ=G5=ED@DD1$[@XV=]+U\]\PVEZ=/5*\+GCA_>%KV:*/P MT?,WRG"%Q)+K/P?>,Y5"-_H]W:AP&$4 M?\[8([D']!4O9W?. MW@V_); D!>%$(F.\;XYXZ3?!0DRB&"_#E[,3S?([J?_LAH&/\#CRUZ&KCV4 M7FE@V%MJ2+OW)_%OS&%'&M*0,F8#V0C,&0 0_3BQ9Z7P"HX!UHI2#%@3\AOF5 M8$KL&ZN1U))N0 :"$95L$B'9)T$"O_JP..#)PH()>RCL3R2 \2B2H@3F GS/ MCW6';JKN&.Y[>YY[GWHNL.SM93M(/.?M11K%[JC@&2E3WEYU4;TM/6-$)F\O M(7>7K@6H&P$O2Q^$U'&77P8_U?!&*)AT3Q>7&_IN2]X8WXM$Q(?\,6*VIB@ M!7A4(A*7"5' HG/L)+R0:?24[NFD\1S%8,:P.0815A*'#T_%I24]#M]#0R9T M,\PA>/H$VRV $D"$Y]B:EPP4^2@9C;,_M?J1*!CZ:@SW" X^ZCE) H M\%>]=;!MT9)'[^'=ZQ0$:E ,,@ 8O%H2#9R+=T@CA^?+-KPSB0?>X(+-/(98P+ MI Q4>'1E@J+OI? IBA(<<+CRC3R>@*^A^,M,&GCO^)KGP<#F, MVX@XC,K\B\0LAQQX*SK%YU4%>$<0 Q\@39A7M2*JU;OM8>0W,\-?@?H.)2407< M@"V5("Z P)'KI =1YHQF;]D+GD%) (@80=#D1R@@RA@2'1G;H]E,(I4+]!':2 M+=*4'<^=!F**7__1>FB]3=^,+HUX(IZ;5OE_R)EU?94QYN^C_A/N1++L^5_\LK9!<8MW/+77#0!9V92 D1'O+),_V9(NP]O&8X_)M!. (:_]{A"%!ZJNLJ.7U!:6 ;I*" _@Z/\J{@7_9P7D0"7WW"M!N-W6F=;TC& MKH.<0?K@3.=6T!;#0OI"=E(M+1HR@ID=)8HR,I5 /&$616HT[;2P()2>ES/? MQ[44X GC!P4'FH+- $F291.8.WCK(9"-3C[D)DNMTB@?=LN=G4@TBGGZ%]768 MK./X%%7I5?8__;3=$(-MW%X7M"P>&+L*?*Z/2U2E]<]+;KP890Q8=IKB[VR/\+U0CBBZUC:"'" M]$AK|P>8$GI[>"L90P7# USU0%"D^0&7;LT3F;T63 !Q}[B,NDDRZ+L$QB MWT.F]0$=^-39T6;5[\Y@ /DIDSVY):F7%,*_^! M;17 ?,PL&1S.&M-_,(4A6A0+7A[EXV2T ^>0>MOH5M8=&K3PU'V^NB&@[V>.Z7([&AFGV0^>B0]D] -0'O-E"RZB:B'$EAZF?M1 M,$GE9E+:P8@ZF3&:V9>Y43I/MJFGM)&U"G!.[N0,KLI-GP M4CL95TO_O.%- _374)&]B#ID?:LBAT3"Z=9S21\"] L0W:!CQ]D- W7)&KP4; M]XY0$;3O71\AR=;8HB#)!DX'ZG4/R(A;,F4"V M[;K) M1YI =F@WT-O:$,_^R,*<:.I@.4A8BQC[1Q8]&%I MC !?@ #LAY,%"!$#;(W'XZ5IR/@/#KJ38%CNOVGR3$FRE_F:./8-)KRTY8,G M-3?U5L&!LAB62&/S8)I8QA'YU.@QM8)N FI$GV1^/EHSKI^PWV<<>JG/&'R M%J%W*2B_ >69W8E:#C72$_53IS)*,/CBXA(0HFV7+/)C7A66<7N$LMI"60T) M^O/3U2);54 ?I4'K=)5D-\$J@XK-6?#KO !=;[C$#'<68T<7)%^O9E9\NN"] MT- 1YFI<]HMS\08/,X=_P3FC3%;SX&@^6J8BP,G*HOO4F2E)YBW!>A<\46;P M,XL>AI5R?NC-_X[&5#P7$X1192$9F>GIOZS2_JN!!.]P.2>,4G"W$EFYN3# MA,6K&5@R/ZIHCV>*G6LPBR? /IB@T='05,50-8/2<$*\) Q\UX8GN5/@2#BT M/ 3QPW>G[;"TX: MXAN$9$17\F6!^"]H";;9/$6[.],[MA"C0MR&@/.OBZ6B'V+(Z[?63QI/L2> M^2@8(E 1V8[(9FRG/-.@/OT%5R\&..?X3A@)H"#,9-@S-S +&K"-FK2<%?J MK3DNY@BEX9L7,!VBH3MF>VJP-,2YO4Q?08^GT8_9V2/9/14T6,,P;/PV&;LQ M-/LRI+C"'MBC3KJ31FQ2Q42UCP6<[&!IC&>%X:\@6;#-81ML3@/C;@ MDK((%2UPC?$X=_M,?:"!TPS&^I&%,V[OJ]46 #*+@"IZYQMRH'R M0RD;DY %L9R .7:X-0@K]C1\GF8_9 HZHG&<;4F2IY#.94A)OU%G$@>OLG3C MVZWIMFIV-=]:G;J0]Q! 3L@W[8(F-- WUH(PGNOTGM/,T+8DKJ>+(8VV5>9G; BPCG_A-Q)9/MU3P&N\G#-I]%? RN;++B'-=:$!RFN QWF1 M3G,,IR)]F8OT@D0O._FY583Y>V$P .,KXS/H!$]=+@_T!.&=P94PF;0+#=(2VG%V'NOZ>I6 (%VV^&"2VZYT5T+NJTL*\(MM,VT*BA0F\73Y!SNV0J;NBZS&%4>(K4Q%T1#WH|+Z(Y@MO$5(E) H M/B4J#9RAA[V8\)+OHZ*YU@\#XL!"A,8:RV*E$5R&*8%$X-X,RV3&QG&8F.WL M8_9[ZJY%R0A3:^D(+_L4USO,MQRD"?1Y'E.V$HK S8&-D>7{J"G'3RH:"ZO MDLE OKD=AY2D6:T@04\>Z5/+(R';V\Y6-)<%TE](6G#"U@XGJV%P8+YI3 4? M-_6@! <,JR3|C5@+N[A;O Q>DDLQ(;-*#TS$]Z.\]"E/:(,/GD+(@)R8-"PM@ MKQ%H-P1OAX2@R&R/N&DH&E,!/"P@25)/:4SQ<|(,>A4#*.L^.CT7:HYA!K>?MU<9.9*AVXA71@+|[*:I MVJF7- N^Y9<4CZ1HI!/(_.6#Y$@KB%K*-F;3(\]|T6KL0/A$_TZ?S4LF4*#LF M8Q;E8INY9)R:IUE'$7B DVX9#)*0Y>^*S?SJ9)"9F\"RD>95!;)(1BK>90Q MM5XSP41#*'19F>8T73JM14L+MM-Z23"3,>H8#X5<'FC+CNVIGZ%WDX;#$?8|:GFV8W8H$&#?/=W,Q\&BR65D\BK(7+PFH6%JR-M)WW0*+#M,M1 MYO9\B\ (S^9@8_EA:VI2X9S?)N9[9]X1##*372E%WX*LD4%S,V9R$RS&2K M#V!KJK5F%9),?T6!EZFQZN MUE@<,>MQPI@83?O_P*?%^W-FIVDCT%5S K]\(^A[5-23-Z,NM\'+HV+7HA M5SUKBI?PR]F"LG"X C_C+H;@#]_+N8#;.B 8>1@9>8_L?7%9GD&$46IGLW8- M\ESV=I:,C=HAB98; HY@SDN]^UZ6F@$F"ZW+LHL D_SJ-$P_+!(=12U] MR;ZP3CI9R=#43$DCHLQ4PB?(V.N$:P7";PT&<7!]^M?-E^?!ZRU+[PU?\"01'/\F;CP$X= M,?8URVN4%@8TOQGQ;&I^TPS^[=AOR]=$9\X!!1<@CNE3%@OL:DZC):D#- ;U\EJMW83I&N8W(@*-FTG M1ZG\%KV[20R;Y.+3&>N^1]V>4Y(V M?,J;ZJ>,SB,/S(ZO]-^@.E=?78/EH]/NZ%&T!.)"WW[LZC*8O\JO L[1(5I M#5M:\^AYV)V\HBJP++RZ*>1D5" [Z1=*AS[!%6)V_?(KF8BY)] M,7UA1-\A(FN6E57GI[-AK\Z2=ATW&K-$J,'\R07 &A:M4:U/B_H@G\1DH15 M^Y,T-P,9C'U9D//L3O"N((QF/;[Y?>KF\MOTLWWK[?W MOUT^WMQ^WU DM#'\\D]@O8/[YPZ" /0BV[)WI*_3LO_2QW;I MAV!@=Z/)S<\FU&_T^UCS*_%8"L7#D-(Z,N4#,^:"!![AX#E$Z5D%8S#:GL%) MR3H-L- HZF"_Y.9](@ZLA,%W7,$&S"B#TRCNA%_LNGS*2Y<'WV8O:E3XND*'*M&&72C[-UJ-MM==HJ+D79,;?9B[-5]@43^;A\W31;FJD5?J2TU,+KJQZEMENJ-M891ZU.KK;:-=S: ,>%3WW4? M_6C@%+HKSXVM%-"=)?]S"=+,7GD !--1\Q8 M79$E3=%FFVCK3\8]+5)\H79&"9510E^@1#7HR*0?G7RX3V*J4KA\?]H>_LK>MH6]?V+_A0%8 M[LV,-+9-*3@-VQZ8? 11B7V7E:!B=F+-%5A-][;37(?M@WR_-OP'[[RW_)/RW MS+3A0'3)HF/;9P5\P"Q>LL06K/V-JF?DK$F^(_E97P!Z4^&Y\CS&")'(;>=(8NV W =X.M=T1\:)?&O@71OIP MSN83(>,+Q,BF[^_US. 7,97V.(1Z/$WM-\;4IH^]TO#?8TO_&34= (6K,#' M@O@ 72@3)(P9#)]ZTNAUVK*BMS]_7!QI+W50=^%-+G\\ZB$WGCSNGF(T3D M=$7$.(*(J(V>]E M^UCA-K&L!9+6K0A5(DEO]'1%;FM=3I!T9C[2#28NI,U2MU*MFYI_-1>(-:HU MI^($Y*"L !B-GFK(G>[.]I0?9T$@9V-5N@MRVH <1>YV:V)#GY])>A?2,7&=

MO%I[._UY)@;%&OV9D?(ZI>26EH0)EH2L=WDQ)(1)>D@]6@F"K$:O+5N*P@F"_MSLP4O4V3)C?;?A&6Q3J=RLAYR:BXI3AT&CT-%*K.B7DA#--#*M3=X=-E\&F;

MG,"G2NM45UH:1_JT>"/[,<".617HTXP0*S,P3EY4U@56=Y 20P$GKJW(NJE6 M9'5LQJ8:6+3GB[=UX===*8"WE1--C3^\79F[N]=7G#&SM_X(W"Z4%BV^YZ

MG8D=LS:TD%+USB-^?.D[USEARP?<#(U9-*K!B44C#.:+#1ABJ Y*.0%(Z%B= M.K/`[6W:$]9_DCS6ZYE1!QD,FEA#NKN=?.IRLB[ND%/W&Q+W'E!R._@146:U ME!44H]'KR%J'EXB-

11)9+:.++9K[AS,$K'=[=(,8N(_N5CNEBI88=;N MFG&0&$U5!L$(N7[-VI?\.0@<;+)05D3,1L\PY38W9HFP;P^;B5]HBQ E"6K MZL[KMS!TMT%'SC9AS6ZM9[=%/NZ=J;*F[)R;

(RQ7'E&S1I=NBYHN9Z@Y,RLU MS4 0F0?591Y\#WP[WZ=XB_8V*Y/C)7E1&)M'RBYX%R(J&)#*SAE[%]/-_WGR[>;RY?I NOW^1'AYO MK_[G+[??

OES?(^1M;*__^N/F\1_2AR_77V^N;AXWZ;2TDCQS/-.!*TZ08*!^ M97.E*DWEZD=W5DV*/'=ZRK#H5%3?P,.TV\&83+"<6C0H.I_N*QMV;;A+D;%=

MUF<;BXQUN:/SDHPO.A(\F=B]_\1N,M%N] O9LW;.@^8PNE2/)2],J*B>KF:) M0%)^FIF"6TH$5E ;DS3,S8_&8(1@VQN+"8$(\ M/"^N#^-BAQCEX9S9*?#2UX =,"3,W?*:F

\)+F;TOD_)?3NE=N8-QL$]GH[& MG3L2;BM4IL):.QG<=*M4EO A%/0A$:9B95-'YZ6RZ?3Z'[^SGM4H^<8NL=&S

M@>5UOCT5UICW.WN]IM;HF0IXO54U_3]^`X^*K/WSQ=P;/V!WS.F-GM&1M6Y5 M?B1'O3SJ[194'8,Y$[MLNQC,? 9Q.?DQ&CU+5LR==T6%E<\CFK8+PVR/)K:A MV-

F]V%&$O;F/Q)Q)('.-/D:2XV,2XLV=&4<).I[;#2'16VD'= M/E P3*CS+?"?D.1?:+^TB8+[CEQ5& N3]Y#:M@($X7:CILAZFY>MD3,S<[_0 M 07OQ)%B\CH-

***TR$$;NU5LT)>N/;P8@^DM>YL!QKI?A6!"RET=M|8U!8]SQB M98W^<+(5%;!RBJD9-=I"JRCV>K[;&)MOG94TJ BQ6V.W+EKKWZM.Z&;KGB[:-M\W*H@V[+BM=V=R|P.%H?**

5]IU'8TK\TXA /07\;W)I."Pl0GY_4%)1&RN[R,ZJPK+HZBA@5 M4*0I|'9GY\A/R7I?|\3\SN:/@P)"%|=ZV\^?ZUX%3$I"T,9'.YO9([-)=ZXA4@M+^)HN0MW=\=

MEGJ086U'.JWTV+9A9VF2@57O!^O1N3E^738"9H<&,T))))8>Z#BFHSX-)5V1 M)4W1#';7%VJSJZD3H:OL(UV6X&%C"L]^IMXL0 NKD0C3;G=$]!Q6V'JQ%B13 MUZ]C-

'K,MM(^<1*+$W';0P8-=@-/FS?P'-HOXM*`3DK2MJJ MG2UMYW4+^7:#.9#A7&+P.UJEG?)6M'!W:SJ\J5UZ=-NA (SMMBEW-$4V M"PZ0K8U)?

2;90&O3=Z>8R$RBMZ9/%_O&<9+G(S+%#IN7NQ8;;7ZP<6;;99

ZDIS/Q$==U49L2]0YH>N-?I10MN4%T=I4,'W92MA%, 'XK:#J8$YJ="70U3^8TS?(;T/H[C6\'C^2U0%0Z MH' [R^FX2WOFPCZM%X*6%.W>$-1M](R")-V#(^CY9+6&VJ9_< *Q6LW'9'

M[EJ[+-\<&K@U*HZ(=LD^W"6/_1Q2V=?5\\[1_IK1O+0$:2!!'PN+H^+GR-[:UMHW&W|"6()WNVU/:=]EEXL|K M*7U&3R6TX5PU[:>:\:-)W*E!/1F6GQU;(4$[/S!)R+.2X^CK-

:N2X7=E)M4>6 M8V:'?(RQ'5TAFS-S9PLV=]!Q(\9!&%)A. M$L?%J!PPW,'#N=AOC (L6#=P?>+;+O,>X0*KYFLM9N/,98QF[VX;,+AQ$+'= ML8L0&ZB[S_33B^O$PQQ}

<|_*N*+,OD+Z,((D7OV5$0F?7#_GIZH4G?-;+%C; M4YRI93W)S974*3'HWN=^B/!9R'],:XE/16%Q%5WO$L4V!Z;6-@:6V>],I-_6 M]+YM.);5MOZI87Y9^J5A,,OL?;+-?DC)

[TTR@+=>$.^%3")$!/QX8;#S'-V< M&;M)/OCLC?0L4&K!""K+'?!>C[B73 W5*H3;T5l-%>35O(\\F*I% M9%/69Q9N8/[7POZ4]&U^([DV_[@^K!8! D\P@'FT5>;XAJ)R9YLCC#G[""\@

M"/FYAA/\D2^":P>/%D)[QMB:&|&[/M+MU6X"BFHE/&*])T M=:#M1Q6D4318FZGT&]PWC*1KT/<.L\,6$MCW_8.]V;TPW*'35H;#+A1.DN#)S$CJ4P

M%2G6"7^7%*9*=E'V&$G>;@^ENKV0?4^MS$Y(^_V=D$S+?@V#47[:Q=-->'B5 M1# [&EZ_VEZ"5+F,(@K_Z#ALVO3W#GC]W"?)_'I[D%\EB1$51]];D'W(-%6IO;X =8> M

D#8[:LK#FT^10"I1U_ 50T6<+EK575(B, 73_C2CH\OK)>2%9T7_74B70'KYA06WJ7O> RS4U*8? 9;O1:RNRHE9U0"@7)=G\0K,V*O/XR#0QCFO) M>F7GD>X!FJ>D-6L#S>/O7ZL68-

/Y,RJ?H=[Q69F,N>#R"F?'H; =:*.&-Q) M#NZL?+BLGLI_DNCK&*NOHNT2&#=9.<3W#_]lL5^U\$YXAMUT7YM#6'ZH?X&K M96?]+=VUMVC*^EO466*C'40Q5C-&L'1'T@?

***5GUL*3,*@&[_9@6.^+GKO\1_ MS_KKW_CG85EQMK+*UAS=$|>W@ST'@L/X*Z0YG]!!X&YH,3.^ ML!I<[Q7A'$ M&;F^&\4A:PAT^]<@M9&<===UD4^+^.24M",_E**

F&O4U^YM!29H(TUN:T<]R"2 MH\6%3QQ3:XS#/6$*ZR]T6=>]ZN0F,,43HIX"*2Q2,"S9ZNSL? A,<8BI-5;C MGD"%]?R:*G>.?);;#B;DR85&[VE$26@/F>GHT&?

]!6/LM"8"B=LG:Z44!:GY M,J-G)C*SS5W[C\0-]7/CWX4!>&01.FIE!4I7,/515W>N4A:>/8Z(^-(IXHP?F&F-GBE;AB9@=H(P6YL5=3B ORZIUW(H!$G& M;XY3?DIAE0;I3L[*)%/1AD.D-

8S)AYP+$@90>?R%] M#=A9(-L5HW)X(/PAHI@K#K3\2MSP;\ +^ALE41*R8SBP7.6''_1AF,|(^1M_ MG,31/857V*!G,](7TD8 @%_)9$.Y;=73?Y,7!_/Z+CQ6;XK.'+Y^<>EA;.#

MP4]C]TU/T5> 0WAN>MXJQ_#*$S2ZYHQPWF"7@>1@;MV[H-!0\Z-I41=>H4T3G MDNU<.WBJ"$]5YT5YB@CM%SH.@5VIPR^6ROB{AP":DU6P%X A85(LKZ[L2 Q2&@CH

GH|'3Y>Z1V\4+ M/!UEGW\O@&HCH"SSN!VB|Q. U73>^T>D/0"#I2X2NP1?12? U>5\6,B7Y<64 M=ZS,1L\RY7:|]JC|\=O\5102$&W^|@"X;| G<':)F'B?@X=9/1Y7-3BV

5U%PDV<3%:/2TB ,1KF9 M&OC[:51=3^'YL)?,@6E?N1O?#D84>5!6DMI*V@+'6@X5_%S6J>-">5<40CAK M_&V:&E %_K#P"2Q78SFR(/!WKO@[(/RT1D_79*6[O)4CX'>N\-

MT<|*_&&A ME"*WN\O1(KIP5U`E6<3]C8>TE!R&2^Q72AS37[>K=O13V5Q?W%B1MQ"0YZF"< M5QNP'>=@:P4@)66VB_0|*;]Y',Z'5E]HW+EH;HN[77 MH+*,!WJ+T-

NVAA\CZKR(I !0M&GRLDAHX"<7!#@(+|G^6%ECX)7'BHY)C0[M)PB5J!&"558=7DIB!%0.&'LKCY4V:!5.D'(&>_DL';5/P7"EN?$5D]?WSMT]

MLY*I_22DSA)A\K/773\!PMQ.01OFM+*$X(M0+ I=[K+FS<"P>>' MX!H"N,-.33.4M@"P /#&:;4\(;@+"..[*5D&9&4<(%E'6FZF)O].V^GFXMFMW

MU3.QRIS9Y2!/VY1:HF%NU6ZR#TZ19"LW3;?&"1]H|=[>;C "(<8]0PBM+LC M,'*2&%F[|;TQ2/1&'S QEUGX&$=3O-)8\L'WUDBA$.Q%5#@FUO|S?]/G6L;W M$QX&3&U?

***FD9+*"K%BB!ZGPQ3@(*0LB$D&T;P=Y-R-HLYES4.50(F1"RDQ>R M@\B8R<+BIK;/?1TA8T+&.)6Q3?]Y9EI;M*;|+R$;/C:72BWO2'**

M'U(8Q,^IP\2*51[@@8\Q>16EIQ6T8$3U=36OO=(U:T;VOP0>4BH_NNG6?\"S MG=S8I=%EZ$;PT9<$3WJZ@UD%#BQZMX-'\EJTI'4:O(! MD8;M=74!M5.#&G](ZRB-

GB:J74\:M4W#P@U# 1H: 1"F]%L8X;C3TRP3&^ M@\QSO.O<7>6K)2=Y;RU"35HS<5GKZ)Z2*-_5D"K3P3)N6'IYU-+95JQ6<@<17 M5]L*@A="Y(3(;>O252ER>(*H)2OF0.(-

MXW:Z0N*$Q)VA MQ&WJXEKHJ>;)P]*8AE(T)"&5I3Z)7%LBOB,Y MKI?$U-EA&_Z=K;\3U#+EYU]?-7-'PP?$R_MNK+92VUR3T

R:^(_Z)Q6(V>TM*7LYHK35O9@QC^T\.$R)^=R!N5BWQG2Y'? M&LY4B $7@C\60M\NV)!T|;4 M]RW"\8[FT5'D"_+U>!?Y<|]E_SO[@SI- H,B3S2-

7T12D,113'R@I6=XR_1T\;)EG=$SRKY3>E WO>^/*6WG-F7F9 M\O)[,NK3\'; 9#>ZG7$TTR>;A"/G1-PXT' S+.,TZM(#;C=ZIBZK1D?:NFAMH MINV:*U0"ULTU5P;6HYV1+

(1R&>7&$87RO;!>E<,M3"CQ@#9+5C00S/8&'H!0 M2B&46PGE$67RO;A;A:.M3"2[L$ZJGIQ0,K?[8TS@@?"OXS[W/L./?+PC$CZY?CXL55F4 M YMB?]MBR&=1@7U 7D/(/U

J$1L=8>)/T#*?V@Q@>#LYQ/*01!4R1Q"'1)08P M,=CCC?W&\BT(7AZX/O%MEW@P<+B Y]E&K2G;WA(B>W?;@,&-@\A%5E^$U".Q M^TP_O;A./,QE<>Y,&=V4V5=('T8 N%SYE6-

0G+UE/K, \0)H+RXBJYW MB6*, U-K&P/+[/M\V'.MJ6__4P!?,OC0,\OF,06Z;_9"2WYMD !.\ M(-X+F42(SWG2 %VC'F:]\#0]ZQKB73 O:GI;P#<$1%076<6-_;!29SQ));Z74+#)"/X;VL

JA?/T,4AC)THUO MKY9Y;D=_-=5H5_.:[6&JQY!!#W%@_SX,/&!S|%_=335^B1=_Y&X\43Z\(4. M7-N-?Z[?U#^X/BCX((%',_ _^FI3S*+#15X"*I Z3NE'OE3]7*1@WU\;LDMH M&9AO@]

[32;'5?;8F,5L")N>1<400\E\'Y65OKL_&R+|T:?&5!2%S]K[TXTP? M=XV68G50)6?1_,S%F;9NP9P_+E\WNJV.KA5^I+34_\-S?>"F4VRW+,M<-\,- MK^N=M;3;

<$R*97$WIDY7YVO,G9:F6$9R-R6QUC;+OWO>8K)9IO(^G;)_OC6&M M&"Y 6Z(W"CV8J_0?N]>=0,@Y>E M(,N">_K^.2)\T^H2QHH&,/AlG_OAQ]k=@6G<^_D?5V3LQ0L3-

<%Q0#0[M.1HF' M1B:CE)FD@N2O4^RQP#DLYQO@Y0L7G14C8=% M9S|W0|NTK-QDRFOZPYX'C2\' 6)7X4F.LQMM3X48S._$H\ MXMM4(C&L$S;%#0Y)5V5)4S1M SI0I:..

<%CA87A7S=Z<.;_9=?/|:T%=*QC[M; 5,E=]-%"68"EIR6TMCVU]:J&]F7"5ZV|2V;"]R68+5+O1TW6+OS.D3U6 JO/,:R1 ^YYT.0'] M[B!)=*J6FRI>P<:GE' M^#@N8ZD?OMB.K/9)

<(=+[I1:[+7BQ?X]R?\;\1):*/C+*WT7C\808ET/X BQ MYME+%MSA679=VEDS,]5;JJPI'2K;)A,>:<.%.-**

X[70R5Z4A.L$=P9U:+&XK/(H\?'CL_"N)8E;$^\C,E'Y*8([KR%5X*MX!.X((@CN", MX ZW;?S:ID?9@FV1GNV']>:E;4(LX#!DJX]C-,\>/USE42]f)WO!C\$/?LYH M)R5M-V$OM)LX.?**

^BMD$$$>(1W#E5]HCPZ#ESIYP%LNDYU6PU*SBL&@V2_,#J MNR#&%U[&<>CV$1:9\3&X(R'UXR*SI-WH637B*&5>VY.5 37A4*SU;HJ/+ M6N&!+RFJCN(G["*Q1&K6-

}C^T1[fSIJ0IC9ZA+E MOCMYKJ5OI_UW 5Y>V'B>X"UEONZWCY>&>=#*'MIU"L$2@B56A=,$+|^]TO<' M7JY3"@5X>=%!?(*7*Y-FOUWRM'9-3)HSZB-Q%AWT:EN?

***;JO!7<$=X[GR_/: M>$9@8W)DM2"]68"12S *57%Z#f[@##H>*OQ&8=]#2+

**Q*#H0M+OUE\EE;+M^!W&^Y$N?!,R!RX<"9_BNO6M%)!M 9L"/\1W=LR_M*.HP7VDOS$U^;T+$]H<830.P(T*>:!P1V!>ACXP& MC^.'@B3C%A(:;LV:;;GR2-#QF:*
OP5(!+0J?,]Y!DU+&KR.5Y<<3Q#]'(`#1 M0BK.-5\Q$OT,RH(6="*;?H#7 H"H87P+ M>,CY$VX{?@<I<6%8> BHBT\#A1"Y>/\LDAC;$03!K$5J?7*+,C_)2_)@7V#J MS6VU$?
Q0B##LM&'+7M)<;/1@U3_+0V=N%D_+6B+,X'WJPTT4116@.1G=!XCF9 MRWA&]1A<,^QEXU'67DB^XC@4FHE"08RLT7%GXYG3+>,@C>$?E)7"P85!?0B<
MG^057|R22D_[2>2]DWBXC4:G;\#ZP9H@*T+\7/&Y[_IDD_9H&<4@$3#$1#L;]HNF!M*BV\$=<-V)B M#L=$]A/-"0CY!K@#.^!S7 PW@-L<$(FI3,ZV9E\$O$!N\
(6BFFK.RY63ISN M- Y;A|>P)/|:[9(0Q'1^.A8>_ MKSTJRFI&!:]|\N,8K5\?T%8@L9P8]]_LK/>D#O>^#_RV$++?/+=CNPU 6?C+$X M;V%;L4Q6989\@X@"TMH6/S'(&Y$O842WRC/$
MP+=FI,H@[,_\AMZ:O0N?2C#6Q=#5'|,.?;#)N,4) ^EU\HE="SX2M9#15PGH M!RP#3U;X8U5A'S^AL$^]B.C:,W7+1%T=-"K\6NHS R3--!8?FORDSO[8THU5 M)"+M0&QQ#?
_T#*X;80)\YLP?;B@Y(D/LJF2>,"69P9[M=R?E9:NO T72(2M_MD2$DZZ2,"I*]50F2%N3(YI(M$FKS&47)SM-.QC?6"WF+ M45=-_D"37?%,WQ-H5E=DRD@]PHT:38X;97),6COD.J3XV?
$E?,J2"P-4^@Q9(C*K-7G_fP_I* M:?|>A_%1J?0SW>6391'?"PQC2;9KFU?$_+%QX#P=C?;WL2Y8)T=G!*"@7,I#C MDT0\7!;?_A4#)6F(0Q7=E^6FOQK):91\$2H!].4!$?=R?
KJX#^#6.Q?HMV;1 M,S$'3I2A- R;!)AA J]$TCMK!V"8!P-V4> Y%*V3NG#C"MH65BN?.'*_-F9= MSE94?C5]G"O!>=2\?3.*D/*Y@W,U5" /0'W27"R%ZI*[U^A!/ /E]2T3"?9< M\4-%C\E?
X)P<^+HK/"6,C 1PH>,=Q2*+&0>060V[4XY\3EF"&5QYR0*=4IGH M723H<:5!4C1.=:YZ<_@SO44=*EW()T3=>3I'2)5N4SVPUF0(4]O9R=_'BB>H)[Y"NHP M/2E
MGYQ8J"E,XO3MZ;@RG6(#35%PEZ=):UPA4D$Q!>9QMLSWMZB8L? 5AE@-MN;S'_!Q7N-%,RH0R&"))">(*,+A69+;93*L,_0>5_4_#I/=/5PIEZTK(6%@)T M_65;67HG
72GKFQ6VMB4\D;H'U0 .)U_>VO*;\Z4:-M)6!>4A4=14'P5RYYA8L%5V; S?A <5"),N 3L^;]O8HT4^=BY"L!>PP(1^=.MOZJ-K);RN2E|C|ZX=(3!3%IF8J7JN@@KB!&5K?
CQM2X&^@S*'"S-J-C>,QT4&VVF@V)[SV^]PLAL)N+:]62YM+FJ MR'BWE;[<4F_?]Q>(%U.RQ)[&0=B1,K2%FT6.*@_|WQ+*#$M>.RQ2YDQ*]$H/ ML/851\ MJ?R4-9AO6_;B>,9/D?
5813;@-1J3,@-QJ0&54!@@@(R35%PE2>_^<* M#ML90]46HE]ME!V!\|WJ80=4TGC*RHV&/>E7)6UL-W0#!(O M,HOD>74RI|&>8(1M'D@-%%9X*%R2
DD2"HH3J'>X1%K]3Z'0K;]#Y*\7_.B9 M2.,NJIEED<#F'^#ZMN2E_A:>C1D?OG[Z72XU01Z@_0!S\)V=W4')A6WJ^AH]
ME[57#FKY8ZD>%C)9KF((AJP4G>%AV<3M*P_$Y\S25H/K7TFIWV84E56H'O- MDO:%%().3W0[E_]/'!\Z>7A(Z<%CBUHDTQ]HV@*42*#R,F-9I50TTJS"%;_I
M=9WI8EY[28_.]#K>G-X0!,"G>SVKH+,FM/VD0RG8TGKTN9%\!<\SNUM_\G[MNP"OF. >P>FB6? :*Y 75**<XDLN?!0UO+8R0&G?+M>>Q6E,MR7&;=#7-"-&Y
M2]@/|&N+V]O$\M\C<;-X%\7N$DV"E,G'9\KDW_G(!(Y];V[^D5:8NY$RM2@! ML;3_$MKT$6I#7).(`1PK]4+3Z %*T#*W]20%:]CQ*SKIZ]!F4\I6WOBHX7<"-M>T)#
PXF?:P4PI8U2V)M8""#Q[QWLS6L1849]V23X0V"$P)CL""TM+;8W/F! M1:'64MAXVTD3R??A&=3'AW^51@GNB:IG+CD[A((`VL/FDB=[&6#Z!#O<.MW$44#(DDXTR MM%*
<<*:.+*PYW>*.BZ5>%BXEY"Y4".OTZK[-M'J$E668M$UC6ZWN Q2+8J$*]0!]|\|W-G@LE\8Z4=Z>O&X* MD816KA&ZJ?|_T"(G6#9_IV,1KZ.'NB/OP-E
5[^W+H&)=A"4(KXWR+T0+Y: MLM>]E?:AMVBS_Y^P^>\4"0P28+_K!>I@<^Q6I[B6_DGF M%B(NR5'P%T 75543Z*5E6\N\%PVXM0G6I)&2&D-,A,#'#Z)Z
NN'"%MLE6O>;H[Os+B" M:W1UL:#4E^W.H>Z'C(RD#JOKEO08N+6!3PA42,NH 2T>N'5/EK)A(I,WXP!9 M@! /IB^3-]E-.=?=V,UQ'W#<-.W&G;2Y[CE.PYP\2_@67#G#L'^*+.VIZ;61
M.DB)&/IY7M]-^]E4|S2%5)-(2PGD .P/$+8YYF$:[#W]=9CZ|GOMI\$-ZMH M798MT8<LJ_9Y#7T-S<1?\M1+/AL'82HX3#9P%E:V|_SXW(=-23O0N9W%@@4O5
M6N1_VCHLS<%>]CKB"C.N3@2WDLO,N,B=W4OQPPV2R$N;;#6,'+D0^``V+S!< MT9SWX2&'4%!O M>-Y!H-',&[YA'@9:#^37_V[=V'#7N7\0U(ZKLX,\D=")/_MGQ/
M"AH&5DBI8(G&06[_^%%7Z!S9*IL,=7T'C-2'IHPVHDJ;1 M/F_,*RB 4++_75^VL!1AHN#/>Q@<{26K<5EE,.@4 %Y' XT=&1U! *OWJ8U MYO,[\-.%?!O7GDM%5#'X;X++I-
JY6OR:0I1@HE5FHC+<;C--YT&$>"&?UE^]"B+F=ZY8&.C5 M'-V%8$^76&<<%A&7';'9>4*_(_8^64V<&T+M9$G3.QLZCO!X']0&;^A3[PA3!4LR;A#"!/Y\?O?
(;MHH+V\8>A7W4:Z3)=,O%I4M M7]Y6]ZBLDA",(.Z5P/KC.7],P^?0RQ2542W'D?$ ^8^+8]A+<-,]2$]9X5Q32 M$4AP46:H,MC'KR*C M#(G NRJ:HR0>X^M#@G^X!,'5\U'C5K7]HJ?$ZAVTV-5YK;[SZI35>@PW>,
[HI M]?00/JLB!IF+)L>RQ>VD%,,",R4T+5R,E_FW-/N7!Q6W-]CDT+JJ4N='DL^ MMP*H#1[&Y=:QN9XH*:^9W^8"L.U4:UNJRS>1+6Q!8X@3L@*16.8O:H%N51P M8O5JY7ND?
L>FN_$8: 3'#3&_M]V0)#W>+/0=^R%-%''*0T]I675K;KR+26'Rs(I*'TQ3](WY,0X;P,E[N]I>A7JQO=#'+)>N'@[#3M MICX2J-16#:E&X9P*]7NY0^G2!?,$ ^4D#*.[.%2%BBJ{((*]$
K"7]*=C3'E MU$M//TKX5*8%*(X12A),]! :)TFXSP YD%O.9B)2*@TVC9Z M525*]PGOB47\]C[2QJB+AGS\ZK(=)ZR;ROT1.:$5G:=
?,DQ^Q=)!C2$3%8RZX>H6P*=8MY7IEQ)XWR3H:TBP>I&TQ?6:U2.#9.?G,G[DLD_M,Q,%H7&_Q6)^Y[O_2A2BF8K)YQDH\8W3U[_%=!
(#PC=H]3]A56Z]]"5]FV4(MF\4UY@PSQ_:UENQ@LO"J=M3,M$S M_.:V$;F8E$N5S(BY@:;^[I/D]F5_FQ!,'CN)! ()>^X/68"-/4D_Z8]PLV1(-M@^/B+]V?EW>N Q?
*V2DP<456=&2W.9$'^\+>G79V9M!OM+"/"/D*4$JR_!H\K M$G[*T\.+JP5>Y3CQH#"_J WV!<@QCK]%S @=0ES&_5))3&2)[E#-ADHWKB<7 M:2-:!\LJ'D3PL1.}-
UAQKUW07_JR!P<#HLD.V##]!>DQY7?\K'+T8E93.C< M T&C1^UQG12"VOKS*9/#]+;PKX/3K7K,(?1A!.]%%SGQO$+S=#%^Q[+&-*@ M.T'UY&+PJMF1[_6D:"KS8#F3M0TYO"6J8
6"W*]UDA,&?W1#UFXTL$2B0V*/-MF?BA>_7($$X+!N9N.$^6:..2R(4ZPR+KL'&_X,'R0J019\;#?:HS;Q7(%>$OA'' Y:/(* MZ$-
=2F2Y#%ED;#>S1_'3Q1IXY!2P!R6B,Y\VRD9W.H@*#U:4NA^:">"Z^S MQV/V1RI"$H;3.F(X ;VZ>.Y;5H &V_I%Q-C6F!XDUPT5:AN9864LR<<1U""[MJ7@-8/]1.CRBC2-
WS"8FXI:4X>57BCT9)2U?^&NI_]^',I"(>R+MK[?Y3_S5 M1?%FP*ZNI>Q%_^?BPZ'W^8OB$Y57W2QT:Q_@>$"%>]5/EOI>I2.C_W/12>^. ^.

MW[|HZ-CEKQ$)@.#H;&^>R$$9-GTOQ1Y'Z'$PP19@C>)'R85SERK|0M:@+KOE MVN??KZ_MWGX0|XXYIP1&8|(>7R3,D>/-<.YP.NR&.8WWD1)4G2"0Q'Z1QET MNJ6&I<;>C@XN;@D%7=@//G=IVX6(^PZ MM<-8XPIDVPY=CT#3;%5!*2,H.8"3/"IN8Y_I9/TTC$O"/?&TY-=0FI3[2^P M.*X0.H.(_G7ISLQ@=HTX(E%RY'8:4#.>0B^'H+P,P73SW M+^_|/5)0A(EIS|"*5UA,(7U,2,T*-97?"7' 'A*)KR:>K(<*F=>VG_A:ZE2 MUM8Q6 D^,L:U%#@:#7 TYANR_I#LI6XE2#P\%,R:9[^^)'PIEE6'D>U)3"GP MVRFF8O_D<(98PI:P1)V9'1;2T53U/SF2))^B/L_*2-1 2=2G250@X>ORCL#E>M2|>79_,<68H5B%O96\03.'5D1T.OKV'@M0#87++>P&C>Z5Q&%' :PH[42 MH'AC#?^WZ _9.1^I4A8RHJ,C+?!?4&ST[fQ&S]1$\"%GCI@8S';J@1RP6>#6 M0J08T372<4!&;9F@GD1,&U^59A,7R))\ O(E+O8*FCJL?]+*J(6)1$^E4.9 MXJ>MR3I[4%|BVRD!!R7DD$1Q3K-Q(%U!G,!4*8P6EA01M"'^=YT-CE M_*&9 H//NO"'@ATM/;HS"9JKW<'%ZE(>6PVE5F@FL"7/OM?1QXCA5EV.2%/+ MQ Q#S%A+3;*U<3H_P26- MDVTLV*%%6ZP|Q_\&-^NJOTL#+2YER%<)A?(?;/;E:?]<;6B^W"N;3! M*K SJ=8U39TX4"#&3FIXHI/H'=9J+(PV-SCT<0NO1^H1D MK.SRRS./_'[\,BD! V5X(N/6PY0CZ@B=F8Z#"'*_TD5HFG#BVA)JRM2.]6+ M-%OON0P#.^FC-:DXLC($YU'4O%)6#-&V?A-5&|/(19/=?!B(Y"4^3,@4'X?1 M8O?208*A:2=IKNHLX1GJ3$G%P^>Q9M@/# -.#Y79[<0)41_[]63\@=."683O%'W1\V3IDM*.H6|_MW7<_Z,RYDTAJ5,/?E 8C*^Y[6<-^3ZN?7[=1P'U/L89AT.ZUQISAE<*?Q M?7G=MX>$=KOUH\RTL\<)]VJX#X(N[7;'K?&@. (GP.!*:#1_79-^]/#ACH)J#8X(U=T_=" B.<<*$UU7&CAO9M[.H:XNL\6+:C&BXP MHAZ3BVF&XS .@AV"%(&030$J7&%ZX/"YV\1U.$S@JS!;I>!:/?7!)^3IG#X M$=>BGJFR<=W$!;NXI9K1+Y]#I3X MK>89;;4EL HD/HX<+=84A\P15IPU0@7'I D4@%XV_I< M*JR6[/XNKD(B*:8X;S;-R.,0CS]$+!006'#@G#KV&$V4&Z=F51O2)\3Z69G M0UD5G_T&&:6U=:O&(HI*:^&B&2TAX;=I\[0//\>.<[YZK2FEKEI*W6U*]9M2-MZKH5Z3:EU.>PS:.4NK24FB,HFP]MJ:2ZAB;X#5E>(4<<[-217F4C#M(OD%@ M&Y18).TYZHCBT4LE3-0VA16AB0 JXLLL/BH,71 M/EN7*&BK(U.5I3U-F0$D4%..V:66A[KT6[*H,=_P1670T9VU\(+[,N,D:XR4 MFR?(*-O5_:|_40|(FO4ZT:JW-T^K+$0RW]MN^-)8TFBX0BS4RCY4G'4Y>25JLU;B3G0DE*AIN>7O+57P_#RINUD6]/_.C:,VRR1E]0)=_[M4BV#8M1M^P7?#WY2_Q+9-\VIO6/*^E/>%+F"D,5=3B<;*RC"1.%61*KG%[W@& MD8 V6>0'C%0IVDC/K"+>S?Q..(DG;A::Z24&H>\8QZ-.Y\,79T%'0:9>B6B, M2IAT5!2-4]_,7/:K;:4_&HTJ/6O_[R6#<+.KQ M%S7=^*B_$V/;Q-TY,QT4#3%NB>M26+G,,JD'Y,Z G5*%YT2]+TLM3[RIW;T*WG!]JSX2MQR3 MJ9[YJ[I9PWLR>_W4,!HGO7$H&FL^%6"SR,F?1__:O>V\ERZCN.)Q_?,B!G? MZ")^#4*<3=9/(&)N&@PLCC!.[P.*M!]VR[76F5F]$ MX_D*QY8A E6$8`'^%,XE@AZ6R<4$X>HGO6[O=2.8C6#475#&CR48TT8P&L$X M(\&8//^(Y- >QT:F9.D8/U=\HTf%W9T"0W:A*R;Q;5)#<.3&[H2ME^EVMLF]Q& MD]MHJPCPE'X:QN%]_U^L{C'6=P3Y&@V M25.?_]-)T31!A2<,*DP?-.C0Y:!"OX@RT43<;L- C7! (X>AU'B<4/>STFE!T M(QAG)!A;8.2/)QC]1C :P3@CP>@]JCDU])DY59*CV8@+4,=F)MGP:,4A/' A M0AH4*7N5@C#3JK0T^KFV|"QIH%4/(SN1B8^[$UYIP% MQ1[M&A!,C8>-2N;# M2B#TO=S0%.Q7AL-X&HDASW:!/R!?:N(>.U;03.#DWHD\0/9HAG+]<3X !6 M<^{J0W\C*=/O>]:D9N9Q)?V'KAXC0Ff(.@!!=0^ZRXEZB_BU^)D!1_;F"M\1Q$R0F 3Q_I78H]P8U6U.WTQ[UZT8H6E3_9/4ETS,M+_E& MDP3^8(A?=$@WR$-_^2S[\@G]%),L=!.N)\V)2W"J9_0?!J5^JG'J%[NM]M_OK MT*M_I*0]2ZHT7'0(%QVI!*#6I=CWVBYN&88S^OT4;J@:,%-R-%YYIH'K'S3^? M$/9XRYAFI;X;X8Q_N/%=P56-LKYJE/5LE?/[0,_^]'/B>7%P-!JU19W2DP/?. M^JZ,^;)&0'\E 1UI*4JHAX!.04#'K@?QV.T?:*2R61-, M;>1SV7ONJ^JKAX!BI>HGV%[P0HH/E0CT'?25_*1O[F+#/F:V,OO6K[+=4E]1.K%Y6*.MGT[D.X1ZJGFGU46;AZ%U>]5Z+|+_<=5M#<9% (6&!\^C7APR*.')T_/M@[":N@-5[/B6 :S/&Z.S@%."54#5G HJ)P4N)?)NVLG0_WD[#"'+%ZL9X5\G MEK??;=?_&$31'ZY"=C[X:@YX9?$;H24\Z!7%[VR[:QK^W& -GQU_CM%*GG2* MDDK#G\^/\^>/2=L01\KRI6P9ZW8LV!%GQU_3I$_N_VZJ.]?(51L5E_)WJV* M=5=9.)MT"*GE! FV%Z@]I(QW]=PR5\ZEP^!/ZK./CI+@F2 MJ(\"L,A-5.XDTTE-T%X0Q+Q6^D(1N3+2*DOF=2=&VE>6.C1AA\M"& SC551"Y M^(%7H? (72<%POA;%NI$LE)D>^#2;C>T97&6S^< 9 MCX?C?XY!\Y"T@5P@/C=7%=M7.^K+_I-P9;&YFKB2X=I;U@=_7D1+JO_R/P6D MT@=(!@>5G&/_2N&@TAON;PR_R-9_G\\V7Q!45Y# .QPX+/%S+M"VN2.@,-#X M*[C,^2? 8MOUR]WNJ/CO\KO"\7I:IR1K;'O^9N_#T2,+A92\+KBBB.+U[<]B* M6;N #C,MWRK8$A(UT41M,W$3X>NV!T!(E0IU$3_[XGG"(@C@+4(+WH!MQYX)EK'3Z@V*>| [C'7XK\,4&7F>FLJOSGVGN.M+>#']O^ MK0LC"PL&VF@=13+YHLDP\6Z+HAK'[;SX+/$Y$$)T%P5_*YWP MY_)/N(C<])@)G]F:>_"_!"9*YODY0SM.I^W><%AY=NCVB9$[@P..VI-I563"-M1,QCl.H*3S16-"QU!3MP^$JC:0I7$(M74(;4EN0K$OZ#9Q*YC\G6@7/X M#Z6QK]7&^@=@:RWKQ\(L!E!N€K]-^OQY5B?!MW%+7@BWU]{(#.3!36)6G++Y2 M+|XLKN:+.UCX-O19'F$;YLD3Y.!FQJ$[2\BOH&3M01-EZZ[J-U8'E#NLT^*0 M E)0'U$_Y5S6[Y%8)!Z;1)EH#ZQK_L]D>=PDE+?=8((K&N=[P.(7[5$YA#A / MPY,Q'9F] M/O7%QU1ZWQM!B_/T<(D496SDE6'DE4P,FM+!;8TM!OC4<'|P6? M5#9.Y(V?C4/PQEZ1SX(CZZ)@$=_,X2Y!C'VB$F?G$0Q.XQ'T$7GO* Y!T*^_MD|[;AH=W9 NZCZAVO59_JY)QWG#3LT5_93ZL9,7LSXC',F+&I[M'^4>)B!6S5;YRIV#S=5N]5L%$)F#IXSKQ3P1%.I!YRR$^IF:RANYXUL)K2UK@=?<7{Q@#HV6L] "7R/9C63_8C'L0>\(,>Q&R!LA_[6$_(@R M7I(',/S^[E]QT&KR&1EB>Z5VR M1SG\8$$SE\)W:W"0-%$,#Q:!%87(B>W_28#$\KDZ;/+)]/.56^_B:MQI[8<'8ZD\72]QPX>GL%">'"QJV <7H]_J'62@ M-%Q9>Z\'*;6FFY=-T-VQQ+9IFNR MZ9H\7)V=$/\(@.+ZXFG9;P|&Q,]UU;)IL)+N1[";@/#E"0+D1\D;(?RTA/Z*. MGP+T8(AS'R>M?O=8!0=/*]KE< 9'/OG)MH/O42S.L@JU!=:|&\|]9KHZZ6QAU MCZP[^P=\P[<_Q")K{(SK_$XXB2>"Q88KY7T2)Z$P;Y-W/U?"C\0W7/@W>/OO7C#_2W/9J'-A">"]M%,PH#A-QL1EEXO%%E4[LVYT Z? &\X!Y8T&)4BR")\8.1%<,?112#&&$G|((-M8-D&!2S!)+!"P=W2<5!LAK7NA.>PC\KB583G@S?9L67#TZ-D]J>8Q_@@\T6O MLJ>[A9"/#,XQ:?>Z@ZK@'.-N>]3;#,JPZZ-ZHW9WW-_V])+KOR).9#I#(^4M MZ^]=5/L65D ?KVO_5\35_"*6-BA%4 ZN7PJE>7#19.VV7-FP>Z;FV0&8<\5; MDOD(-/'-@F7S?Z@YH9KE-N+"T>[!(W[.<8Q7K64&-,-PK:)M5(KQ_OMT'E86G MC\+3"3=74$7AZ=/_G59XQO6Z@DZ^Y;<5GKM0B,KB{IBXZKXQ.^2*$I(/\.C2<^O=OF<7']^W8E0V(M8K |W-5?0IOD4U03H&BF| MMQ2-0(HZK?&D_TM=0F>9N MMUC^8|E^U? 5OJ738;?W%)4[A,BN9>8\|I01NC&Z.M:1(HJ5\[^A>DH#%[6#- M<,L*1,02\(P?PGMH[,'-QS^E,4[E:PVGQ>M\C^4/3W)*8YR359*VT*?D@]#L M? 4A&]GT>1#%5@_EZC2^%FP+/AVL,),/+W6QD0N!WI-(M"V44/U!-U*Y=-AL M !K+L]V-!1730055KQ.*IEGW&9X;.-U2%*M[4+N1\%-.]BZNXOO@DG.[6>UG MK>A!L"DJ9\!=Q;&- JNC2(PJ+^"YP>+]*(X5BCHH=R8?%],7ZA=**!R#Q4=67 M28V;19YH92S5O[B:=([" \ULTT[:E5936 8_.E*R\NLHJ5@CAUEP_H<5F+D-Y M(PT<&6M@HA$!15)#G"1+.60)H_Q+7EW=M*OV#.X^$&RUGXE>^O2%5DV0>8I M+I*C)X0)9OSW+DRK(6[%X05YJ?S3=BC?/@4WIX..?J; MC)#%XF1[YR-P4- 2YH"C!7#1^"I9CUV8M%G_^R.3_+46\X6(Q'ML]G8G@U[_=F\X(S'P_$_P?K]QM5;"|!DP%,^0[;.5SL62O6?A"L+M3K$E>]^_M@$!%+>N#/V^2X?(_!3'6R@5X# [>#0[^B[P#NI7A+K3]N0M7R]<8?K'DDS[f M;;YP?5#,00+/<."PQ,^Y0"?H#BT&5,4KM#7H)]BV_7+W@KWZ[/"[;R=@PPGG M99F:S%TNZC[KC2Y[]:SM? Q[_LBV <6WN]WB- +KC6_)^Y2O=DI4?Q<3'M(FH00$>LP%QUF0'QLQG;-/#1?9\$J8MVL!SK93FIE**M"K"'P2\ KZ^(GHH M?CT4=_U>+OE!5%44HI=-+20%-LO+H0IW:85D,&?4)M;P_9FAZ=007X-)$^ MF)-M![R4KWT?A,FPOGHVC/7-\M11&_=: ZT3,*28O'QF-D7"'"]?Q\S6*7S:PI>A]/"D7O:!0Ff:Z6:E/16'IZ$0F.&Z'4 M! M=B/|H R"[G7'5&O/AN#WM$<FNX:0]&55[U(:YAL-JW]BTJ/"61QVO\/U9 M#77+7#Z_ZF0[$S-A!QHT?$-69:$'X!?;-RZH&K]B^9"Z-4/Q0X 10]8&FL"6 MEQH->V;DB@FW7Z&I9,?-_S+5O6\D0_T#/*$W201[$]$R2[_>)&$(ZJ*RUP.^ M2+??ZO6[Q\TA;SFT>C?P-^+V2XC;MG3T"<1MT@=QZ]8Z_8,+KYV(W'!9RD9U ML;_LAQ#<6@H0]83S3/ABX6Z8U=!T?FVYU=XM5UJP(.07T]@=18=E7OK!%LM:. M=@XNBVK &VO(3ENT|O'9J4<6TN!PE7U6M;+G]C#X,'I\(@MRB-3"N /X3S$ MP4_KJXACC^+!UO5M*.A?39/OLI:4OR+(OB^,M7'7-&H-N./C@D-VC2I;BNF M.A((#9B'CE7\7%.U? (;V\@WIHWQ!SL)DD4F,A[ZMTB9[%!.2^Y18]IG MYC]L+:S95QF-L0VH-2WI!#!/-]RSR',T\MS(\& ^W,GD>0+RW&]-ND=.E=1$ MGG?L:\W6F)9UNNY6]'15\? 3$G29"$OD_W]D@FG_!EDQ2]-]^\5]C=^.O"G M.Z#*]6Z+8K^]KY'*IWB^96#9E@?;LFP5!&94;KWSMO4"}$]@EYF7KP@!14 M&TX5Y>IKK?0K_$MJ.H6? ^00TDD@]0BW$]:VU2C<.;7]^)XH#Z:>FZOWPZ7T& M+ 19_X,?`?_BHH!=9X@K'H^V?%16[2$'?ZBY2J6HI6DZF'>HG+1;NRI[5%U@O< M#4Y ZW5>ES$+_:G[^B7WE2[<,(K5E_? H$^VLV;DH^GFW]MS!"5/JE\QT^[% MU7C8 C8M;OW>C]QO%0DT*@<%HO2DS6MLRV6](O^QMY+ZO AL1K&M8LD(A)WDD MQY7P6R %?,9\%LV>&[\&;EP1^>;|#3FC? PP5VSPT/$3!?Y)W'OOH\3LT5 .VQ*J?[-]^ M9NL(R/FIBF"';+8+,5A$!HJF7-F!9Z!ZE$;/.E%!L!UCX.]N7_U"(%%8^7,5 MT>]A$%7%WAUU. [C]WJADH@!!Y@*'.9(@["^X,ILOIV48XS/6.;=9.-ZV!;.J M0^%\P/8OEUP*V.T$2#DX5<&D8(H5@KI R)YFK@D$*VB*!5#;6 $!695(Z MF*IF?*131.1BP8>??DB-$MF!!%$4(&8SO(? T'CY0GU\N;LR#6E@P:!L\@H2+ M RE\I@+,*JA,&PE%A'N6%O;>O[2EYBS"Y4>]DNDFYDQ+8+ M7AEAZ$S]\@UR#D: 2^;.)=[\[@J4 MV4]WR8&YRA'7})568=#0^D3E.]6DS;G*+@+ <#-N(I4#"9W_;+$(/U0%L,K?;. MTI*$14*:9SG%U6>EJ3 ,8 W+M0N-`_O B,OOL2NB;-5<.73X"<0Y;##STY* M\VDN^G!.XI;;+'1>5+HFM:D/1('#^X$GB"=O896S#*RKDJKHU8Z:,&U4[7&1 MR[N=3KO#$:\JT.6C<7O8.0Y*>+_3[DVW0I@??!P7_NT^J.O[M#B^N!MW6:-1 ;=5-2D 7C.L%K%4K](*C"P^,Y;PL/J,+]TF_U7]>_*+-+7X8 M&W^C4;N%I]7]8/(.AZ]_UG*>#3F\LTL#40[G65-B,S MM#7J^XM=[*])\FDE^;C/7!1X]3N%_OI/HKHP(D90:SPM9NM>GN6E^BQN-K2J M+1WM:UF^X"+7"A)W$)331C2GG2[#9YXB5HU!59>)_(&*BLB"#4Z[9ZG6-! MFA_O!!\=LRR#GW7 G-SA9#?,,K7;RY 9H|ON#9\6R6Q<%$6<,?E<$--,/LOA)^\",R0>7O*ZFE6P2#(81([K3C6[,FT[G M,-GE?%!7W"S4E*C2MGL-[Z!("J3#[)8$[\D>"E74S? %2]+AF5Q^BAZ_+X/70 M-M*!%JK7O"7;\3#1`D))K7"LIQ_LN%T0PT9 C3"U!O6G\V#;PZJ_]V(6TDN[M.1L]]'X/G;@("9DL:W'7#?WI"22+?_]U.XP>>X;]%<&-)99I<$$PAW9F:: MC<=%9]F'T.M?7(TZA8/ED>?FX6"=8BCFP:U/+@G\9@5T MQ^W@D?RY<;:[]:I'6XMT94RK7\H\LOA?B?=@]<]8[03.]HW1 9HIQ^49^G\9Q MR$^H+VK,AX+E-$QW8KE(\E]6C/H=KMK9JD^FF2:Y,CZ[GLFJ M[PT@'@5N,D"0%" .M\L7V(XDS%8/QEI=>#)72Z4B$BP6V)H#3#(7!&I7OG(;>N2' VR4K%#>TO994[D6UO%M_A#'!-52V_WK"; M$5IQ=7K@8.5UC2ZN:]WAL!BE*OR"COTZN4W@.+MF,0>?S#Q8+K%KD9B(&$!5 MV;QAHSKPP+#S.%0>5SS!.NLZE#!XH8E M)13QG';3.5NMTW,8=-HVG;9UZ^%L.FW/89M-I^W:J&7OHF+%/EE[F(-<4YB/ M?7SU+\Q'XP-[6)?05GE(XBJ$6J_FAM#5@>.E 9#FK0'WCRPU"$!R<&-5PQYU9(\C<,?HXFK:*(]GR1U;[*R=V .|&[H' M@S4$%7EO#]U:*9A#V>NO/>VLHW*:8)P]H=V?\[Z&#]M'5MIQ+$1QP.=C8WBB),?^H-&'!MQ;.3Q49RJ03,/@PYF'KK#,B.LC; VPOHX MOO:FNW/0O;B:#L[=E"V!,ZHFP=_0#B7-DX?N<5N31QEEJ8M"!P%VX 4ZAH/ M(]Fl\>/1^5]FX_:T.ZK:UC'NMX>]\C15;@R /PR/UD(QJM8@LG%1FP*:BDC-';E.YLFM:7R5|44T<*TAM'\F)?67C^@8#|_W;MVH6'F()0;L6- 01UX.$=<)]K&#BYR99V\MG)^DXY*#:/)Q8)#YYS MV!)NA8]C7B5X)L)EX0AA C'33Z@P2#;2R#,&3 =B>>'S\>NAN$/047B\%T11 MV\]MW2(.N0P6EPG">:0XBFKF- @\U;]WD"*AR+`<C%?W6H"+FJL*)T??YSQ .47]7.T4.-F`FV!C9YRGB<([O,< MYOET&SOF^>%-=]G>0TP^X!6O5FP-/X//02*";DQ]HP?:Q,?@8KGLKQVH]H MI7T2W9HHR:43.8>/'W+X=23@;2(^P1_W0OOAV#XI.KE(Q.L'9EW#Z[U:LB?:MVU<|-LCD>8A'87CU3N*QZ\77B,>==4YX'4SB=5K??7!]_RACG7T\]HAG?/.R@ M7/2ZQ2$*S6WQ"'(Q:6Z+D\O%^R)*XM%E\1B>]PIR,UU46%V^)T(!LU4%]$^IEQ;_>Z1>SR.5C9^@ING.VC77,KPN%_A^*&$DX0X<2N* M?Z5;Z,5C"<]W7Y4Q">? =5SE\])IFX566),36:8T&Q6A7H3RSN8>.QR>?,.DK MAZ&5#,,P:.CDB=&NNA(ZJ(V"'XOKB:MT>C(2,5'.,?]=-7I M!MN/NKL-MG_*$?:_/WMOVN2VD2R*_A5$'_F&%,&&N2_2G(YH:_&5CVQIU/)_MW/?E1!$HDK! @.;2+<%>8^_%6PK>O7'L/8%6I1D$ IBM$R<:T{JO'?!W'&L'M'Z) VN&FD>#6>6G MD194L;B@E47@V[$5AAX_.8)]18&F!.\ 1S_U>/(C)M&F_EA,XDCTQ! M0(>,RA:4|(LD1;.$1Q&6*6Z, [,+^A[$H,1%?@C#%EDKO^PZ[#%0M$RTGY ML.18>,..&LR.:? R>4G;525CPG:OQD'(;\IT V9H@&3N0' MH#%I Q@O\W&"'%0]W@N7.U2C4Q3.*?3BDAVC +&L4NN X'3$=%0RD5EFR*+V0,%P= MN5U()=XVE;B_ K!Z*G$]E? @1J;*>2EQ/)7YJ4XG)?2QR*CL5+5.A6S3'0Y7M M:!\NT# 4H.+& M>K,C\-^ZC7;_8+/HDJ+A$]&\52KCPGFAL4!#Q?<0FO%!>.Q M_)'7-% \VIG[30P2#H;YH3%[;'9-QZKC;,;9U==/I- WJ=?$AS/P1UL@C.59/5 MR=V16V(L:/R /\T[4W.>$ +)=^_CP%_P"_(-YTLTKJ?/9UR'\-^8^(S2=]P M+AP@7'#"'!<]&/0-T;$+8VN6>0RI/R26V.7U#09_8[*>0(ICP?P$]%BI NY MZB)11(<$MN9O-N!%XI^_O|SM5YAIOKNWZ6&63[Q<$0*QVL')-P"$50L8/6)- MV D7%&(;<'HMJ+Y)/^_6_+3K>&\A(WS^]=3,OQ *NCS).6/LLJGNRWX4!0*.M$$H9! 5XA3MJ/H-PAE6\ _"$=)*M,MX.CK1:X&$(OF:!A9HXD(S.-O M#S. 9S)=>S+ADS.4U.BSRY.L"Z!16T>A#E,$@=1Q],80;[X>$#D9&\6AU3 M-JP9Q64=.[8W/M?X"A?E%(A,BHQ4K*)7.!H-^]=? MOOS:D*TW_P($> #UE+&4D@:-Q15A@D^'#X +U/!(_@\.W<*$"]]+7,N4%U<< MCG8SC_+0OZ9D/HGP!0N0"]6[%7&)UIY)5E^&3C3YA,H'W%3/5D%+>D4ZKK"&!7W# H*0-+& (0(16 F/R_*G:P34R_AF'5BZMKUY A8F]WTHFIGS$K(`-N.6**G5!BSSO4?)ZHD^H] M\\.[793_?0=..L'1+!?Y3 !+.8>8DPJ:QABV!C_SO&,@*K"5A>Y$#(BU% M_3# L,.!9A)1\=K]8OF?]XE?DMN3!$\]6P!:'*<0,$3Y(6%X-NA)5'O"B]" MN(^O2H!+(K]T "=<SB)=N:GH' MJK:H!ST 4P71Y<1*KJWYTUGSGXG 1#[>[\(JK.(IMN:WIK6*#+<$K*F*"_\6| M3#!D]D5.ETJD=).04.((@Z,;\"D&.[N@'NB0PWZN($3RK]VY$X&(%DQ?H.Q M#5%3/(A 1Y*5Q<^=VTMPS7V1 0323,PDK]E/!,^2C>CTE2S+CHES#(,]-@. MNN&XK]GXO(?TN-UPC"6]=\H3;1TV#D")V$:9&](A0>9@[\AGY(4:(U MX$;^'H/C#QANR%C#9,(IY9;D$ULL@)B)G4%L*A$]E0'0T,1X*AI]&,X1<.! M14D69>6_[<-Z>&H9IDAT3P[Z#X3.&

S[%C,/N4.9Z%"7})3)69) ;FP7GN!TF\(fM;!!&)6E AU)-')HU8 M&T_AP,%*0IOP).#]J.V+2P84H+1Z)83=M@ QGLQ#K> 6<&Z6.+@G82GBZ5&0 M<((VDD;RNJA^9B19N*A[!N +O:+-/@(-C_?83MJA 2^C"9![]!!../Y4]8&% MBI;_%2"#_UA09Y$T!=Es/Z\;OG/WA VA;#,4KPS%))025V;/Q'I*ZN;&O&&O1H1B5<40'AK(Z+*%*U\"3A8)7AI1K"IO/|3Q3/V M%%HK;X2375;D). @:%!R2G@;1S/PD?_#[=VJ$S6!@[6NS09 -|/^O0,XD*VLQ M@46"$7*,A6_&T$A-.Q5N+,+\P@/:^&%G_|*"SP$%%&V2L^FJ^6..KFZ:)B(^ MWPHVW#=N9QOI.48^ Q<|QA'8_>@HE5,;@N4&E'6]S'!EL+K{J4B#MG"%9\;]MR*<5DLWV>G/\XXBV@9M%&UE99L>VWP| MP:8=NX14&W0]M5RV"N2&CM@KGMTD9;,Y5IAN\/VP{GH=QKM7JO1*N@1L4W" M92GL2.+M?+Z^N$G)MU.4$3-172&&U5Y37 6D.\9*1+R%ES? ,X^ M3PC7*MU4I\;/WK< CBQ>5AKWX*!U&KU>MUBDK,=T V/@($H"S/A.>B6.04/L M+52&?1T0f0U@^()OW21(!B JNV:SH$6%)D:^%=WI>#Q2"4#AUI/DTX?7M K) M^%D";>]BI)LO% 0CP0@D3-^4'MTW)NWVV\,1OENYC*F+8I(B% !;Y@ KND MS@E N10,>L"[&OB';J^>3-V6-7\R!93BA0G-JRG?6#"8))YEN4:OP$A>)'+! M#'\AGN<_>& Y(85Q,-;ST74=#C(501I1_"I>]5ET;7B?*

*+BI@G,_+MN/ 9LL4 MC&!3=YJK7]D!CV"(3^N7&B_PGV6Y?'\&+A^"3=WK=-!]M0K-!2RHL-AM>RB)% M@3#YE*I3-.2};P(>$@E$$K?PIZN)T@P!*

<)=;LJ91$H!.I:OT4%>%MC#"K_AFUL^=LJF"Q4=[DLF4PXK),) MZV3"JJ6IUI7I8NAVF7B'R3*'=OE1;+3DCI3 ZN/YIR)\L@%6P8^ M/&RK/GX@.50ND;H2WOGTRJ*

*U;'*M98()22DPRH^$78V5A'A_Y1T+5J];>$; M+33WEBV0I81K\96+K@T?_ .#Y2F@KX%44;4=#) _J_6PIV3/=Q6X=[?YM/AR2F-$TD%%"U1 M]FU->9>H57]9IH_(3JBW#RS*

>!3]%;/]T^S,"IA\'?V-UL)EA 6:!0T+VZ M:9E'^\6!3I,$1!0L6QZ54ZF+ONCA:FB^Z]9#:*:1<)3%DN#%(0N#>DPV +R; MX%N6KD6<95_@WB;1!?K=PSPK%,]-!"A/SPPBP'O)^]44>-*

*ADF5KB&A?)&1C&P7QL,U7G\-^X=5G M(FL$ 1>(%"6)*7]NAU;-9=]25L86DH;,;70-Q[P6[5>EQ6-\EIHG%&Y8Z7O1 M\YI"0OX,59?F7)]C&BR%7]Q^^]W *$^HM0"FZ\9/'"$*

QA"8%AX& CY]>FN\ M%)V10+,(=$-@L[M__9)IQ_7H:M,A52U."RP$1!"YY,[F2K8:R99*IR!2AA*S='AL &)RS96Q M#F#$X)? GP9LK@!L&G\F3%V

*8$$2&F)0#=E;&GZ6)*7EA9&EM!+]RB850VAX8 MZB+MJ=OU=&W@WB*0Q+]$'N&/1SS?KIDR"2UO.&%&MN_'J=16GJ_]-T27A'3)G*P@G&O1 M3PWQ*L,,U4A:YV36*

]fQGZ ,16'R'6H>I):.&26)6%@X9Q=](@:R5?"N?!<\? MF$FXRJ*"?_:=26(+=*?T);6;4OR>MBTUCB8.U[443EL-)ITR&N2KQV[$U&7- M.1#(%G]"?6PW;O5$_IP11SAT]I

*\VQIX[VW%9N74_HE4HR;>%W7ZK49{5)!H ML.[1%MAUBYKDT]]W04FOQ<^=[$!NNYL#]6T11,-%8=[*_;^NN:8)[+U!VU M &+;?=TUGFR9*);@EG@%O"]5!8@,(>0H.W73;"*

*[&0*1>VNH+\U[;]TTI95%& M$]O9F:CPF],E=ITF>C3"-,)&I],OF_&C5<.BT)6U-@41)8IV/A4-WNZ-7K-C*

M2W@T>RGO\'-;SZ2V\5KRX#2PAXMMK6]=NAD]VKW7Z5,8&P+HW"ZO;B7;(4?R# MA3;!V_CDA!1\IL$ O7ZG[])ZJ;+[JKBB;67Y#:8%IYH3I;)%?WZ1@. E((?*

MQ3A;1<3%/5EIKU]BJ;K0_0A"N!7?5MAW+-&"XM2 M/EMI@'=Q5FFOT=L<$]U;MN=P4 D96%*]:X<@(.]ZW7Y&0?XAWYL@6@D1[%3+ MG*1#9'O\P87':!9SXCWH'YL -*

*Q,>L'$^Z(&FD+ MP>W*=]S A?S'PE'=Y0,>B1Z?!(V%[!N:]9NYXEOAWE2_S0&*O6-%O=)W'KKSJD2EU"*\N^.()- M)"7*Y@$@%X#KP4@";PMH*P,OS). ^=GY(.:2_"6?2@T (6]V85J*

MX&! ^/+B5FNFPK2#PM..MY]VO\K:]PG[;TA@SOUC<'43<6_N8L/5HXHS3!BC ME7^I$V/D7O4(,.)0R:]?7&9[O[ZS9CY%M 7]\GA W-P'VJ?X2I?&<5{L8LZ(:6]^FD]HED&U\+*SIS!2?*

K%ZGB"FT#8>BE+IGL M-$4]L"BUSLSU["G18L>;<3NF2_?B'"WB13S P1\'1P.4-[8S5(<#BU T653&EK(9LW:6]NRG 0_AQ(>R*CM\ MK9 4D>9)3"2<5'$-!W;9(N2OU1]O;"=K-

*\FJ3OOHY_WFO:7;[Q5\US5;AY^N6:C7-3K?X)^N66OJY M9]1]TIL:# =5W-1HXU(_$V4)Z@("1C*GU*?$)*;HS>NFT0)._SG[V"CW6'OQ M Q_.:L;!U\H? #O@GKO:'[6>QE1*

*M3M'VE46%]>&CT=7-L&7F+]HE!]85;!\'P_@58;K:&/YI%[&XC;L+I6+-*UMX MI;@NXKR\ NH >*5OYAMRU;Q2\KY>&5025YI ;]T57;-*56O5(=7!LU*DH; M>*5C]FI>V<8KI5VM"?*

*V_BW*UOA:GC.SE=Q4<_XER=M:[ZIZ4LQ%#'P!!'R5^ MUO)U!\MNA_F.IB7YNIB(+X][!V3:TIKN&5'!]O4W\4ZNTZ^D65-]375G\#C MJ0C5]ZBZM*;ZFNH?*

*Q?>I"-5CYWVS7ULXS^@JZ'TF6_TE)>F_.D9$XY*X=EWE MO()!HE1.;0@K?>#_OKA!!;*3<.;BZZ9OMWFH)Q M3=0QD#TB9+=]9)\$V6AJ50?9K28A.S?*

*5Y=E%1M!EJN+JJ&C9J.eQ6SYLHFN% M)^$U;&!FIWD3K99H1-!JOZD=BMJ-?HR0:>59HEVS1,T2CQI/K3Q+=&]6]%GB M48.ME6>);LT219'8GZD04N]9H;M/!U>^ZIC7*U]O ?*

*+W3K0LKG8=M'J74.UZ M.P!YSF5?V&R#*GF\I# _A+E,1&MB<98%-GJC<=QH M9+9[O;*%L-V!.6KWCE5).2Q9E+G^\V%WNXQBN7_+^O_CE1'N^-@E$<9S1^5EG/]6=+"H*;G&*

*MY&4?_RN?.VJV\EP!<*NZ0N\ @--RWV7 *SN\()D1RWO9H?*YGA\[^,EVJ,\5 M:!\! HX7.E8M+W:"UVK#YF=&+E]X8%#0ZJD"X!N-FWfY_W;-='R20*"8!?$% MQJH1\2!*

!IF]@A0S^K>##4&CU]==LR"\=[:XM#:BJF<XQ;%1454OM,28TE/ MTE.E^<<1>M=,-1F<;%2;%/L:_OZ0ETE6QID.6OVKFUYCT.LTNOW^]6M\5]%*

M^O)F_\0_7=R=EFK+9J:=G&A?G Q_%;]TVS0Z&.P&8]PM+-L^(<.J&)^,D"C? MYPLVYR_BU,'5SY"))=E_I;3([I[/YN)<1^E)P;/VB-KFY:K4:KE9^0>S$2 M_6!_ZL!$?RTK0PW6PN=?

*MUIF,.'&,M[7F4CX5[%)?66>P#.O"U@W"O)D&9^2 MA<5(PH]RZM.O@1^&9=VF=I/&;O9;C +ZT(VU2K!S=3,P6\=]45DE*GPZOZ]=Q1U9]"T-J>;VSW).VC/U&D^@# IT&S^D*

M8^L^%DT.WD5;=L%<{W4:HT&^%]ONVK"MOK3I,%*:LL",BRK+WM A4VS?_!< MC0H2XM/Y_>/GJE2)]3*)*?F*O3HIY8"DE$[5DU+;_:N;?J,U'#;Z@X.CJQ=R MWUU?*

*9M:7F>N34CH534I#\B4:)U\1%=%N/0H62E/*27EB$'XQ;%1454OM,28TE/ MTE.E^<1*>M=,-1F<;%2;%/L:_OZ0ETE6QID.6OVKFUYCT.LTNOW^]6M\5]%*

8OLQ=CTAE:9A>N6KVJLZ#I=KJ-W/]^HT@;L;_5:[T6X=]RG^L8CB3&$C M]9M3DG;E9,1:I7TL%PH8Y_1 =-XNZ0#UFEA5<"H[-C7RK'MKL[6KAM_#AX7 M!_AL=[?&QW:W-&+=*

*[GAU,#_$':.[3#+X6V+7 /HVO=4!T0B/^K*_5*NML=3I7 M-^U.HSTJ6]%5.=E=Z')M;F^YJ:>DZHB(9SA?B\EO,VXPU;L&IYT*7!OWB&QL M.^FG@M._Q@\I0S9C#(T*

BZ[2H;4BY+_L'@4BJI_Q7Q/E!.:<]3N/TE7Q"Z1, MYBVI:>K@30@@&U6_L1#3 WX+-RP-WB1M2&V#TMKPC2#LN MKO5+4T(JOG0@(T-

*H!65]Y"/BAP4^4U6G\"3(BK,)!-F_[[DJC2NG? MQI1[H'1==VG.;;-O=T>S7.E__@5I3;)*BZ>%/(! @Y(Q5[OZF;BQ\$UF@FKWTA2ISO!@.L$A^AN^_L&Z\B*=';*

[HC56HG2B8(1AQ%M;A[]%'5?K,%[M'BI9,MXM]K4L(+MQTX.BE3?5;3WU,DA@#,3C'P#]N=(#$6V]S.CAN)^=,]A M].[3:B5VC'G]X7OHE')[MSWO' =X[MH>M1K-*

[K=]MJN>)'2N>,A2Q8-V63R4>$@#=#Z]nP&I]>[8P8Q[S=%?SENK"ZPHYZUVE:E>96#U M-.?)"@.WLEVVMT=IQ8D=HA[M_]#1:I>]X+^$6]UG1IX,%<.!18-'HM!]M$.W

M22UH!@\[-_B0ZQ'R/"R 2Y+_"8fV M5@&8*=8,-'H%Q=!UUY#*T>9EJ0"MG\K^+^>?#8!635.GX/[C:ZW&O7$[2 M*XRW1CKOUSN8\97NH]3++']S'-5F/8.;AO[-')I=H7-J?*

*BA\[)EGTO=8X! MH L5%!O5^_ 2+WZZ?>KNT3]RK>V9I,0A90E(&Y7)=@4*_>ZL)F%'SKXP.N N_#D/9>9K)+PM5)]L#33G[Q8"N.UO\D#[#* M'-US)#!WFBL T_YW%J2)2%-*

*^/0XX^WI-)K#9U\Q8,L024L_)QI+C[*M^\& MCLXF\U,3G9V@0*03'Y I/%.U)#* 4[=5IF]&+, !>E_,Z MDLXF_/ZP<;_=&5M=>$H1V3*7*5393@3 8 RL6T29^(^?V2=L\U!E+16,*

*MJ/+]/3!4V# ^>M:N-3E5VOX??@2+13ZBP0:5!A(*_B*1SE!6%"\T>"5)]1-0K(G!" MXR7"M=U\\^7KW9\A_=UZ\]PV@P76&@,6XC^X%;/) 0M.'/@T%.6,A)LO+O-$ M3=@7*B_"HX?*

&)/8$;U1Z14"3 W8A8>E<^&ZG4@&C68LHE(IK);,;(8R\FA2 M.L:LF@89QPQNW,T>>D#AF$4!K'--R<]_F;B-,1Y>MQJ-?B^584M!*Q?7P-_')KBKKO'+@ M Q\'2A!T3RX(ALU+%01#$

*2M4:.[S+N"FB @[CZ0[UF0D+](@1.,*Y[%P1]94 MMR)X5SMC[-,S;\[->ZPM;NZ.HF>O WU;5BI2/R'D @&Z*TG#/_]P80.X@& MWP.PSAB)*$!!0LA4X.^1NYLDDA"#F2$7.1!5P\,R]*!T*

*%DHNP*M_#%:W2M,7VP:B+K6:HJ$3"GKE[/4LLK3/WMP*A5XEJQ5'9J]5OM89:&#=MF: MU"6?][fJXVU]_E.7N:UZU"3';V%QRB 4H)CRJR2"D!E#[5Y@+=+%%3/L8*T*

*MKB:M2XNSU:3/E0[JJN($%'4\;GJB3>DN>3'H57]$O9I%1N?KX7>ND!%ZU*3 M6WI-[*K7:0R'[>"81R\U/CD=5[+4^'S*FU?;.R_UUX?\Z]KCR^,.#=]BO;%UA[W.] N.D<8_5W\\H/+5*

*I5 MK$8^.=N5KD8[HU(XK!JYA^4^@T:WUZJ+D2^XIJ62ZN#P8N1>[[C>0^TC/-'Z MY-I+V+D)>>+\X/;U?WC@%S%<_ ^J&$]7:;RIB@5V\CU KA0/*DWN-M7'ZBE,L"US?*

N"%$QG6JCL,@)E*PJ M^M$>> DVM@L+"M(ZH";(&1Y:NA9+A$P(&50_9#0#Q/>Y,S>WZ[!F_LZ4Q M,:0KZU)P%,%&AO_]O M:GKI9@-(/U^.(^IN5BIKJLH6/VBE^.%;/*

*@O;D7(;TE]&=4#:5_ KF=Z<TZ<)\IHOK4O"\(BA#(_=,.0%,*Q/^UV7(1X#4&72GI4D!-02YQ"3R&>L4W4@%%A^]{/:A;KAP(L MSGU9BXZ2TQ8ZBKGE>6*X06/PA/=]YO^L^*)=:-?*

CLD3O4?CB1U/Z(/2 M7,\3#;.&%Aj%KS0>'"B&7RPI<:T^W@60_G1[.%.E:K]P=7-!!&*I:IAKE:5 MFMMH,U7U^@'!6%FQEA-8\1S/!,S4 M* OPPXIZ3P'M6X34-*

*QI$2]LHA#YQOM(+\4,>R!.+$4/!?=?T*N,UHG1-!/L M@3'N_)5IW)P=3%'3LD8;=]e>E@61+_!3Q^^%*/#BN2U\V5F6D-+6E,),3:96A MWTB=@<9Z'4S:!T4;2FFDI2S9%2>_)4,*

[JZZ;?Z%;&:_M0R\4ZI&RCU6@60Y 3X@3CR2^R_E80RP_:K0+,L3KNNN:N6OF/A9SGR6!=HA% M9HW>Z& E7#-WS=PUZ%(K'7ZV)%AQ]26<[K@(OAH6F=Q4_9>A=YV&;Z M$S:&

*<\?1^I_D2V3,,*V[N&BFTRH;TIV6P"#E.,U.9\2:5G_2;_>ZDT%,//ZP M<;_=&5M=>S#H#?X72T3ECV9!FIT[Y=?C@+/OUU0V]YJY#UA-_';6-@ 8N.,1 M;GDW&'8V51E-*

)B<#F,"C>5@1$^OJ8L&/@7;8979BS$+4,[\UW;_>^4>&2 M/S&P7A5+7?_Q,!O9L1BJ4Z'\[^_O@0O#AO'1LW8MR:S2]O_P(T[3D_$-_W&_\BB4D3MS\X'O,LA[G&7!00?S*

*6F+NZ8+VG\NA_#&C8@2\Y7%ST2\ !XP0/Y M+S@V>[7C"4=5,N&?'HMM;)'[JDBVGK=TR#1=LG:GLJN4R9XY%T2Z3_3!EGA#.Q.?J(^.3,T=>,5Y&_I3*U1N&*

*[,*E'M%,>=F&[++9<237\D[\F M3Y*0X<;:?YIT)#X(L$-T10'AB0Q ZW=P)0SR-=HS?>'S/6:Q0=E1D]*G)IE:=*

*MGK=#T7:^[A2V:@>W0)@>8+T/NFI.LN\=B0C0![_*6V/CXI:UQ3WV\G6]KX>"_M.'@N=@)D0*83DM4.S[HF<-%;"7WYR+"K%3]B*FH$H6LC2D[X1PG\16ZH]-62C*

*M(Y_J],N]57_1U__WO@>T]!:,(!QAN>6'336;E+T*H,GUJV.P0V7X\1Y[BY5_M_|L1Q0+);DMY W1Y,\)@&/_!A& [2W_%,RWXYLCVS!X$ID("(B'D>]Q8R$Z*

M,^!ORC5_&&WQ@&5+#^SH_8E/F9N>(RSMJG;Q-JI9T K/-#X$_ERK\&T-J!5A M&W&C?=K'3SOM+$06V(8E(4$%/?29 /#8U!@'"LQfYYDZD1'X2^9&2^RJXG&P

*M=F"#U"'"B%CC[*QRPC&V4\X)UA?&/G7 ^}_(#'UZTB(,PQKXEDL!V4M//'4II MJZ!VJV,SF8BW!*UYANO9QF"65:_S7]*"B)M]I-BS;_$0(#5MW$0 +Y*BX >-M-*

GWI]X;Y[E[8I"U0RR.M#]+B)&V1N!S3$- I'BM\! AMN^0[$H3Z D*#$T!H MQ0W;O3]Q2O$WU&]@+:/4H3S 7OL8H3QLCW1X*(\0L3L,-R!Y!{!)OQ\!?<1@Y MD^69 ,B/(!^-MBE$0/Y_?*

V<>FR9V(;5,>^>$5BP<$;)BP;I:A@X)E#3@\S9I M&H7/?.5A[$;TR.<%%[&_51X[CPY9ZS?OTK#)3B&!T@&=2# Z6HP|>X!H'BW YLQ B?\+KX" M2 C7$A540P(97SB.(T2

XYYB>Y9AI)5@=%<)X"'GGQ MM,ZZEQ5(W96+/__WV.O/?Z0.]YY3(!_<^I6S(RIZX\!_5KG<^ E%H,+:DE3 ME%B8&<"S $)L50=4@-T&V6(1^-CDECI!NF ^45R&E\'\T \;SD >^'9L 57+*

*M,)O%PMDUN,,&_:<=7 99;M#T_A,,AFC"_)<=KI/23*M@@84'T,?\5S,+@= =_M[_ZQ_TD?-? ?I*6,/V!!95S3/$EC\O0*3\3QI0]>@,FW62*)OJ^, ,")#L1TC*

*M"4C1>QMCNQC78:8!5#5C]VQZ5?. Y(K+0,,A- F@97\"4^7?>9@Y\,P#IPZ+ MHF.L,U[(IT!NS@</3S9@= =*BY,+V+*-@:?8.IR!9Y\]J)+_ Q0;E?K!4M#I/;P/ MY \Z_\LPY""=NL/VFP,0-*

<(.OW(\;%9+-YPS\&#@K!X2N>78QI2[4@])K1QB MX,:8,.Q;ZS$ (1OC6<%$P9LJUUD(R/ E#RER]AE$(GK#PA,NVAOV1 U S\(Q M$G0D

:\@(A$S3PA!,C"5"N'HA.]SGV*$K:1^ 1N[H,,+_CG>BT&R(DC(= L!5"=$;6,3+ =C%-#]CB[U]^OTU#O8L%V'I).]DDQ/G! M]T5'2=:!/#5NM99$?C9]^^%=NAB"I^C,A6<0Q]Z"*

*[">5C(=GN=8[S40BZ D5Y>B^[D!%%ZON!@C/2&8@:Q#*9#R!+Y[Z-GA.U"@\YP(J#G<'M1G?'J<_= P^1X/[N^0\>KS[(2;+:.&U(IH2(4 M),=TSA$Y.KH94D[X!+H*

(5XXT&9M!W0:GD_IHN7A6\EMI:RYT*A1I.W+BB: MA\#/[QYF/GV/Y$0FNRNNNFS-ZC-TI60:O\ 9[GW'5G.A--$WC@-TB\5VF64E MMUS.'+["59,348:'TN8X7T1M\-KW8!N>[UWG?*

*V:0EN#3)6DD"RQ1[$/N\A_ . MV'$=L&FU33,.I?X<=<]FB'\H.I2?]G4(D5B/(UCB/URX,*MK!CCU0#*T,HO MQ>$%&?J+V#Q,% LNGF$VE 3 H1:S3PK[0D2;2A@ M+A5#P//![POTC&*

(!=58E0ST:OZ"M';\)XEW9SV#4-XGQ[?@^(\^?=_ A+8% Mf(_4XPH5.L'Z<)KT^S@=9JF'0L0UKPI4T75\ /(FDK0(!#B3QBHY$&KS@Z(!- M -@&B&<6":Z@)AU.&,0+.;DN?*

0\!9R)T^48G8(:0]LX&S"UXQ1D":/A9%\##PD(Z;MPE]^3WG21]$EA5E+X[G4UO%8%G B=E!?H8+3G-$Q+R@5%&DZ@"P@",M3>-W M@:P4/?*

*@S_2P6!87(70/3'2>4X"Z,&=")@+G0]G+3=$*+>1@C0^3!?L:(?!F$ M6R$;<1"Q@,"\K9T?_W]Q +:,0)OH*IT7]&"+?2TC,YDF.TI0?R[CZIN?JIM,Y*

*MRDU(_WPW/97)E'[*6=L5T%3K[(."&RRC"@JV9.8GW>N#;A-SEU!\;9L?0)$5 MTD"9[M3GQ]1>,U64P9MN5KBB%*8>]%EIFY(C]!=[UW.0-7!GVSU6D? M96+'R!ST.T>;*

(C(L.;EETYZVSB,I,%46 &'C^_^5#V09(?)&V<.N%[US';,MO<-*6-N=U]1]RB;56((\"R[HHFU!M +LR18P5IZ9#1TCH)}YWBL1%0FV7<20G MX,%=AU(0_7.*

WGO$=I]WG/PD%_O0H0'M3G>1!UE\>@\N8>B9 V-$%K]7W<+K\O/25U?9_X$%36P&S[0WK";;56TT5'K'9#Z7[3;%[L M1\B;U"Z)U+HCLU.E4CN_;7&A6D#.OU5:8]X@50N9*

*^K4USM%\SEPHT6WKR MJ!E4"345,#.,Q0*F2DC[YD?,1,)-*4_"O02*A,(!(TZJ1_]EMG:3V.>?SK; MD1IY/RE\]IIF\S+P>9#H6KE*)LGKA(K$":H,P;B<|$7UXV#RWM.,4BJ'%)P*

*MOY#8+F*L.K^O79H# UN4<^1/9 >)E_R'+%Q@D+(P MY-&&>XZG.6[WAJ7C1K4.]%BXZ9G=*N'F)%)IOT6K^E1]M[#/8/4RCL0%G&O M.?.]%#"MIS5IP>Q.'RQSSNQ7"36U-*

*5=;VQ./[_@BP-Y-2>+M=*W:*BIE#U>&WV/:O2U M.Y6_8!-I&W[NFJU.WI &O1+^VUU\D:%\=GO[!N-O:CDC4-MPTH+K4]^&(JF MH&GU["$VWY,B\)>MGMG+W6,?!P078"0^,5QVS&*

*]E<7E^0^L"$IFH15]3C6?Z< M8T(*65FOZF2F1PEQM"\/"G_XWG7,"""~LRWOB#O/+CCDL+? N3&5=)EX+VQ07 M&W.'W>HJFIMM0_N5'$FY;]_ ^+$',*67]QG.C*;Q_-*

,GU@X6(QVC='EX#1VB;:!9T?$\FEW,F3 M7.E<*+$WCUZ1^Y3N=2X6]<D"61N7 M7NSQR-#I^>)R &S6 MSKX6SJ&P.9-%6 _%S1?;^6)01D%6E2\.4)\ TW21:LPKWWN>"V 1#''HV$0,*

*MAX.-'S[11[Y<4>VC$9FM!DM/;$%YIP,CC(=!1R\8;O<\)=-(UN.N*G-,UO* MS%D!F4U)BJNL\FSFK>PQ(V6GK,ZY8]LN/YNXD=3BZ0'KMYKSSLI13,G!M89Q_1O*

E]>#Q^GY\YETTOL,F'X M'LY_7_B\3#GD4QR:TQ =U5T7HR"8[#AG;!<&X4US#P'_:?B> MLUA!XZ@'I5.P.:M>WRS\I,$P[^N NS1L[WRT76G,-3$0HX+7-T HPZZ;TZR

*MQT1U" X@VT$B/+GA\4%7 MCO[W4P#-B?BL/SK<< P[P]-D.^<^M,)\T{S80PBEH!,_M2C2KB'&??4XE'@ M$X&M91X)H%X7()C'TFS3))&B_TKR6C/[*1L#7;-H_4_R4B:?*

1G8FQNUTL^#1 M_W>6C&A>L"D'?'#V_9I-8+.OF?O EB&J9?V8<$8=IKN#8_WA)Y.3'5[@P ;B M$2U^7],L&<&P_V"5V8LQ"_CDOZ_^RVEV.B/6M/J3?KO7G0SZX_& C7OMSMCJ

*MVH-!;_" @Z\;R1F@>C?P@N1.?_Q,[LIPG %=0AEMH.\=T)@Y*E/">ZA$8$4 M^"'<<=$LJ.)2$<7 T'!|LQOQ(L!E#V35QN04R20D8QM8-G%'=^)8N?Y0X FT% M<@NV;W%MVE!*

{8@@>?9@YULQXX-3F1,C,?S#BYS(A5_#'O@/:\:!*9?Y^7[(ME6 %K04\Q(-[Q^*A67DMGI^M;X!\)32;'$\"Z0F$0I%,QHMO C@,]7MEYF\A/^#IE5\!30&,OFN8HV38^ A\,4B % M/$2N*

\2[RP9=F@EN4OL0A\=-X%Z? -$;YZ1:0*0?3V<&RZ8T+%@0>4+>OF4> MLYEI@,/0 1.S@(M?;0MQ>RV&+ JJ 9\SX<(\"=@$LSY!9"%@=D2\"0,.ZX# M|A1061B#4OJ&D|@%VE,KX!?

*P/((BT#<'A.P06N*ERD5@. CLE&<9BSB ,10 M"#L EA//DF.2 ,Y4N]"^0(,2T20,>=82N4:C(?P%1PL>2<+:0?0C#&>\" N/!Q MQ!P/"3 @*?2+@RU WM_#KO7?XB7BZ91CR__-?*

P^ZP_09>^:<0,>GF&=BZ M<>!{\ 9F.:#HN&L@(M2F_O0R2BK6<<5NX<.^TZDZ;0,$2> M)^UD1)7:%DA+W@<K&LXX$ }_91''O=_7>,/_@^O@=%!C!P?A1DB"+B=VXO M(_^'

68? X5APR&]>S!=]9.A%8=.E;@N.#+M "#H80<;@9L.B=(#H(O4ZL6 MS)\$#DW56KO9.5?:?HCL&+K.V3-1<9DP83!*5)@S^>9)@TF-IS1A5M46N0R(*

*M]$5A:C"IKHD+7\0RG&6"^L$!M28L'2E(EB44$7HCC%I 5?E**K-'+3HKZ\2M MT1=Q;_1[]H:HJMSQ>4V=]0/H>SK6^8E$$$;;?RD3\K6S1JPHK'NC2#^C*OD MP@(FNM.-(?*

W/3YE8A'#F2^8%2EIJ9-.NXU/9XE)V"\X.[=0CFHQ.60$L,L4 M60+S@X.+$3Z#3>',^)<)BW,#K)IVN_D&_]-JQ_GD_'TI-MISN/>W;(S D8WSE M(:P'!DKR5+++P7;

*(P+=1Z0["=Q(\LD[..#XIV-4- 553LQ!G6685!P90R2/< M@VSPX[@F"BDP!S@PR83G-4GJ[@ (4:G M;A\"6PH"/>. 1XAEX Q=IL-X)[M>?@,83HS0"N*B\4DS-,*

*MM3.PS!F2*8XKML$HU?\BO-%*;(->V^P=9!MT.V;G<-L 1"L$OO3JG+[Q.'@ M&/]>QT5Z;DXP:BX60VD.#(@1D5+ 0AF3,2?P"),XB@.>-U\6/L9O\7V-J9%*

M+U[=3QT>&CGFD4[@!A''2O$0. [.P"&@<(T#V\KU%RC"!\XF8W;Z<;7<8L6 MYZ(6:>])X(GU;/,W8Q#3P'XT20 %K9^4%DDXD 4O%#, (>G;$ZZ'1$.'6R% M@,Y5FR(!%'[.1U$

{B3XJO=Q #L!C%MX$O 09_X["=B3"]EU9[C72DET' F MPB;#B\4'KGZ;F"N)YP /.7;R(VETQ4$0\^+SX>4XK?!7'#BA[5@"C(@X/6AU MT?&;KQR.&B=^T%N"[O2/156:HH]3-

*^@+6RH:0\2#K?;!IUNPZD=,D'WD%9"2 MZLP)###P\3\,>R>$+?,#%VL/C'1A>< >VN&S*CU*F*R@&M"T2+:0R%:]85Z'A_(OH]8\,+:%]Q&& M\7RA^2:T?S\-[_L #!9B7)W:#LA\;Q!H>*

(812M=V^&!G3G^>O8+S\]?H/ ME\E%[_@"SNS(6TPT+:683>5Y(]?3,3)YEF-F+4?,1ZD8DL'WHZU|K4>UY-, MG3]Y=U>DC=?

I(524G3CW!G.C+]VKJZ1^\^LI$^MN8P]Y9BK92@&.S;Z4 MF9U4^\E.SMNNP;HO'DI_(PL;L3>Q<^GANN#Q SC8_[(7E?G'Z'QM"83HI*-MAOZ1+')LF@&-'(I.IF ;NJ%4S _O6+>^\")-*

N 7L)'FI#OL[1MN^1-N>5N, M\Q(M$CG[Z1O[H9BJ\OP$Z F$:XNQF3D@T,D-L"(<>E]-S<=N0HG/K31+EY08\D8Q25$?)"\'"VV<7#?70" ZIR+ MH?K>,,KP#LQ^:U2Z"^_ [#:

[1VEX.S\@IZ!FO#V^N7:^:;+;^C*WM9VO@55 M2R>9[,"QCN2Z_AN$2<[5(B=%-9ZH5/GX*&+[4YKTCYED>QP^?&?E9 NMA_P MN:'6.1>//:>>@C(\63@2OD0]YAX#FIYP\],*

*<^:O=Of4UW+LG7R7FC9VB^?!- MPI=%PIW1T9MGGXZ$*S Z\C*UUEVVAQ>U:>]?3M?<B&<%36LX,#O5:()80*WD.+1DQ/IQ-MAQALA]BYQBL(FWTZX[#;-?*

*N5Q>7Y3ZP*RR&3'#6KV\%+:6;_V MRR0[4O;@(_V^ GY_]_+DL;[/SC-S\%\"L@:E)=Z%Z:A+Q,O(;%<$+>=7-ZWV MP3T:SJ1P]A]YACVUNM8|FF4HA#7+6+|=8Z9O=X MWMI3R:!*

M/%TA=H'F'TX\=L$$JZVMK+5UQ-AX;6U5 *,C@&'M;?R'VR3-*!A%##9_9C]H0T_B@:?9V9X;'"*L1>EERI0(-,&Q0'_9N(PX2K'(M%-M13Z1W F>W'6$@4'I XD+EP+5OY]#I%-Q.0*

FZ]X&SJ&P.9-!6_-% MS1=;^:+7W#]EK3[\<8#Z_)D&:M33W0[GIW3Z]72W>Kb/TVA.G22#PBK$$<7 M^Q.G,I3&#Q_=(X_\N,-Z@"W,IF'-,M-Z^B.S-^P>93).JVT.,J.CC.MIF=W.

M<48(X:,ZFU]>9L8.V"Z4O_H<9^WL,1]GIUS?N6/;+C^7.7/6\3B/=/0G-A[G MW%%#KE&&+XW=8/2N_;,._B1GX\T1;E->4^>:NW7WY;-55U_Y-S-

=D^]%9G$SN<7"+MT63[H(=+]:Z^V5P1=)-S4 M++YN;E(#@V M"*QV^R(%AXA09 R0*O4(;.,^U;2C=4.=$!L_9]) GA<\NL%_5\'DDVZ72N2&_M:M>&!VE-

*M7,4Z:STMWL4]=SA]\UUK?:H*GW)CFJ4U93[U"EWU-'N\!72%]$4U M4Y)IQ=<.V)Z.55^#R,23(UFI*\EU%35K2H*K/RKM496#3&G*K0ID?CK9@,N: M[&[ZPR/8U\^*

*[#;GO3YF0N#:8^2R.=]J6/?K.B:+#YOV/S!/N.K)S.JL"XQM M_,;C>\YBM>^C;JE/<9UM>RI($93R8LKQ MK(##MNRBO:RUA1YMD^.E<4X@O>CV58I*CJLDA!]&'YP51)VV.?*

RIHJ")-/2 M#Z4)?))\LJH]S#B=BXQ3GL\X-3 K4?2+?D'9&OLLT&F 9>U@GK>[-.R81Q_,M8&OPA.:[' ,$1S6-C$BUXX 2Q7?=)<{WP+?A_*'0"2-X"]3RBI,93#:-C^@?M-*

!0VH);"K=98,BU#RX=RN8NH'.CGO K3X1,7]6(HQFP(/3F<&RX]<+%D0> MM5PTWC^/V3 M\'0;.ZX3+9',\""QZS@$:P'>@? @.E#*QEC@&36#/T(1,+9(,#A5>HW}b(*

M!"Q_ON"1@Q WYAS+$%R#\1 "^@IVBV_@=Z)>%Q@.'/<%_)6J43V/ D1\L#;8 M_(>?])8!\=?+<.0_Y_&G;\]3?PEK^ %*E,8;9D;A5X'BS++'#MI|PU$)OJ M)W]Z#M+W7030H7W?+>?

XISA:&(]#_G=,9_#G< ++@=>Z+/:L&34-F.&3"Y$<-M$IKEZB@>6ZR6-"%50M=-=YJ;IC#;D[I9\6T_9J=PY=MUYIZO88A$(Y3B6S.-`M=!V1$>""

*<2RC@=*F9A),:TM!/0IQA|\'I^8@#X.#JX+D1Y\#MH;#+BD-X4!V,I4B;#<$"%/3FKCQ+*R6T!5^>DJ|C*)0#S#B M19T(NGX10=?1L'7JC+'YS55B@^@[C$]^A-)(*

*Q4_52.FI7UFC5)36/=*T'X M&6/.A4U+9*<,)*3D,;R53YE8Q'#F"V9%2E;JE--NX]-96A(6#,[I+)2B9'/" M6O fY .PM!15 NM'+L"U&6Y55Q M:@"5/,(JB 8_#J59AW(/?CX-V#P40F*

*.|&&3"6'"*D,S {D;% =:V*QY&+P+W M>6:' #X>^JH/NW]7 M,.R^JHR3V;B=;GPMMYB}A)R10_KFX"#3V6SOQ1VF@:T7^ON-UFH^CMJC;2D&#!{4F<'' M&A1 <&N1TD{^,6'=SEI=/@\'AH:#IA!(PU)W1FO!/66MB5!V\9)'.XMJ?@I MTMY7&0OYG(;AOK"E,G/0)HA#XX-/LJWZ 7NTX(2;D+/@5S D,/#Q/H^{)X0MB MD(NUAS> <,&5SM%MR0]+Q4\Z P0.^P%BR<*8^C;ID)X&&/CA>,!6I M.2]Z9C|[''=S3(}+92^ 'GO6N OC<0_L[XU9Y0#6(4%<8QO.%%ANC[?OI\;(/ ML& A1L5QA[83&=,z(T9,9KVN'"*G+F^%O8+SP__\?/?[A,A^P=7\"9G526 MZ=6CE6>-W.XS|QU9CZRYM'9+_2@?+/.?]&/SD?2"XYP_9P(B?=]-MA.L? O/HN_/KILZN78)KS+DAED$;Z6HG/3..C>DBF;>A+AI2G M01D=C"+QI&J295%V@J"><.:!"'A+'/7<+DH;.$A-1Q,/VOY5 O?D%%,N] M?<,M?\(M;[N8V)V05;=)C-#W*L2D<@+8-YQ=[*BT\NP)Z I$A H#K',R4%<' MF1',R!J1Q%[*[BC K&/]]4.#NWH:BZ N/_B.PM^2X*!' M1UJHEE*R(M_Z/O-=M(|)E S>T/K14MJGB;50#0V^$8S YL:83 &]\K*SON+{ < MWX$&]? Df6P(9MD9"A3*@*6:H8X][=L$OP CVS DI*.P$(RZ/(A$-%[DDH-- MME%+U0+26%<)C$7VW^<2Q M'#(&7O2;;=E7V=6I=0\ 635V>4)>5-?<>&"([$R(2NP^A?BX O6_ %7O OY2.F)*%@_>A/W,H*$WY)8 F$^'"44(N0]B%=_MZT@ T2B(X=[M%@K6-"SD]..'5)\Y+A&A[1N>'X%||3t@((E4P^0YROI$E<@,O.D*,-G'D= 3 M0910',)><4!D6IH;:: I(F&29XBHU6&,A;]"X#32'QH,+1IN^2;R,XMZ] U0W M%Z4EL6NKUV/*?HSU-1C?#KAZ/L2Z';J=PFNBM%1&%L_0A1]LA6LIXR)C!#5M M@ X2FJT3/UA-'5&GI@Q4Y90JR72)3/":)J-MT&[,\(9\ L9- Y0)@(H(@*7 M&/WEAJC3$*FT;CBYB,< 4++"6EVS.4#9A4N0:00>#@>5).PU(B)N2X.U;PY% MK>#E$/E2E?6[\#Y, '7!'-T<,-TH?40./0/=743)CX+G"6A2"'\DZ,IVPOC MG,D%*<%H&C"/&W&T&P4C_$'J"1"8:AAP433I-DR!'"Q*GTQX@7^_ML]?I-%H_1NT2-H6H#DWC);Y1!CW%B^23,GCY"L$M8"S? 0)!7@=;P(9]R=H(LF8UND_L!8%M>9'GE7QMUU1U)6@/3O M>RIB1KPO4AUI.V?NWT'1Y,')6LX)Y;J-SNOUFQ2!R5W 3])YN@LX='$&R M0GR%RM86?>C6$OC7]1CD*X#/C@>|ZBNY4Z1-3G!?0D:X3,A_>3<.GH'&?OD?2*[4!8L-6_N<1L@>K)-;?)0=-%;J:_? QLO5O>230N2V M)DX0@ID%WI]%/[?Q8J OA'.-S+RAO!>%#Z,]$[@PC5LC!$,6LP6U1=J;%L&; MQ4Y+++]N9.,AH.R^0[*+5T_031K>2Z QJ1WB-DZ;S +.GBF]%6D3%>Q(VZ"N; M.(F@$1Y"#%[A!3GL|>]$@L!KB&P; (EW#!>BBRL MTE]9ZW$$EHHRAAP/*ZA=!6'Y#.*3B "1+G)NY[(P*_V)]BQ2DC\B&;72|\Y 67@>@#0(968\!2F[/15CVE3L+3[++\)IX M6<+18((Q$6V!Q6+2.EI.64(N$[GF]HD.]BI'4? WNTAX(B/1#R7]7$P-W M#U\3L_1E&(_DKX5,_K\?#$!3&B.3&P#<8K8X')T]0Q& -9N*FYV+(>OXK6 MP0MYD6XH,>$MENU/U$4OV+<+27P2LI2AM)5-%LC#QU"7JVUQVOB-LETM+QI<2 M52;7"U22&$Q%GTK 5R(020(U\<.V#C;"8SE_W[*+OCF4TF"B"AQDL2G0F.+[M%9++:/Z09]L0H2O1$4^*<"NU+A,<+O6[Q#M^"CIR)#5WKD!#7Q5,,?K.UHA& MA-N!S2<\D)K:\505-6G96[HE/TDL^S"U[%FXO1KD 1+6UN7^9:O2R%8!8P7Y MT!@S%PTA<7T 5E+V^D#=N,F'PAGG49H(;(K5MA6KY_)RZE+%,&%75[J3PP? MP0GEXR!&,R)Q[W,!_P& [X"=%G\9+XQ:\ ME&#*/"'#/AGY4X[718DGHQD)1+1D RBYDI(T\M/D22V_1*34 M)TT=O@7.YA1"%,%3_1BU-MA?&^A1R8_?WAJWEJ109T%VV=.."G&P9^G*;++P4 MSK3(Q!FH=8U"7[YR;$H*?TVZU\GC>LT>MJ(.)5Y2]%-5&#MK(6G:3*7BAO9>4/-NXM*83[^OG?Q0_H48"5EQ>'^<[9]U<(FG-2]J?Y M0EF30H3FYR@?F P)PO!!_(IGBJK225!>JX.MO3R%ZMF0"5!9!J_^C+KYH$% M=N.L(%MI.M<;- H;S[7Z#6H^UZ@D/)%9*"Y!,0^MC6AJ,#?R[403,]E[4I[8 M68F)+L225$MI0 ," B?RL9&/2-'$Y&>]3.LN4+6&!+K5E4S]0%\XRH;,WU-5M4\E2L?]6D\Y!M#LG/B54_(HA(?K# M8<80H&5*QF F9@37T)OVCT)DIX0IRO>0.:@;I@E!*72-ITF8:O.-+Y$' M6+.R_#9U3=3B'POMHP>M4(WNX!-,%2%#37K)W 3!1EXZKR@7ZPW\!7^*BC/Z M!_Z+.L[P7_>OC$_.(A0'?0G_>K]4(W34OM?O9Z=WT,+J/1?IE:TAD2H8#5M3 MUM;LOZWN? A<&JQGGTABG4FHI[.KW"6MKJY*I9F24U32VHPS6T;8R8:"EU . M^2^8_XD1'=!'F)XORMG*^(S/9!,%K:2BS-2*S" MR;.WP=+*]#.S(Y,42)D:3=&G=&V?='DMZC;64/*OI"IGM3XIK007EA5_3"!VZ3Z.V+8M2?!T\P@1_RK'@VIJ3Z,2ENQ*RZO[B5]%TJ M2O\EL;1U,DY&7*%F5"/%L')VDG%@*B=\]F=(%_(H4! EB&U0,,N'JXK[LBFKC_&25G$ M'DL=DY&L6A(43Z0E"L.D;&J05QRTf;.]=G!2M-8,[=Y'5G15\U*-=_678>%1 M@-EEMD/M\6:4#ZIW/94OEV=,%P2.D5E];3%) KBZ_4U ,YG;UN M'GB>,APH0J+*C*T\CURT;EF]7E(!\5R<7*MM*,H"W7(/O1Z)=5[, MU4VW6>?%U'DQM2P[4):M*!TU& Q5"LTF3*7=9:ZE38C:]L@-&C<(&(?%0W-G M9316X)=0M66@N(4;XIX;!RU#CVH\AB])(N U*D^-2.NF,B>AU^)ML>,MD>DDR MQOS0-@W8G *K&C:3[\,LV D^-0,0:(@U>$&-D4#0Y7Y&1F]E/ MJ-1E*G@? >-8]S+B%>NA8NB^89:.:"I1(BUTH\XT$<<$&Y%MDH%(M\)HO@%#PEK8FAD<,+W%,'7(=F6*59(%32W(^I00D+,TD;&1S3V0P0JOA2#"? MYF)0_H%RDBA#1$M2(0*3#A %KRG#I2:!4Y* YK@ .I/,.85.ESV$L9.]+-&9 MNT,.8PEK1)1*%4|;S:WFKZFX0YK1A0GB82B%K*GB UBC0)H*X\EDVK,)K,V/:\|OM3I0FUU3Q*"&[M1E*@E\;N4%DFC=,T?[(9TT03AUZMDS%7K(WJEQ_@:IXC8*HXQ^HMUB|\M F: %,2 _[(J7*4)21+22KYM&"^C[Y^QCH|QC M|<4/?#|/$+GX'B&OF&'<:D?2+>IARG/S V\ ]M/Y73OL04>Y>9GVI(GO!#9 M.|.HX/ H97/$ZR\>7U#0N5^*\G9LF1J^RIRP^&"2:Y'+X5P&|:@W%'HN"^78 M9?Y8)R[DA:<*M4X93L@WB;4LSB>33<VV"\[^_+;:XT)]M393%UG$SX[6+Z/%&TM,S.HZ/EC$9?E87%AZ0GPW&$Q:[]N714 MV1V: S&:Y0+-I2>.FW;+,)'T'-T>R,0281Q4W4=]3P1?U@OEAS3\U1[0AP789 M&%98&SIXHGJ]>08!59L/E43+8YL!YP#L6\'RCK>^M=I>$D"'"EHCA(\),+1 . MVVVSO9]2VAD2%V!-/#6LOFSOS;!4.9),:@,I@E!*72-IHF,. M^E$R^S"U5CDXEKY\,"* JLV_PV0B[_E 5-$[MI]:B81D.GL'1L]+Y.0BOR9 M,C/KWFS%O=E:=6^VNC?,YF5V5LMLGR^;/_>%]V.V5>+F ;F#FIO#$,NBW95)2C5#U*(D-(*7PS2+32T ME]H!2$\/GW#FLL@"4^;5 G:BA6'@!][/A^T4(E\ WYG^T%;*IQVMW4\G,;$ MS6W3Z57)H:@_CL,#TRC,8V-NZ*>5LIC|%[P\G5FBAB*(L3_@9& CKFFFY]|+ M5M]LZ=."&S5O?K\6 #*I/|T)1!"2K^!K&BUX*6@RH!AS\EC@SQT ;1*4ZDJ0# M3&"%ECG0WTD9G:'\:\.*":JOQR.0HTFL8MU]Z+3"0+P!3BF^@(V7P0<:]BH MPX:HD &U*5HS5&(.T-K4UG8YUNEL9!U;5J[<=48I<=DG80;D'>&*7*/RSN- M?1BGD2G.=X6SK=6VA6G;(OE* @)X3@D@80>]R1&N=0N;#]8XP(Q4+-G>@R5; M\[-D!U"6'!Z=)2NGL-ALU1A[ZVO^X]32+=FTA@2G\R>)T[*I=4]L!"QVDNP M.BFAX479L!P. \35V6>5S@%T\DC +2:3-//H"&1R7K/N(6K)Q:0HIXHI:M) M?H5FX5GO9A-F2 ;38E95V?9IE" (NHYS)NML.LLKU10^0E\($/V*R*/0.!;@8 M2Z1:TN(0"E :5N",80$V!B59:I.=/3?9UK4=V@*P@,6Y+=6I'3 J894314,< M1 1(PNE'LV0\UA?08W/V'9[YAK.U/OG,"PO/4XE9H5N$/ Z@#XK;'PUVY]E>#XPVO>FCB>3T_$_K?:,;3YG93.D823GH2C[U;0WNU)!UFGTHL;C0#8]B'UVJ MO/Z=-87-B@ Y)>NSTF;9X1_S@::JV7S"[$<GXN^<_>)EYDFF?3VVR9+9E.SH< MCPQ7U3@=;4Z@ICC (6]H>\-+|2Y|O %2)V%?%,R^;MH)L4Z8C)>:FTILK_V MQ=!D/X[^B(FF%X4K1^XRP_@'3<^#C;[H#LR.4$N)ET)]3UZ!BH2K&2A'?/Z M#@>GZ#/Q7C7@D'!*.8 7?;JT\6;BMA1TWB1KVD#IC]W$7&[8SM2)*((/Z6R M"39*X2Q0IT@MYO62LT ?):R4 MW.0)PDAK_IC,%ZRQ=-Q!7H+!MG*8U(L===8Q4Z'OVNM' MKPF-(F6>FF2/!N=+6_0;3SN<'.64FK"M 9FP;42K[FF?YHZWB1[N^7QDX>'(> MSY. 3X:WQ>1D?,4[QA]\'IUO701?@_!Z,FT^.^.40&6U4%)Z0+)1*P_S3LS M745I.1F 4LMEXZ&_Q; F'*774]TL|$9|4 _>;"C.0G:.P,1O-K\T!"UMIB# MC@-.C3 >8P=QARI O! (#JOTOUD'+3= MX/D^Q@Y4:R'Z.H5I>MBLW[$BEE5 K6!&7*A#KZ5'C,6"(.0QOJ@)"9]EUD> MP),V^&$&:0UX5L1; <8*O-<,1Z*:0[NW$]2C>9#PIX2*\EXWH"!MY(1G W0 M/O(\D 9L<68YSYE;/LX^!X@N&/ROV"YV.TY]->Q(XM,G<'JU)-ZE2F:W MD$XDAX(&--(Y]:+H)E#A<$7+!T$!E1(- @$V2G6\^+R:5>Q<]-Q LD\LY!VW M:|_"U>BTUH8Z'?N_KL;?C_,5_OXV\IQVI6FA1OV:\5I.J+?B_H"\-^ ,RY%6 MQ'LYZGS_D.GYFK[I3N/&D)\IOC)X$V+G=RL.P^0>Q&N%$E2>BJ.D/:.32=BR M+2K&Z,1CZ=!T%-/B)DCZP)8N5M*UPD2LJ/L_FGL[YERUE13DBWCE")@SC^4+-@,=&^ZCT MC^97*,[2YEJN7,4,!)]#4'L^B$-F)_H5UW%OVTDNI=:9;KVM$SLP9;SFD5/ MSL+SUB,Q-Z5=M>NTJSKMJJ+R69-4*Y,_$S'@>-1^*1*;DX(N83_$MZK:?S* M/1#*KKMLH*4]#V4Q'$JZD!L@O&&_]\EPZ;@":;<)4?9,^X9+ 1*4HX3T(3B M&K&&8MF0!*%N.I;,80K?%-*_FELQNAJ_CREDY^Y[_M5;1\6_,I1K0*C? 32XF^Z[*WM+] TT$U9\- ,A;^M2[H_^G?K]4M3)8SKI,9D\ MIDXEF6-*0TV-XHV1O[))]=7P3RENT#,%UNZH&3.%>>[:G(FP DXO2[OEEP+ MW*]'_.+. ^SOK_9V]%Q9SZ)S)\ESY B4CFD(JLG_+|.):"(24T607> #M5_WI7>J;W(J[.#)^%W.DOCKA]TH]O;72 5U.T(A^*.*'<@Y6 /M7%P%@]@:[= M!7@\' =A,AAK'(<.YE"8ZLSTFP 3 T.I-+CX#'Y Z.8+' ^2]8\3 M2P&O96G,,P9JN:[2TX?E-A[H>.1M?.H7;=S:0I@EN; MN#;3XDMD=Q'\XFU@0/+@5#EX!IKN=)9V(@C6E&.>@A@#+!8PW4Y:& ,K>T M#'!UT^VL#QZ5L#&&5W7$Z1E'G,Z9(/K& M8G>]L8AG"GQY- _T%\VQME/.5LA"*3 2-&4U.BV;5KCE3ELBLZD- GA=6)9",J M[-#'C@RH- MT (Y;1)E37)D#]5\;,7T^U2-.^6HU /D"]?(QQZ DF!@DN;DP!O92_Z* M'F[U;/DO^<;WRD"\M2)AFN_RGD!M51BEX.?BXR_9*^% ,#CL;"YV+Z^C;!DL-MS>EU83Q@))CT.,8TPW@\=R(MF%IOTB"# X.SW&Z(36% K)%.=K)E(%->9*GT M45&YELYW0EPY$R?=R=W[M_|_>V .;Y+:598O^%4;??AVN""C;4PWNBN@(6;*[M]%ZY[;!5[7L_@@28"0L$6!@RS?KU[^RUA[,/ #(SE5*)\N67*CE)8CC#/GM8 M>RUS, [NQCB[U3L$>Z|>)W_K 6 61A[0W93[/WHV8Z_8K[9C+N1W7Y0U+2]W=BP MO7F#OT&2<4-R32_+09]\^A1&=$U8YX ;49!'^/HL'?40AC'K$89UY77>X88V G'E MA"CO:ZV1PD6,ZS] [R@/2BC2G-|_PO"[%M'&T.:,9-WF@32YA#M*PNC G5AH&P MTBH-7;U#DR2>8-4"":<15EROJZ:D;2N1/OI$PU8)>^27L;C&%ZHL_^7:I.IX M;!W,Y9:0I7#*PS]\J?:HEFQ#3$@/=^3=/X+3_44,DUZ1_]]P(,OC>!OF+.Z& M'[48=O,+T0&"& OY2$30)':L=& V?F#B41RKA!5)6IHYWY">+4?,YDFX(]DL M6+-#9=&KJH5DDAV;Q>&CRB=!NI&2)NR6N(&V&(MR/MFKB$@&7N&H@@S)H,U(# M4.?]C(=57;TI.=$_^7'VN(&Z!,,G@^3$OWT4P_-5GEV#X__9@^.,LZ>5CA@M- MKZ3Y\'M@'UY%?_9MBTI??E6(.@3ZA3_G$3!9\<3!7\-'Fl-X7!Q<_P1E))= M#^KLZ35U'(I#|\KRHR3\IZOC^9K8!XD^6@47;EQ/_P=|.U/&.0T%-22J.?C[M./B7@_;D.? O[=W+,_O%RS/|?;LQ^T^/D^17]@ZMO|\W0=F>1?GVD*7YM]3>R-MM 2N0?,5X-X1>[8N*2,TIKDCK1_W! (H2DV[U=33-)RXTKXK;PEY2?DDGPY, M.#"?/=?$Y[MHIE ,/M&D] [U/IW#%>7-_OR:D?XL9:*NX9+S1MKF-8 FLJ!O8S$ V)>_MF$U*KT!A$D_>L1<'O)1,$X_/S(=M0_H(=]YSY8#2[!>WENSV-)?AD[.F-L9\ M=-.*LRK*:^DKJ3R6ZI-8.]7D.X_]QU5_ \SS)@^CGU@K,X8FVH^:-VN]9,V MM-@-7S^?G$RGTNWOJ[1+JHWZ\L?/<#/_2;@A>A MA-S01CC($)?K5YMOK&P9DVXM M1&RFA:DDN-Q(O3G@.ZTM-F-$4% (6W%SUT&60(P_)?4E(A+=-R<6]G,#1SPM^_M2$]J';FB-@W0E<8FO\O1(X6LGG[$<<"V" .)H%E]NJKI=U5.G<\%%)8<-,W"Z_B[Z6O#-Z>6>/.6+,QY68<-C0%]B.% (^0HQ$C+L=4X2J,.LD^" MDBWAI70(-H3_3&<>*LY(P=94ZJ5/X>J/X+"PHI8F!&#*"%>;2 .6J:4W_FF@-MLL_UX:S/S>67^]GOG]D:J059?Z[$GN5>OO8B#&3UX-P': 1O\$!H7PR MM&|N\ZI&,"*M_MD_BZ_D4.]^SG0SCYQ#G![_10M+0AU4.9XV\#!KC#J6/8UV M9RIA7F,GO11D'ZT(M"G%ZUI^+,?@M$D[E!O3N] @1EB["$Y] MD=,_O@^>$55\Z<]FT",*(G.7- A\>%MC?50[6,^ E\$_CC8ER7R1!__FYP'D6L>;C4I M-78+%A-R4#GB/-#4VS^)+8F#-^(ZT)R'HU+;1E4&H9]-J"L)L+,8Z\W=$,2#(Z=?1QPZZ MN'WO/$$GZ=_3<[08(&366:!_WUP13N8RPU1Q3LO\|*2Z'0^A_HQ!QC6X^M M9>&U-2-Z3AH/9(8*'1^A MJ]7K5HC\-;7,4 *D9]?$A#A(I8G1K"#VRWZAP%Z3IA"IEA2#8 9EV7UWECA^5E)MZMGLV[M+=]=YNK=%^V26IWH<3RR:D>?9K%J|\22'?$VEG\]L9.S.#/[<&I7$MOGH 5S M9YIXP%ER/@0OR,ZZQ"-EA@/CLV$'1F?T:,>0B15E#L"CW?"17&T D\MQH F!AP6 M!|@J*'NB.K"-160>' M!J9$)G-,E7418Q$+?6+(-MTL],LQ3[A"^'0_5SS$2FF%?!%WV1DTZC(-3YL&+AS^,H;#V/R7.^%9D23!FD[FLEB*%TGKKQ_+906V(U>7 MSKE3RGE(;B4$"9^7BI%R34BZ"=#J)/:7[MR^?2TOH[YPAR!,C MH[2:,&34KR_*6W#YHP.|\'#W30<_!L[C;U^6O&2;I&\ M85TC) JN5F^7Y*K/+DU\A&O=Q| <0^N%1U$%7V(XBN)\ZK7(; <_M_^LM+:,CZ|\"(QOD\,035(*@$AY_-S?EO73&|:=UGYG&E3).=;5>]7;;B/|\07Z^U1A E =!+ ^QL8 M%M)K0:H5_Z=E/ERL=[M!V/S8F#ZT10*0.KD,@!NFX?M0$@#^B^L!>"?0 BZM1.%L[WS>QX9HC3H>+6- M-[.$91_KG!7;GR+,.UH&CHE/W-.>M|\BMF8/MW3+:3-.6$*\89WMGIOA6'T1" M*G6,@)GH36*Z>=PZ8WT:%1V5K.]DTOG"1G%P+)/D]EM* PM. M%'_W.KQ/'[RQ$HX6T<9J&*>H@@[=U@Q-W$B!%F&@DZB[,)HAF' MF[9E\5BB+P@W(NRD_Q%C*\>KRI8TA>S;,>]Y#YM*B9X[B7)Q)"57Q(S*7 PM$T_*88Y806GN6K*TFS?1V+@8)RFD706L__X8(:'38Y2!Q'G ME<| (N^TH,#X)OYPZ0 M>!7H3=[?',O14\]LD[B8G8<%_J;^3W(<9;.$G87+U"4]P. N"<%CP!'RRN" M,$/WG4_SH:R2+I (0SI1:IFLD _Y|";G'/1]DBA8.R:V%9+###$%CD24.^9' MFGMFX3UPB =O5A=B!4G_;6[:EG-(7#UPX8*I)_8C[@?*\+Q0X94;;8ML7AB M!-^>3P48)>0PZ1!T;@5+PHX$_J(><\&NLCN[#:N]4.T.$ X^/H[(LZ]IO(= M%#!$%B%E*B 5TCK]D[ZLERRGE$<PHJAOQQ#=W&3.&81RV%+H@0E^-(6;Q ML"FZFJF.LC:!4.7!&L.O.Z\!(<$2!]GMWM!7=/Q44]D:0MS%X#NSC^QOD6. MAL.[8S+Y3G*.+@3C@@\[UN'S%- C1AP>C^NG-0YG1[HXZ'2[?NC0%\?1&BO6 M8CR=P1P[&LBHG9%N3C&4B090+%+O>7WVLP2^LM)MNSR8=M+-9 .;E4"8(H4N MMOJ0&.+.GJ%'UF*IF#+19 GUTL:,25=6NS6$6Y.8VU(H1298M@AN<+.A2 M N.OP8-&@O=0SO*1\WJ0OZS[,K85LG?;TN/RA&JM!#H-KF_LV*'XF)5U/ W< M\2O0Y*?X+7:8? EA$,CEB1&N+''4Y@X8G3OCP%R3>*23>'R!(O L2[RQ\#+/L MZIZ+]W"T\6K*P6&5):(6+FGQ!F_\,ECGHNU_"UUP'(3)7[N!IV.MG'A:8V. M7 A]'J,]IB:GTN-P4RZ<+HF;()DXR@:4)=? DN37>M,,X)]'561]BL,'=P7E# MM4JGC*4H B,-=UM2$P UW87438C!$'>% MMPJS'^9#0Q^(_]*J16]]3-A+QRA0&6LKW%I.6^UFD2G*(7G;1=-M\7LZ-U! MUR\>G5ZCX>H#)\4"M4M&41;YN"]V2+G M@*=P_[$-EF\S2G4NG"DP.73?J!$QX MD;U.CX6 0\KCD\A?&@L(OW3)!/,XZ M|Q0V501_47)R5C*< OBN5B_+]1#+5)F =6CD>E>]0D*T#99F.+B ,FYU*OGL M372#E)MYV.BZM T.7#V2[(#<>(WLQS#!U$: :Y.YP).E92[(<)58E.1PNOI,X M>%(NCV.>R7$=KFH7$ NGI6S/[X22]\-633$91"T":,/&6B6H"_E7KL'>!E/'.MC:SY 8FK-JRZ:Y=AE<=RR*]-F+\&PX8:&KQ0[)%@#MB+F< @AOQ-J6+-&]0/ MV1C(+'!+">8VOA? >@Y!K>9()31P/]3BB#K1KKJ97D,HBVR++''-"FA]62L6. MYX1G6,\P?96+F_%/Y)=H.\L:@SYD[1GO4W! 796-BAQ OJ@PO'OP60:SNGK6 M%>4VIY^B\F\15]70LBL+1@<8=PU$!&2UXF+G?[!5X>LM! ?,*70<,IB MJ8)B#>]1';2+EIPH=>4'.8 SW+'P/G:!W:&VN<" MZ7<_5?N--1@)@Y]=EV;|_XA3JZ0*Q,X5SU_"S)IYQ MM8#'.GKL (UAXLNT897P&/H2ZS)^5\!%.0XPV$71*"TL,(!>AU\ JZXT%^4-GRT'?O=A,\[:.0(CKL*7RU)6DJ]!R;>D>R+ M8I+5@C|6OW=$568!UD>W^/>VF[Z4;?N>^-J'\A.]QI,Z-C-F?3,LT5E8_4?" MP?C0:]7;!N150BGE@@,L\|"K.>;/8Y#*8:C%5IG5PE>_*XO#T!XJ_1F)*879 M'60D5]SY4YZ)__1_L?("*Q%B-]X#)YZAET-T1 0X]0*5*3X/(MY?_ UQYTH? ZQGHROBW7W4A)Q_^A:,;S[#]2R&\0'2=KWYR6R6,PE_% MHC_MFUX7DK6[&*.+>P_^8;_GEWC(]!A^9LY0J=>!%9)&Y8_J7X'CA=Q9":P M>=^2PAAZHAJG8\(3G/73V[H)H%@MITX,]MPD WGJN1)G1+;O7ULY]O59"L4 MA,C"I&CS6G8ZZ4"[3\P1IC3$^%Y[Z(4QBF,7P J1-T33 M8X0WWRH^LP%*)Q<@'4DUU'D2,89AS-\|*>8 S62 0C_I]<(_GI5/*-XO^:1 MO0IQNF9D07P.OO.57F704N!"ZX0^.S@X.UO4\.RMI+&"BJZMS9{GC+O0F97N(O=<4SMVZ2\:MM;G<.Z=B0+N2J*"H6%?IE%-O&2;4M02I_JPRE? +%$^1]J;PY^(_2("X;\3*. M,)?QL'"?$X&KLN+L"F%E?QD;/HK"=V^J=65E"'*":,<5"2P),JIY_K(W/NZ]03U*,5D(5VB=2K(DK"M4P2P)>EL_;1Y5) C5, MN8TJE@4U^JES# B$Q1:"H2!G;7S/,"$M W"B:K7CB3-5R2+ F{TM'BZD;\D M<8 ^&UA\R2H\;?Z-=>,&@"]=R32 _=Q'F-JG7E'\TU)7:+$$DBL H0ES.UE MWS->- DS!8!OXHJW3YG,DM)MG(ZYN1S6$;! /*.:C-_ M#C5AYRNRP2[5K42UZ8.MB18 P$YM[-#9A@.@WI-&3C'A;-7BI;>"D;1K LU7=02W&QF9I+AE!EO+0BB3&'8& MLHG.^A&@S9E38KT=0ZK+GRZ5F^6*N;\IP]Z\66T{=_@$$'G1^75%=)=A"/16 M+|[_GUK0]X MR3@BH:X_(^SWR*H,/_A YXO?]Y3Q:VY?E:7V^$_OOB<3I-_.^<^<[+EG869N MFC Y$%QBQ&4;)IX@EW]^1*K+,@=?_#^^^.-EY-.13UA]=;4=''TWSNI#/H27-MZ6D1%.YF8-W. ?!K6FN(W=MTA4(^-0W)2 '/=F\^C+X[W#PAW)'W(\= 5I: MAG0K+4&^H3F0-EV@\-U? IA!W%N.CX]"[L%57/*./PK%;=F##%@^ZNDLJZ:UJ.OK4\K=G=6S;..M+:,+K5-G[Y.]'(\Z]SD:,GD3]/&W+KPT+*AYB*+=<6MA.'W;ZM<2FH0AL3KO"P]I94-SC" MJ9EJ'N$4%LIF4\"]/(4"YP,:/MW92KO++]8>!EP1_-EQ'UG10'ZT4Q5@-"5 M8Q>76A^NE!>;=-0X(4.51ZV0:+Y#;?;&A@/;*8!#<%Z;W(H!968+.ZI@[UQMB.Y3E=S[. ^[9F; M'AD;979,NRREU?D6KPQ)SO9N]?>QVKS1S#DMEWS0U=.0XC_<>/EIVW2>RAI MT$+9E6>QB1^9C/E;$PD1IN/E7Y*K$$LEY9,;6EK1%Q)7#QT^'7 63SEW0E O MS5G"/7E)VI[VE9S\K;SH1X,41-*R-0P$,1XX_-C2Y+K3R#!0;6TC"21J+:2 MA72&!H\9_>)]?J"'\O#'.9OSFF@;*]PD[%!71O=8'K=US2:[LB%=CI_20EX7T M)'KF] H[,N(1SB/C4#CD(C,HE02Z$NY-N%^OGE%-+.[#.;4? MV1.\6CV7[GLA5X(L=1%M+[FCP6.A!O#@EKIN7_%9V #33==YXU-_T0@K])>= M%N(=-C^4$Y/R4*3AUF./MG0DCG?CXE)"-"5E.P"F>A1|TQ-@E5F]OJ5$335%(FC-O0O+M6R@0'8Y"=\% M|'RPF7W4OD\^/2)1%[+-&-+31"2G-&&(T)\Y',*ST(I(@L2^D\(D?)#++CO*O3 M;]]24A02*I;# 7%++# MO[WI(?:H'1A5!7AR,_1GN>J*,)0?)/W@YZJ&&3BXZN:F 2LD)^5Z/:0MMM(.MEC"^"UZ2(Y8$1&0B.TK>9<-V8>J+&M>V6NH;@#^4&PG0K0+(,:54/\G!1# (2:P(5(Y3(^YMG!%KB+-.&7#:>IWGY M/Y$&H1_'VRQ=)18OC6V>\2L)7>C5ZB]A+H/YR$3N@@B.BUY(BGOJ2[-3]M M.CXG* 5U/+(*0D3"FI:OJ9^\^'7<.LW6O+C.O1;$6:)2$ MH!\AR(_@\I-C+&L";!SD&K(P. ^)+^CF;!:C/K,C7%KX#QI//F>(9E5,35.P!\7ZP[Q*C_Q4 MJ]?'-U@4)\Z2G46+>MQ1B80/23)VN@%5D2EX/H5[? 6 <=;"O%R-3T)P7$K= MA,.3II/4G<+8%\U^]3OD1F/?!XX<(-C'@]9$C!BGM'UW8^MP2WK93<1;YQ6 MME(.&6GQ\?;@47#$_%AGOI\'"%]P7DO6E0KHG,?@47#$_T4O-ZF/$+&P5Q0<IVB V&SG.C;"(\Z2M1$*]T/7#H)MHY%X%>YU*]FM[_69/O^:#?R:E MP2MX6\@(MGF#F5IZ.G2W"'\YGNW;J@M[\$4P9_\@CE%\Z=_"2/QY];HCH>\7 M8"T/B_0\.#7@X*7\?

<5]2PS_0V@DEF3IGK9%I:V\3GR:'G2_.LQ1P>^\[;> M>M.P^Z4U!T$$Z]%4\Y'8+)3'LOF-AA/OVV#NY]W%F"!CP9)2D|)XZS!H1_" M/IDE(6MRKV,-*Y)5>8E5B3GM>!9ECK0&SS:EEU4YT(LD\#A*B$=|KFY2%A5 +/)\,KQI?S(C.)!SFB?(J M]YX:!G:&?%46Z#57O8 -V!)&6JAPZ=['96#R MA5;#7>N+TL%U)SUAF)(CNM ;_O/]RLA,QH1CHHAI$H?AMG_ f\(_ LBO=FQT MZ=D%Y^2YB %D/#2Y8FG"MS8WP;1NZ!SZ!{!FE^^K0K08HB)RE 69ZE_[%ZG, M^Y0S)K%=9LVCP S;\7E&1'NO_M4QD\V5\DC>T+++V:6JR"L,%M! N!W3X+8L!*AKJZ"EQXS M0_N62E-\M/.KMEWB-CU?K_^G*H.C<6.!CoIG2>,5<<^4:1]:69FRN(K5U^__OY_ M.?T7$WT"23>99F:R7-KZ\)FH<3]FKU M,^NE J=W?.7H=(CK@A7#1-'+@R KP-Y+II^>X[]R4E+9Y5>(M_2+M@[A4^F+ MKSL&=6[.,(2\>]C65)Y+#,^@4F7H3I?HD/\^VYHQMVV==7VY.""=EZ0-C9] M;7 T&ZJTV$X!NA+0=E<@@:N]N6DKO2>(R:$E[!TWD^>=RL&(.<(C=;F=!!@]ZJ29,"#!;3M1NL/ MN@])KZE?]UP0(ID \ M+CB/LXA9&&V^6;+G0W>(VA+B7]#Z,W-Z5B!II:B\#XW!H/.3!&K*1<&\ X_ MVK42E)LM(RJA\%3:4Q]MEV0P]A&GG@J$9!FJ9GZO?(:ME.9.G!HX$.B8]F(!QUT!&0++Z H! ME)%R5KG#H_>4A@UC1P=^'L^ZFRF^X)\XZ? **LQ\)?@'HX6LG-Q4EY<(5_\KG M;'K)-24[!SK#!-@!3S\=2,4HYF'+)'Y5@SRL[.P-G9M0#[_;,B(SD,6EA- M1&;3E2&B&A# <>K>G;GN9$/(=[@B.XF"6T<2;>#NFDT>7H-Z!Y96[7&-F%O] M5D*EQ%(Y$F)OJ?'1I1%220 M'L*PZP3L11F>2TC(W4B;J-UP)A,9\]I-B|(("6KP+F;L'5'A%%JGNNJE6K(4 M]"Y7OZ5DIU/!9H-#ZUI ;ALN-:PT]ENH(BFSVJ2*HT*HQ^F9N(>E+VTX_),3 MXP$8:?XZ7WH"PY'7UJP:(%2$]#F]RF^K7)_)<[WQDX>5$W9]#<<7J@Z;=2 Y4 M8GB& 3'C"JPK;A:63\XZH6'R\YTH+-*&0DA)):&?%3R$D.-(_*V!D0@F)_CA M30ZRA$DI&+VR03(F+EM)@<-2W.:I5;(SWR9/PC?\,R^%F]3PLD_#+I@UHS)]7"\M;6&-"[,3[M,HSG)KP1Y0>BGHCM0&/>=<" [N0@^K(Z8^V*YE\^SL$AKHC24ZOG+_-=?]^U!-M"NB8[[^,X7@=^^2#5T#_Z22*IXE>9V/C2*|-NCX,&]Y~NGE]YY05Y^AP8_;C> M50.DMU9?5YS)S>*
<(XQ<>0OZ"HN].WD0+A)+8#?1#CQ*A(9N_!<6J.*D]*%;Z^/\4S MG-:YU/[./UADXW")T,GAZ),_Y!C[R032$U..*^26WEHBB?>.)\(2P-X)AHYR MF0T7U?&,I*/<<_K 4':SXY#SO='A=0+U)^X]4P*R1 5[\F5,W,=+),9M-598 MV)*KL8M%;;/MZ3K2H)L=*GD:I.Z4'EYQ0%D)Z8A@B94@G>XW9Z_W72)7?$.' M6KOA#H%[,YM5+TW'L-8>L]NH)8HJZ-_;NORUTEF5!:[@T H@-R*%(0^'W8' MH^'23)OK-EY:Z5!?W!-"NTAF3N9+D:5V6E%9-6W"F[7<335%\5M9SXPYC)@K M-('9U>+=D=S+ 7-7K8;#D1=PJ_:N-+I;#9ID9Q)CJAM,J2LXA7%]&'7APY[R MF\B'(68$HI[FE!WNF/3B,,VW(IVVZ4$UX99Z,[2-RP-C.=5+E?JMJZ3B-RC7 M@4P610)$#E8?(@EBY"\,Z::I'[1):CF,I*%>BX[HC4DADM5VPC3:W9T.#<,GBA-M0WPJD!:,U;OHPGWBE7/DN?JOG]!00XA#R\26M0H$(2GM0H%{YM5+TW'L-8>L]NH)8HJZ-;NORUTEF5!:[@T H@-R*%(0^'W8' MH^'23)OK-EY:Z5!?W!-"NTAF3N9+D:5V6E%9-6W"F[7<335%\5M9SXPYC)@K M-('9U>+=D=S+ 7-7K8;#D1=PJ_:N-+I;#9ID9Q)CJAM,J2LXA7%]&'7APY[R MF\B'(68$HI[FE!WNF/3B,,VW(IVVZ4$UX99Z,[2-RP-C.=5+E?JMJZ3B-RC7 M@4P610)$#E8?(@EBY"\,Z::I'[1):CF,I*%>BX[HC4DADM5VPC3:W9T.#<,GBA-M0WPJD!:,U;OHPGWBE7/DN?JOG]!00XA#R\26M0H$(2GM0H%{YM5+TW'L-8>L]NH)8HJZ-_;NORUTEF5!:[@T H@-R*%(0^'W8' MH^'23)OK-EY:Z5!?W!-"NTAF3N9+D:5V6E%9-6W"F[7<335%\5M9SXPYC)@K M-('9U>+=D=S+ 7-7K8;#D1=PJ_:N-+I;#9ID9Q)CJAM,J2LXA7%]&'7APY[R MF\B'(68$HI[FE!WNF/3B,,VW(IVVZ4$UX99Z,[2-RP-C.=5+E?JMJZ3B-RC7 M@4P610)$#E8?(@EBY"\,Z::I'[1):CF,I*%>BX[HC4DADM5VPC3:W9T.#<,GBA-M0WPJD!:,U;OHPGWBE7/DN?JOG]!00XA#R\26M0H$(2GM0H%{YM5+TW'L-8>L]NH)8HJZ-

*M'"%WE'"%9\P@XYP8(1.YAPS]TDY!D+9%91EIZ$R.247+@B94PB9KRX(F0M'YCR, MN(,-^U,M+*MJ-^XBZ>O8!5\=!8#P$"' H$JQD:(O0W:GN4EW*RU."CB6#E\C M(X]?XYP?@:4;I7B(&%J4LUV15IAG(D5./"_U;G=E)\)4?3G__1+5)&ZD"O&A M5!I,3-J7>H<<=RE3PE,/OE1Q'-91_S)V55]4FPFN7L<7Y/-MW2]#M<;2^.+U#1#4$ $(C0-_FW.ADA@*CWB+I"^K5-@ET\QH*E;!4(,9(K9L-M>$+KWN64,YW7I)/DG^O_DX0NNLPP$AAHF"53FQ&I,I"?BL ?RWDI])"DB9W M?+C GZ-^/OPGO@X*?'KA5 MIS28\\8?]#*1M:;ZQ;,3PD5=,8(5D3)!U4M\'MR?)MC5&>V%OFI!9&XD>? M(^*=VV?M1>RF1O:&X,98L1G0<2>"G'+&>)N9)IZ>5.USKE$HL'+"HW*HG&PQ!H+HF:0?Z-R_;ZU#I8\UX&$Y)2?*5%.TY16$F M08B[XJ+H*S?.&Y(_K)!BWM0@S5Q3V/KW;]5%2.>?&JJB=VU'A8@?*.S_46]< M$H4Q1&#;YEG5;-&9'QO;XL)3!X#.PX^R,Q"? XXJPKM++#ZDS%)_!$Y0T4$##W$D M1$LZI@7\59(X8MLFW7C(3O(W;4-3-4S5RK211HHIVB.[5;]D.1ZG+D#[-_L4 M(MQP(?TP"A3'VEY:!PCK.(0)Y1TW_,@3QMQG/DCC P>G5&UE(A=&K]=-"/4K M;1 =A75.5---\5Y5U"?Q6:9.A&5!M2<#V*3W1+%[.D9G&^XUO(*9$(ONH@__M_#(V*]2[6ZKFAAZ\HA^-HLS+BC7H:%G]?H=LJ9VE?5O\ M?!(K))RW+=]IRB?JK:;JRSNZ Q\+:.$0/ 2@\I#W#'_I%XLLFJGY6/:A&'7Q318V(?D8&[ES75Y7/3MMOA>MTB>] 8T5^1.=URQ5RGZ6\5Y!/!DQ M3.7@^>)\G^9 V04%//3D3T(FDLY+W!$^`HP'15]>#L3XB97C4MQF0QS.F9BOSP M,&B? %7EBX6&8%!%(ITS[BP6M#;FV_#:ZG6,_O!M% M6P#?EE;S;KQ6&#P=-$4IN@X.0@4S1"W\_4UDAN57=%H,U)S$)(]@$]X:WD&2 MV5Z78O.B'#R<*8-/F^+!! 8OF*)P1DH]U^P@K; M>=+F*OI?/BE%1@W&)LK&5&C%_F&_"'@4H4GXFK:CFYQ3E5DZ(8,+?Y,%*70>/-MRNL(IEKN\6QU,!H/"-ANC4AIJA:1[/'SMY7$+:.0>&FVH[=@S*45JBH3!S1: M\O/S-D. (DNQQ;.RAA:]=DZ?,3-UH+2/!BQ!GWIB **^'YC_!W;5>\)LX9 M1S22"M;*)@H?9&;J.BC#\1!0*H.ZO@:U>&(N%)C=4,#]3!=H)*Z+A2??0^$,4/C M\+3#B(21] (6B(^6T4+*AKR&+UJRJOA^YVB"OFL5,"*$V.O287E-C_Z#)58<%:F%6<4)B4E[,2D$GD2ZRP#SMIRXKEWQPD"W-M^P9JH-R>3&2=U40ZDV^M_??OKA]?=:\+M:_;$"XD64 MQ \M."/V@8GQ$YO.4 MA:S"Q @Y6F>Z$'=B960&M3!/3DS&$6V .9<<.AK,_*%\GUAW& M%B;0DKF:BM\FI"FML6'YZ#&:,%0U7,TP%EP^BSH4_4>/<1QUC+GEK.\UK3WCD MT8 ZVVVW>#_PR(G#[&;B=XQ$G+"[\PTIOO3BH[UAQ&QIB%CSTT_,*.MOU&;%\7;(DV!)$5]HQI2(+6-USKE$H_!*3RHH[QXI2(+6-USKE$H_!*3RHH MI$+O[V_>)4/,5G<&"9D:+ND"U-F9$,X1\(J,_<^:!*-!&C75]>&;]2,C8XN. MH_ZD))#>#45@=9F))7+LALCV3DO,IS@R:NRV7&HST2+UQ:.\U[7%GL%-6Q<. MV\_4X#*ERB(ON,)U#2K"AP]BN=Z L8%,^%UIW,V&>'7-QO&0Y0XVQWBJ?U6N MTY^XGB(-GLOK]IV792[2U;)'W(DYJG,,\:%[T,@I>F7:"5[.1N.QXIDT9#)B M^/,%)&)N$!2+]},YG5P?#XV?E&M>Y,\^>V?/&=#4LUT'{Y]+(GH/M$,/645@OC\\,*9;3##O([[-V6YER+CI#EW M@@(G)HY?<(*S^$BJI:*M%!7P.9WHEFONN+ Y#^^OJHY*X_[^`)V'A,WU!_7)MUU1YPCBN M%_FKI113HNU<9 @+MM>XYJO7+U;/A3N#V5%]:H- ^+V +X8#; 7E?FAK&X78 M=S)1@U]3BP; #YJB^_KU_S9$/M'55LWTFLE94$8>_8&R? D0*TI7L8.19EY9/+E6!4$;!H'MYP.8|&-W5UV%>=<\^O8KHNC MF7MG.QR&')!MJ0O0VK+U7M3$ YQ&0D+6M0=N6A5@R3ZO"A>5G_(.SC_>6^S8 MR^_R3K'FRI\;WJ;+-6DF;E'54/T#*_ FC-#8M0W5]C>5*?TQ#"@GU)T3_W6Y MY3Y'8H7,D<.C5Z9/^!7XP3QS>QT7!!//\:/ENV88Q;O-4$5=*3HQRI&2E M2L9-6,S60? #6KI@&,9C?AI<&.(#/V1\U';'],OBP'U'ND#;^NR@G$V'>_^ M+:;

M2K;G!$YJ^9NV]Y0CV6,>8RLIYOS8'"%S??-N$28|_1E4$9#,A]_P R]WR2$K2MN W MXQYA.3J*6'EU<(0\/]WGX$WC;2&+L1+BX(,7.=116Z3I3L['#%Z(T9O M+PY=YZAH/TR;??+RR>X/A@?WY\;L:8_5C[$LZEF!S#2<%)HW78H=T# !HU'C M.Z>Y69$K7I0$)URS,K&SX&^,R42U:Q1U$L9.T!(EUL9 ?F__';]?;QF"D-^?*

MD#OJO=%%@'-2#2G1L6,TFN2T,;WD"1U!50H,V';,R&'#+PWH&A AM8438-PS M(!ISW_ ,S!!UUK=R?^,>1Q*)Q>R1RZ'9-W@YYM/O,)^^@LB0$FH_%E$)#*C!

M&R%*16DDL'W*#U!-'$22I"&/B4XSS2T$O(5]*&G^_;$@D)8@MT-%#B[$ @C%*.M-.N;;E$'T\Y,B2-H]L1+Y^C%*;@L3&?<&\%>5Q7104D>=<%E&L<^DFULP;SC MU41:3#:4$8&(S-3YDY62\0KM'A4'P7!)W/X7;(^%OBR@DWM7YN4.0?])4?A MB_E_O D$4,L"N)CF5EF4XRB(<[,*(\. MV8_@]Z8H1^SSW:Z8.,4%,V MTAR3++: FCU4RS!W R96 9 @5SE #E9 9BP5) M +(7#M8)D+B9@]+!+F&^C\RB)>+0+&FOM(:E-V]6EXTY%RZ%L!F28G@$-6"(6!$XSQM"1T// M!/9*)5;,]4.Y#BS6^@=#O2E"9RT4]%-3)9PE+7%3](,%U-'1#7'7RM&;)(^%TCHL%A17A

ME(%D;K;6YAQDBX'4+2[""^5],/=;(B3[#' &*V]-N5PLWK@?M^5U^EG/!KH M&*S"D#X%77 LPR.]&_PD:J.72U5T0=1K4"'BK;8=2.,=_ D"4>D'#0Y.5X0\?

MP7CZ095Q4.R&3HK>>+P#"F'YDL8'UMH304@7B +48=Q<=[RY6"6T63:9]:9X MO6+E0S."GDU98%AOK=HGK-E1=&RVCUI:-3844(0M(RCO7]VH?^;Y?6?6G"@

M1P>FQ'U8C;]*P/?.)2KKND7AIBX'[$E:#WF!NF83Z3 SBHL5E]I\SPS!3T7M ME,!54-M9M(,>86<(S".@A@L>]-!*1Z:0'YX-%!EC\ T.)%>*1Q 2,/"!+8Y) MAE#TJKU(B6KZ2Z$U'\-

I2RARFAB(;ELB%R#0-$0<[$31\ ZG7=,-6) M\HC40PX) AIM1,9[VD[(ST^BQ;W)SZ$;LYL_]-7+2DE[I+17*R#\D/EJW&Q+.*_D;0_/*?GD[^#/#*=]\Y?S MGQA&^[T\?U<-

VG@5[NLZ98^G/^HDB:JK&_L209Q8RX8_Y\YCL_POF&3J;<(V<*,\B* &AQ(1U#0U@9DC !K#$^N,S@&4P2_;&/=\9O004) *$*Z,$\0Y+)(",

fA4$(+NG, EF3)XYV?-@R:/+/8 M///09:S42,&2HK0IW3Y"SY61.^050M(]K=QNT]CT>""S"LV86N73 M!R#/E#M5;)4KIR.76%U@U$$QIBM26NIZ.?@9?_0"_!<)08@"0;*C'P7SZ+]@

MEM9_FK,/EQP^,VYFP)TW,"BRP[F=71WD(AH7.H5W1=F^#VOEBZJ'$D56C'1D MJW*32,9!QY7@)YDQS8RER\F!QZ$,=UU3 1#:86%!TI>/'S3\)-TL+@XIA$VD MMX,O?#]TH5P'SS)"

<39!<:&%8=$XNR%(6,10"NR K89<= G#,*KM,BL]DC M2+,6:PK>Q)4GX0%STEO3;BU]X+OOU&T"UUTT@GDZBW]+;.C:)S M,6_@#8.Q1,#W/YLRK6)"2M/#

]6@:M9_=^9ISNL%=Q%(%H#4K'ZS=_37CT'$G M4H6@?^\L9*DEF X#A/CK\(JD9;P/@%?:5/".>&4-8')$Q?.7)-O+KD=;[C] M'X?IFM$#EWPPD\^'M;+>UPGY4N5-

=U\Y+A),49(S*R.TA("P]!ZA(YYG'GUV M53# BH{.WXA.@M>YL$&(OF*JF'PH)VHI]8/A9":0D%&NA M7&VK.<1(YC,ZNH$OA) 7^#"<@X;IS-U?V840BEXOU)#;,_!-2$YO>#*VP8>A

MJP'594|NU 0#W/R=3EY37X5;-=!9AA:F3)F,T"\&,!,*- M9FK%|"0<{+!- TQ^\F0J6H 84&ECH-^WIX_YW0S%$@@#MG;L+TL./'&,%H(O? M@O*:#0"^AL<_4.\@<68K1^MKD&IQ?

RS/X \08@ 04 M,BAG>T=6)&Z-"$ M6X>]617:).8T&W'!&Q%5I%.4YZF;B%U9F M6OC=|> @.RV<1V T=?J3S>@-;%B_NF73K_164@7F0#4K9M*QK'3 :I9W="1

M,!C6*O$OT2'8ER%Y]8(PZ()+W3EZ R\%Z>04K=6N M1M?!%QQMYD-Z##R=FCS),3V-?TQSS%52:BC$4Q_2*$5ITUY49$S!P+43 9B5 ML7D 3%?"")- RKUIOW.5;5<6,

<@.X83%)3[";G$%,.YUD?A%THM\Z@] MZVE#FD1.T^^'"=XQ9W1.?@L81:AE+0D5J:L.L8>N$[.%'T\68=&P2 ,;&/-")EQW=:RC3OO.W<> MXK0YLH< JTPX_K'KL#=JZ\<7M@5XQ3?

{11+ M^<8\@!V*9)+B2HA*8Q#,0(#%I@0?3F?VF@6*%M)\.XV!=)K;YLP M?=B@W)'R7)C,050-03HB-H+\L!42&&<%VV0$*406V9IPC\8&);'Z%3&;E).$

MZGF=T8NWUN;X^.YR\4%^@17 *6//T OEU^DDG4VQ6A(L2F#491'-*/0VGEK"MGB#>P&NV+'2B?UY#ZI*/'[*I-_Y\]=BS M&%E>EQ$AK**LL8WUCXD3ZZ(%IPV]Q"HA8>

]0Q09X_=H#W5.*FQ!AG1"U;0YA M+ZX>L=:;0]8^=);c@84.1OS39V;&LSX6F9Q%@&]V4*ZUK$AH:H) MY6;NFYJ?:,$;F\ ;1r-X8P1O{5Y1ODNIX%(ISXGU:&]*F@I8$(=E+?

AAKYO MG=O/!W+ZC]]5DO=@4Z'6QU\(QLR M)>+6-O#V>>PK5%&LP2K%V#4":"/XEGOI*8C?G7W'Q+ M=QF"A5O% .!:>/;(^.,FUW?K Q96GA4]RDD3+("I31$80)K@U[XPV

M32*K+JP8? BT0[@.7JQ[-;>&"_W>JI9W=-5C1VX+-\@*@GZl;CEWAQ40(S:XB<_;TQ1QBF/]VT"!4L MK @8BYB&@M_7Q3;>B-9O\\<$_?SVIP$[^>(0;LX9B54&"'N;@:.H.L*

()EA^8*/>T-W^W%)>DM6;P+E4.]I=VYTM+D$===44EXG M=/XA[8;+@?N?MS(I^)_;6BW24EQFE+Q M-'<3P:19"C8(_]LYD\NU\&9+5Z*P;-D=KY0,A4T<75)&<.0)A)]FT)&L:V{I

M5>F@Q{8}B%DA4U"+M*^3T&l9C+V(-78,WMY[$B.%DW>THU$BE9=F3%Q&<-=H MI$9*1C.E3=TQF\9E@HP]9&=WZYL#/]B."2 M8(^HZH7]>@;OM1>C?UL#G'T#1?3?

(;2,DQ5HO F%?\!05#?F;.D&@X7,S-! MJPM:4T>SI#!-=LF"Y>Y!@05>$??(.&5PM[BXR1?FA6#E],A3LAX=[3Z]>DCR MM>;]:W^$S-T0=S8U9-

)4MY]Z\%QN55#BPQK>U&:570$TUA9<=H<7I'->B4 M=>)DB#IGP2];MM=UW^M#GG&/%OJ.9D;JLF!S

M5U&*_/IF]_JKUE[@90!R#*3"B5.#.+U6I>3:TH9(N0L2W"D"V&R6U(7*&&_ME.^,W4$_4_2X**3S\)N'801G476EQH7=[@IC+@\GD/C-TA5X/2MJ!\SB^S+6

M!6RLA#.X;MQIVM9++G:K.:H$|&>ICQT#M=DBQE^ TQC=-T(.]MZFIY$PQT\& M4CXW6SXGO%H?[LO)8WH^K)4%$]^_'$L& DCMAP*U:LB/0[^048> 4DZN(<S! MG4,%G@?

>6[VAQ61#>R>TUUN$*)UY/1M?2FYK7*[0;45]&' QY,>M6G=WFO9B M7>]H*;#.HPE.H)LXX6H@T;,*]08U%*D+@(_.?$'N:\!G9P1E/S!&-"?K';G!+487D3E M961VW\&O?

V3)VOW]31"!^_**/\4_!W]MA=UF1B_Z&-BV6S.S09KH/@R2P$E'I'M=#&/]NN_1%4< 7B:,LV;VY;VBM@%"9IH#@\H M>R22<3$>3]*4\]7KW@-

T&PL(S0DTI7D19$6^0(HA:5Q*I*5Z418W]95=!K;O M$KN)L$3.I\-__OKCA>N%D?M42V $*=4Z4=)'K1LQ88A>-'0]> TXQ.YZ$?:A MQ3VA,'Q=H6P$WPR[-?@C!

{N"T(4B@4EU@@.>VPD[ABAZ01% 8G,/-L$!]IK& M%[" <?%C>PSO28? M'4QKYX5)^]9W;9W'UR.0)CX63V04L7A+1%9B$!PW@C)/S5D5$9FW9%RQ6Q;- M1*1W&9<8Z

@5*1059AAGM.@3$[->]R*RNYR;A8"Z)_B0*06_OP3)3"~55&2 M4:8)@]>_+&*4 Z2.LY:(+MW[4DBG3\Y*2TCD;2K5W//[*K*M$M@8$E^Z"-PWP5 M^:,*@?:0@/WIMV.?#^\IKTX:'PXI2?

L%J++EO++D?CR7WL>2^%P<@NBVZZ;_'U^DI(:.3@ZQ) M37) 5H&8GMR9XXM(N0\HH0JYE/IXXC\5#+,H7>X$+W+Z/S2L_&6WP-VR#-T_'G8)SW[?)

M,CB:!' +14 ,F"'"K!O>6"DZ*#00LQ]{?^\#V98=L+P6\HX{IP<|>GXI=JHO M#3[W#]^63[]H7NC;??]\9.]7QO'T({WCQ"4AM*4%P16'$W.GFUP8,U+S@[,P$$0]+)] MEF9E5?

KO4'R!U)0OWKP!QS5_>+\)^IN#>']D!BRA.%;FJCMZ5RZ?:_3 MR?2H8QCYC_=O"_K'X>T_ OK^O_>_|>]_>?/V'Y_SI0161Y.C:&//IHJTF6(V MH51W8-XEBU95\E+^\0JXSK)H_3+-

\8GP2ZVU 38!.P%F4<8#A6-&'SMS,3DD MDU&7YO^/Y9?YXXGY2&GW]V>3LY,7O9\<3J8[_OW9\=E.WQAZH.3R=E9_T_9,9Y/#Z?.-=WJ*&YDVL[$7 M8)#^X\GQ$^=?H-

EY>1A,C;UYN@>7'4T[UQVM_H KNT:^;='{F-V_Z3^D0K0M M)&/^']/(X=ICH(Z_]L!M.;L] P@GZOT,WXNM1H_]@^ 7E-OY^D/VP&MHMT% MXNFO-P;L-]3%Z]6Y#KL4XT!>YE$-

T#L32&\Q+EN[\+=MQ M'+?=%QS4:-^8D_,-> 2PY>+@K^;\AX(XID"_^^-[;S!N.;HEI,N+//D>E/&J MQW;5..W?Y%6W3/OGVOX^+\[//MOSK/;F M!^2L]E5=KZJ?3Y_>W-

Q.S'-.%L7UTI?E[{JQ)IXF\2G(91'3V=/CL[?'9O7Z MI-0(\[3TZ/G\I\<_//]DL.3[_Q*Q0(Q/G>H MK&MN<^_E_5YS:?=0000A) >@H(K#MN<^_E_5YS:?=0000A) >@H(K#MN<^_E_5YS:?=0000A) >@H(K#

[58QU59S\|N6IK(DJ)ASH#E9!\K M+2UX):JY7%3.F=M@6^\M=^$9D|EY(.(T$\|AVL1=Y//9X:?(9(#D7 \4= $E MO()8>|OIHBW/T9BD!JODW!#CF S& Q%K4#&V2422Z;O?>W-*_;PNLO:D=,4&S M6"_!"@9T75W9*3M,5+QY28-C!K!5'NV9T%VC[KIS[+6>I M6Z^FR]..LRI4K9,'QFNG(%X2>4Ef@*8I@B\VE>97C&R*;4PY;P?:B@816\O$

MN*NL[S MNG'3E,^WRYYDAQ]<5D#4?0V5;CU!U@LP+UQZ-\[YUHXI-<&U")GO M.K]#L*FYO 9DTOL./X?!64[I)$0K5(D*=.HO(-.!8DP2>,S62/(*8O,>N_=A MVH1:[H=GT!YR&I]9W! !TPX[4ND\K=2V:!AMJ7"XI4KNN(C\!^9:29U; M-V+#=!-[JK5/H<,7H4\G.:,/,@D_6&F)O3)!*'6P6G+P07H0M1409I>7"M0[HWXODHX@B^[%LH 8R.TI:$QD#*

M9)@M*H_2#6\K7P"T7.V0WC89BSJXB:L>,%>CF=[U621Y%\P#I7Y_U]5S7Q MD>:C.Q5,5X\|^]S'E_T)*!"_]/+.^7;GE3\Y+R/E$UJPD%0+8F (HE 5\+ADD

MJD3+0:!KWLO[0$/;B,D_6(!\C*P95A-W:\R76B!;R5+$ #K7/IWH(BU6'T&I MDGQDUMK#V/Q7<&U$QA\LJ-Y<7NV.^<)O3_S7B^XM?@RSWW"UFIVLA8FR00=M

M^CJ/FC,B!+C$0BUG#0H=EJ1.$^@..!OQ1O\@ZKB5>(.I!?A*2RT4P:M 0!28 M?&W358C$J482FX,JP5O.6G/F'D@=1>$'BYRWE-)#9!$Z99.H3H%4N38WD+ZZ MMQ:"8JJ4++)T|5[VO5F$.V56),3<%VR|62[7|'RLEL,1T6+>WX@#P84(F$5 MB|HIV#[4 M5(MWCJG..&\N=7+%!NT)|$?3+UBO"ITX*:,S@3886RO0&0W#NQB@6*60>>F$ MV:QG1V-@CR

7K!7='ERNC9AYBOJBT_1A<1QF]^,+5ZA[;.P"B&'6,AH20(\ M3_5J;<8YTIM%OIH#A[!HO*UIY$! MXFP VF:YE)I:)Z7>C^'J1Y #=AC%M[.HFCNK[TK%<(:LSP>9<(71&E9(]WH& MRBC:\(+U$!/J9+"07FY=%W4'G"U3P![UQM-:.@/0Y41M7D)DB[;,:28&X\MU/%NF=_U@A-E3/@]1)EP4HBCD,P>I33V!10B9 M="@6EI5AVL;N)E+JF0

M&1%3O;"0%)H1KFD>,"JR,65,R&B#C_MBBK MKZ'#2:.0I0V?2#!%K52N9#Q!TK'YOGJ/>>_I4^8US-E_[6IY:*)5B9$L&H.\U!%K6F66@=3"D^QVUP%(CZ;6Z0;W81I3C+D$*WH!R5

M5GT85K607\N^G5?'?=XXXDR?3!@W6*M(Z_V>Y*\75_WUXD#$F'41)L7F)U":.MX!PC?7B%Y$5+!E28+3NK7$0OS:5'%X%'S)K?HO"-DKHH5LL-^:-%@MH6^$T M6RSG

Q.QY.0,!U9J\^N%C[KHA$>SEY7E'IX#UM\K+Y=5,-8(_!OQT=&_<7|`,Q|<^^D M=7[_BK,O^+?%?/5I.9&VY"3J]9RTIF@U$7H7%0-CI)5&E:"-?U!27D4\IBZJ MH^'C7F)M$Y?

>#0#$LS\+IK7BWV4HWCMPLX9&=4\O"NGF1GD9@GRUKQ M^RS%?4&,*8%^ ,%X=5$8/M+GU-L+7Q23EF+3*M:5Y]D1^5VM&^LJWBH@R% M YX5W

YT3!U81[.5[2+$!^1;OS;.D-%;]\!Y96AM,(2H703C:(F@TD;+UOT1/;GG2_N&032 VBF]<:0E6;QVXUI3D MM#OJ1%MKE"/.2(D'WJT$+E2D(TP)AJ#2K6^!7

+>/MN3K56L@MI58MI7ZZ7 MJ\41=N88AI#,>KJ M+M1<7LW4W*^T>2R.D7:D/N)\P[@)'*.=$ %K$9Q*/D$PPH+ J!2&DGWSS+I[M08TIGH#K655+M;-&I/ZMM'C-

GJPFC+$+-5KO (--A83P*BD0?!Z=AZ$[H; MT9B"!H>B3D,9M;OBX 3.2.W_!3!!HF"VE*B37T3PO3+A(3)6L6-016[=5 MW)E3&& OS&EA50&M(=K-?

;19A?.&G[6UBMNW!\B[Z,>P\;>8NG[V\W[SJ4 M1K;TI=X(AG-.ID: DFT]R99D@Q@10',?;,XQY.:-;&]O6+']6/KJ?ERU:UK M9>#+T'7'M=ZP[X@Y(=47@P\U;M62

A9PY],0O'1>DX{7E:M)Y.[\(S)^MV9 M]>[MS420,,N?Q<1_3$/)[X^GM_!\K[#H^GZJ-[*_ Y+NR')0-TDMK(7F;09FB M:Q@]09'1N2[_OJ G\|;9;SOIO,T_1QF;^,?3^X+T[K>

M!@F<<7]RNV_PB9.8R.X0Q2M4K>/RNR$=TW!=C%=75]D!A-AL<6V/!>MB8@NS M@#3XL>5$$.C@<#@NQB3"D9[5K?1!0+SC&%-49$MBT%.*#_[WK M9#&O\!>E_\UI/#S,

<^|_R>H=5T%6JJPS?SLNA.9+""LS(4E/7!FX-,4BLW MJ,*HUD*E=(Z,/%SKI*T=ALE2J#<^2N/)0M5)\^:7NYZ_O.U-MOUP;.;%\&0@ M<,')'8!G*"MVLFD4N+

<%=VZ,^%U%&-2GKM)^N[+9K>>Z69:\+|"-ZV!H.\P MHE>6"2/ 83T:ET5 ="H ,1D2.+\JM-M=]H.H76V>.V &F;7P3?3)LLEXLVO/CYK7/5JC1-=M&$\>=^&^*.,\!"S52#0 M92Q!9M7\!?

LQ-L>UMG]_UGC_F^=3KQD#B3YZ:F FQ=%R;VN,@(%*@D$(5@/3 M*G$MA9;-Q-V CHNC38 VZY9ZX.+1[U!Y.T@)Z@LT85<"41#&3P*-#0 (9 M90Y%.-& 2^N4<>G'

[")GA4C&K41WJQ!O\^)1*-*!.K\WIB>9WB5*XHY-U1[+ MRM6L&0DQ^BRD-+7O[H^H2L_>,0O,"!C&34^(Y1)WH]Y@9=YX;U:S1 MVNYH'Z52W89W6RG5=H)M4\UQ)IC?%R_P?

9CFRP4")2E5,C>U+B^!0H\0DB^@ M5<0@@@E6FONVR!W?_2A5["Y<.H1LV@7M-YR)2RR%,!8;_L540$9!0ER MBT1_;R*S3,2ML0XID2R\>Q;NPKQ0:AVS$^^#-

N^+B8"LU86"_BB'3G&R4%,V=9VY3DEGHO& MUI=X;_EQ3)5HXV/:EB(\,_^N5?_:(&,,2H(IEKSWE.O%F:Y.CQ'59HS*M,Z_ MWA7KF"K21L6\O82Z8?CD].?UGT@P_O*G_P=02P,$% @

K(1F659WV|%_M6 S=#* !4 !E;VQS+3(P,C0P.3,P7[V1E9BYX;65UES EW6$F2+6O>OR)O MGM>+2LQ#K:X.*R^FAVGCZ*>=@AY__?37);>C ;R# _/B5S_>O;Z+M#^<_1+ZE[\L?

N<7 M/Q@=XNX3IM_P]^GO0O/P]@^;U/8\@;T2^77$"I N=_E4_[Y6!,GQ#(,_X" M$/PN# O%*V)<|^F'8[IZ+)(@^]E@6A'QW<^NBG=TZ?LU!7SGHRN@I3Z(7,)E M@'%-J#

<^=P7G$N1MA.4CXRO[Z?X M9]EP)Z-\@83K]H&)'^(O77X>PZXY>37C8TZ8CG3N"0B.S9DB"D(X92FJWAWF=ZESJ3)16S MGX2./(M'_%*4\ L,H/E=SJU=*K9C&(N[0KK^N##

'LJ>2=4R2DZ(B4VA%+ M$R=1N,"_:A;3FM>ASIHZ!#??<\V29^/ERA:O(4ZG3QZ/+]OTT:RC<2+

1[]DS-MULN0A$AH-*M@B,2WF?BH(G%!1L6S3EK&'XZI>UZ6GPQ1=U%J18)V*=UE$@!" M+PT31M_]8/K](@SZ'[M$ZT4 P&CFO#29Z(SGAXRY"$P:4NYD94;,A^OM6M@\ M^:@G?@>^DQI'S730((R[XF!V$:(BB^X5BNBVDB=39%0.C$F6S<<(S M@:,@K;T>;L/S8UEH5#34(WZW#M7A=MD'6R/C:C.IQ3*DZVMN"$@>(OH%E=]" M*WSPZ$*3*)G%##4]X8E4R!" ((OH3*@M>VLEF-S8A>)'X$+)6Y M^2DL\|#P_*2<"B(S<"+!2&*UI7C(OIRY\BFSVJ-;'D9U?)NEE@X?H,.:"JAH MA4S&I%[C_9111--0;%9))E26=TA_FXG7BA%|O;,.IYS"5?+5^DK#,"_76O_MQ@-_,3+MB?YFOJ:P\6/$+_FT#8Q>+81L*U' _+'S8+#A#^;?4=(+F*F_QM.)YK-M 0)=;>KPC|B"QCVK(K&W^^LH9WYT/ M'3\M#8"' "6"%WX*R,0E%X@3T9C,0M"N6:WR>D@_YT;0E]WZ;1WG|LEO+>C M<:>+Z17.-;D>2X-Q"ZB-7/P=8#YZFOKA:K[=L:>QCEHF EX#+#?L\|8>5Q%6 M[<&BQTLBE!PWER(OF98A%#HK#THEUFRKN@?78^>B5^=/=64T(,PN' ^&>@M" MD<"9)-)K2@+!%C=DD)TV$&,#4KLUZI/UGQY3!:OH|8 /:13D-S*.7DVG_TI?I MHU\M@C#H2%B.0C <2GDL9<9K ZQV%YN[*\YLL_I K=SER=Y3 =8C M^MU?+L.XV^!J9#9OO0X-O*A.KN7 @<<*O/G&L8+/9IH3YX*XF&7ILFD0FA+$ M9,5 4LME|6/GN$1XP-8!%@JVD7/M1)RWG_SXTO|K-"R-NM^_,'#9_B"S!)-S M@FCA%9'1.H)FF2#) ^ORV6 *XV%7D/%Z M^ 4FT[+@VU=M/6E$B&5N]!,)S|4DT=2F/A$M)542(A*|>OO1;8]!6*F0[+S MZVNN96QW!5@93/[^$BI8XP1C)T64=`6?U$\.VP77H1K[419=@O.EI9]C70%>C+EO ;=7&;#>HCU9@UT;UVU.LFMY.@&[<^\R42T0X;HED"JWI MH!F)*OEDE!9256\G[@Z[B19MHNZ6L1B5V;JO>M__#1=!I3PL0(RS^CX M:$"/7QGB#7[%EC//WJ MQW!+$ N024F6G;$0A!$&]J\>FJ!0*5\XH$!6;FFP%|+PY4U\WQSVX?H?I MLX"TIW';,SHP7B;8IU!"B\%GKXSQQ(Q(4MA!*O>@7,$G<9%H3K>7@;5M(CV M;D3YQP3R;/"FG|'9R#+3S@9]">G99,K[^!LKZ(6H+;=@B:FVD-N@+*"'I*YM$$H MQDVH7?Z_,\H?C4PUE%6QB&\|H?28C& <+RU8&))?>4\LHX(D'D0IMTF>5V]= M=R^B'XTVNRIA8VG)<:|W:O3IW.7C6U[$';5GYZ^S"9K*D_D@[\D2_L)V1F|(M"I"*2%EZ/VMN2!"<$E7Z(T$4O/Z4Q?OPU+M-6_.4R;_?5_XVC|-%VWQ_(CP M!GU. <(Q8FC3A<@(YH1QD49P,3D'DQ7W.%YQX|U':}645N9-DB,7X3B+K[>%CZJ[WJ#_TP M]H|EO3RFNN\#CK&G(O}XF/6I/,$G<9@7JHW?|U2VA/EB4M5= -V M3/+|K "ZR!_&"/033']<"Z]$:2O"*=JS7!CB&/H7-F:G8I0>PK M[S<'Y:O6%F2#W> FNE<^PGP<8(\&BCZC$"2686TRQ$SPJ MEW(XSBB$%H7:9 M^B8L3YI$527=8J+FW&V=7.0.X60R0V;"\|%D.NEY'4$RCGZ-IP(W(%K<3O-D M<:6YUMY)6YI$|\ Y#QI4DG<#-_^6:POCRUX(43A',.&N5/$9Y8DSR1)O0MKD:"3]BJ-)U\6SNPK;? ER<5DLVOQWW-MT5'Y[?+4ZQGK!"0121:ERTLN4C09Q$P*69D%"4THO?8([9]_M.FQK$$?Y*)* MD?%LE2Z0'.HWD#0NY,/I|", <^=1537<)9"MZ()TL5B83+NXVK3TQEVA.HHG M.XB46*L<&F-E/I.7R/<879:41F;;3F>_#|W3YE%C;=SEC:O+FVX(YOO/8 #1 M8K@:_&4]B6>NH52CS>Y*9PF9)-C-E#[ ]B>FE ZUYS-LB^'<.5-)$VOB9FU2 MB.=G:DG=F'P.:#5(OI7)HLD1R&5,N2YC/\53RY:EF3K'<*=WG5-KTP*?-@6:B M7:/_AEFDUW_|;3:8|C\/X&)XR^KJ93! 40YE/@0CT@I.O#2<&.&\%XEKKK8K M!CT4R1DSIHDRUE"I"]*(_B7.$N+.AG\>+HZ<68VXD1=DD+Z5S MB-.T;8FS!M339DX;V:]AQ\$S%%Y AO$8TOR:>'Y5,)\=XK144{:@:<$TD3OI M$IPT!#SC@@:?%:\]B6,CF'- A0PU9KV"!P<';S;;TRYPAEE*=.TT,E9X1@Q MN1"7H87DDK=+$4B9!AL5U,I:V@G@N,"EE4I6,$A5[TKW?C']- RJV%(PG+_]I MU!^KI&>,;HM//;A/W:[C*6$LZQKN7N3NZ= <,4CEX&;0AOLORE@E(.-PH\C! M2"/+(5'Y75L+I-[\GJYS?_W>/66>X2Q. J4MCI0!E/H/2IS%W<|P[KP):&[[MVO? !\ Y5O.ZP_6I>1S&83(^E19V[V=ATD|!/_[^WE^MJDN6Y2&$2!TG0? N2 MO"8HH3^&D[I%C//!S6))=B-"P11Z4GT@ OI8>92/"..65S MDNE,V/) 5<*CD647%=3.1GXU&@Q&?R^&74Y]?_CQJM.;#1"T(-:*8KL#)<$Z M0Z+C,@41.>3M[OS6? _[QG93:.AC5E6&#'.!,22!^\,@4V[6^K/9;'+=F!@(TVX M4*J+I L\P21QH17)(((@9 AZEZ <)&,&?#A+IBK_V:/_OP6UGWY-G',71VZK+K M'^5:AU!+^FDJ??ZKP*Y,<*M#&H)4VE&U?[KWA 6>CWFI2K)A=/!E/>^_!\..B MAJXT"X)0YHPJBB HD1;/*Q*18S%E$)"WFJ^!G[KRIN7?KM_F&P\\%|-_?RFV M4.6R(<06,':QY;=1:OTW]F%#_0#AWU:? 9*KN-O>AL.T9LGQTB.7P9:- SAY;@1MLY_KZVT5@E?7V&TKJ74A.;_M!)/Q? MOU__SB(3MEO!]3*&Z>W #U9R Z0$TN1WW.A4=MPBKMEB;_M4RGYX"=QG6@+\[!(WN)/X5.K3]YX.;Q\(W9XX;7=1,0.ZOKS\/!A] M!^A.E.5A'V,9*X"FNK.NF.HN$*^RC(PHH$ZY$&2LS+8U.!,A//3H^AW5544Z# MR/$-2#=`F.C=96.C(BIK2R1W@=0@3&!8G:0L"U>^5K7Q9M!/,G=RHIJL&.\PXF MTW$_3B%UT/Y S4S>O?]CZ6AD77J1)T)-*LT8?.EWS@.R/2;FD\BF^NB/>P'] MR:2*"JL8%)W/M8%Q'HTO2\[H.I!OKU&B]VI2"APYK[!_54&A) 2ZPKF,N&%> M,;I=YZ2M'_D#$Z>A;FKWXWC^\F(T"*G#NCS%:2:6;%-U$1D_$,RA<*(/!+@ M,0MC/$=[Z|LZO//+4ZUMVP;ZGEY;;P%FD8!IE,(#>VOF0T]/D"L+;]UW=K)G/.> M.D\@JX0FCT(#V%/LD,\GCGM3>T"!H!.(H[32\)2I2K)[Z4<[]PU-Z.QO'3WBJ M%9"+$P4$*^U=U-RNE4IHR@H"!9.%C-.(]=_NZ85,>S!9/,_YA?X@Z1BUE67N8 M10$H7@_3+,*\ <*B4")5BH6MXU"4K +UBRFG&Q9N2!Z0X831[M$*]$&H[-^'A M9SUM15>48_7)%U|"SZ-9A,_3&B$O#$Y!(?99!U:*S6/Q4,D,M$B M"4]\X(X8*XJ0N-5;MM7=^=%/EP1MI=QBF@;Z#?WAQ_FD)>]34983DSB>7E0H M$@+WA&81M,C,]W>?? Z\>=FEN\KV8]!]&Y!60X^VP),]PD:]T >:7C&OFI9 MK]X#9-IB9,8-4 H&I*CQ /BD2D"L2%&XKD(6?*L@=9N*G4$!3\T**.)?G<1 MY?%NS[NHTKQY^_5@-&",<9TR20EX,3(D6I4Z$*.818=$,Q^99HJ"2)E26&2!:<^(R@E8R")5+!U>?CTZ81YB# MJQB$V4\++6(YXT6SD:U M)\%R252P24G+>:,.U_0VHSD_1NPMZP:1A'7(5CH]YPOEN10NMEQ5MJ7&1(R MP@M>05+"2]V.08452.?*AWVEWB!M'>Y>R]%P_?DF0W1H\UAB: Q$0K&LC+,D M>RZ|BL7HJ>VHW/G',A02]H-+.H97H&TQGR@U%B1B1',E?%CBKCH ?^PD*/4 M&;I/>-H"UJD1HXKT&\0H[W!W<;H9<-XZ)Y"M"I<-Z$-[=(R(O[^*Z T:.[6] MTPU0SHP(>TNYX@"/C;!6CS %068=#=&RM"K,Z!X'E#Y1D7M@9;H(JYTN=!^> MLZ3!OO*N.';C*FBRTHUB,7!FE;JOARO=*7HJX,8DN""92EF2MBWQ2J'-&VGI MQ X@6.VK'$E+FV27!:JGK9_YE,F04OQUIR: ML68;>XX ^_BQW0W-_2.^\U0^(VS31N;4JG1:%21R,@R"2@%XGO47DK-A^T MA'X7@$^9.>TUTF)4QHH9_=Q_ID_]8&X9O8,)C!^MJ]XU6PZ&\-RQ&9/1R]T MEL7%DI9{$Y#LG%-B-%,Y*DI9]3[^G4&> X_:;J;%8(T'BXLVU19=-_6_R"MN MW+PX>MZMIF=\E%.Z3!)S)1&&6A*T"$0(9Z32(]7C-THX8#WGP-"3T7?-^2!S M V#?E3U+]5/CXF5]/8QCP-]Y]L7W\!5]P)?VZG4UH!(8E+K5%E_7F#UQ8#PZ MFHQ.]JBV)FYGF11T!]5/FZYI=/-DD?8<$0Q:V;321,NDC4,3D=8<0T3;) M@"H[*)9]^L?=)77SGJ-Q-FI!6"@3 MPK)+*#]:"%<'-+=&L=MSN!V6>]_Y%.F2D/AKN' 83.L;SA'EY?]24F(7M#V MC\^C83<;[.UX% '29&76$V7**\?10PHF$%H\[?G%SSB5;.MR%8R*DQ*BL;2/52YDK&;.RE!3>(-ZCUF,#+5OI>LOHBG_&[>AF;79-*URM[?M>44K5G87BNW9S)/D#AU![@$7AAZBC? B'"96&#%]_I8Y4&W+P6OYD;B4]KR%P M^VZ?]S;*611@S,UNU@L< LN2$9I#)M(S2X+*;'QK0W$Y-/A4NRRU)OX?FJB'.MZG,-.0^.VG=(P\,+"; <7_+;Y_[<(UAXA(PUY6).P^B9,HHXBD/A%N@)B9K M1:Y\^(U0+_.G0\NB:7,/)QXO^SP?.7L_JG5O,/\'XPR<_7-RZ=@?"Y"[\@2(& MI9TC"LU|(U%TT:7/RB 25PR+ZLG3!UI;6? #Z%/CP1K"/|(-P4K#NV4*05 B M1O15F>.XCIR!.(L>M\K9F9*TS+:-;53#|)1Y^)CJ64.S.C'}?4Z(5XZ'S@I<@J1/Q#,6*%UH3SP"-W^/?JA0I-%O*4F7HZ&E[#VP-C_7=> MKNO5+#V_$]"&..N&S/OODQY,@ T$!\\ M;6$,<].H ^@TX6_Z/5COO@U@[_MRC0ZBL#7,,3 FX"U,_0*Q |C7Y(""M)E;NX'/_X(TQZ 0Y4K3G0];85ST1 0R M+@D:OU%:H9(SVW7UVA_#&?&EJ?C7T.;P*X%F!N9*+LH_H>RGD)Y]@3'NIN^@-M* F_CQ*:CGV_7WA4(AQG-+43Q+$_QC("K_K*#T0O:IYQO*C%/;Z_K:I\%<<&6P>'9D& 2(Y[);+- AEN;:=P,;(7O*]&RH@S5465R<_/LOMR2% M:_A7]X/N^T42[R#_5/[WCW>OKZ3V]>O7O\"7T6 V^4L<7?[2":P3P.?1 #]_M,G]9EKT_1_G6"_%L,IE=SM^:%S#U_<'D)M))__+S ![.+0] [X"_7]HRY^L53 M,[D\7KAYQ2&"=+/!Q9,K.6BH$SRQ"@1(4DBH1;,_%]W.1]QUKLY*,U[?!^]DL.DW_&@HW#]33P9]2UX.>C.8-P! MX&/YHNXWQ@HT.R *%5.OI4B%,_PB(TV0A L>:A^.W/RQWQWTNJ(QWD>Y3 M&8&ZS9K^',&[TPC?G6ARC%FH^^CX]? W!$@*9":6,E_ZDP5B-;=$9!^U9UGS MZF?_T^'M3B-\3XZVNZBV0C?&Y, ^.?-.J$!+XX% \&A!QX0R3KQRHES\2,%[M9T&>^TC6G72]!4C6711UO';,#T=B7OG^N.MX4>)6%.^XC.?]QVB 'S- 9^P= MNM]PW16:-00[T]= ,N66%FN'*.GU%.? 8IL4LK;+.I4HQT&>QHEI_]0)_]X_M^=>K,>2L1)&X@.63DE!5!]],/T$?7|2>|: MFF]EK.Z3%G+?VUL"X:S'N67,14]"5G@TV3*Q2?! 5.!,4I>,M4WRT9NLYFS(M_/BZ;M!3N\D9]*+_I9]@F+K7- >C(S>9:*[+ ^&&GB >%?Z0K; M+NIL.'TRFM_8&?Q(MS,KKL&S.,553+!WNI:YYTE-[V.V76&EBYB]Z77-[N"" ML\%Q&S7&K1&H]"$H(!PMV#*SAE%W,J9=BRN>O=WH>5B;,JNSSYK0;!.*SSOB MR@18;TWV.A@4806.1+7 ^OZZ,@LO>>NZ8C*LV,*2&R5@$/"@VE.0_U@7@I M+5%>!0/249%KO^VG=C-U3 [<>X^UBRZ>RCW -FOZ\QYKIWNLG6ARC N!]?73\ M5/BKBG6I2R*WD9Y(GQ-Q";U%G1tB(4L3S-'])/A[4[W6"=!VUU4>]1[+#1A MJ),&2%3E>H1234(LTVZ%E9XK!09JS_<|]WNLG72]]3W6+HHZI3#_W;SA=Z/! MX-5H7'[8<\D(09_$=E65LJ6=6$0=%?[ULJ'8\4'QO!>X& AAQ,4=BI#-!Z&RXK#WUMOHBGA"Y* [*K'>'WH,9C MV+ /+.AF-XBN2R%Z$])PZY DXZ%9$(4A,;(6DCSQ SL.8@5M02:X,@DBF'?H5GP5^4V&&QJ!!1:AGZ90+%2D^>I'ET+!(;2X0P>4>\,IQD+T42QD0:JL^EJK^_M/PE] O1H,,&W0@W%1 "3O$&C*:,_+5>X-$$)91G!9!>2L.+$^/Z >7U\]:X, MU5I(U2F&Q/6LY!2B8UA&/GO[2&GX9$?1H,3=%Y MUZHO38!N\&39K_-BOY8:M+0NXBI-2\:AE.1Z59K,.86H?K_V[NVWK:2&_S> M_T)@[I>7 D:R*!9PVX6#[:LP%TYJP&L5EAOL]M>7(RNQ$UN7$\T?&,L8 TTDM_TS1>V%BD3YF!34%6HC,Z?I4T8+C, M3B>7M! ^X?KM+M3-RDIE0>AJGF@2OH6YZWZR#[%15LN 4B@"6XO3:JU0ST^* M:3I_>KM83]"-7+SS.7W!^N:L=(W92OXFI-[++F0V@)#(*$.]5[5> @AJ*T(V9"6<-2Z#.E]"JI8VM]?ORU"R9RD18]H*O7 M_"$D\-IRT(;4MEQCR-]<\^_B'3^5&F?D/\>=,Z=?ZDF(>>TKWSTTJHGF/Y-6 MM_>KV_1$PO!YNXH!D1OAP5M![A^SKB.%$VBFI94E1"X++$[PMGP7=,]LX]>P M_>Z941T2_Z\57# ND.<4(-M15UK#Z>QB'HPW,@I4IIC1W@S?]LQ\2!\&:OTN M?X_ R4B<7Z_K U\KQA?98XYU("S:.A1.<0Z1B]]4.IBQGG8;TZ43]{LV?YK- M?C!@O(\G95%Z09I]BM1%#KO_I5GM693>F)W9E59JJ\3CL2D*@1YV18M[*M#"HX@G.:0N@B642574C#S&F^!H]=R>DLF'T6CI>]UU$@) 8!V09G:>THJB. MXS:.$_Z,Y)6FH+02^N] (48X_)KH3>Z.2TKX%3H'7TE>,Z6BA%>.J.8N2V=5'^ M!V-7FH2!G>Q*4VPQU#N+.V@M#M'IPJXTB5U$DSFH*GY'AN?"WYM,5S7]GKE MZ]1!'C(XBQJLH2A;)IYBG#T:&@:WD]B5AH/M%--V@.L;&<+]YL.O&^(>(PJ] MD -(-!*4#0C19P/;FCI.Q9;D6GK[!1_*\N&W M<) P+2% >982DZEN:'"%E2<%*\@F<- !YB]C*XY)S]=NC'ELN-@Q_Y)P9.1\N, MU#+Y=_KO/Y;WGTAUS"]W$7D641#8[/Q#E30#ARR!%EZ:Z-W*QAA>B;_2\| M@=\]YK170"-Q?AVN[1>R 1K65W\|8 IM/0K!9 M .7S.]1W0.RLCIZO>]L6";.RR2B@E$,3-,@"QW2&$E,LBD4*U8:9.3)1MXLG MG<23C@#82 W\>_7\U]H>SXQ W&>N=.4!]M.)3N--Q,!NI[W%R,*NYLQBE@N Q@[(^0T3N(%HNO>*.MH\?)%\;T@K? MO'6I#I#>AT?\,A[NI?,@91Z;Y0PI24H\O$X09.(0%.Y[^'+L9!<;L,CVTOD3.NTA1MP2DGA."MVG&;QAGJ?D>^-/X! M'7D2W>R,KVQ$#G% [#PE3(I7YHUD"OCL#3F>$,IE'QCS9^/"$Y6_^/&8 M?MP3PV=)438A]&"E$BI5\2L1*,>PB_31/'ATVW"+6#\(LH_RPVFYQP;OEZG'U7"Q4CF6T$B%XE4$%1Y\$Y>E%!U0\FV$>RI M!8A;]47# S+O#8>20CUM>,L,3+I&*;?G#*VJAR)S=1V>$M?;6Q!/A8A1VA%_MOJ=|$3\ITME3O^YZH^>Z943D9 1%&N!]T:"LXQ!^{W15A;,K!C>.GC>(<[I M6Q5/A15E'YMU*,AN$6WS%O\APG7J1MPIV&G:"IN9\3!X'&&#V8%2/$^V1 .% M,TM[NZFS[Y0"KIBP*IE("=`Y V1/_]YI\#%EZ7OKCW_">$].[]_M\\ME7^CQ;I.1X^WGW 3B:\V/3L\!Y$,3^``Y#Z P6(B*,?(]^F;/HLR^.8/!% 'G MK\(T-.ZW,5,WRW1H#[G!%=(7_IO$?(^?\&]YG[H.&QDW(E8_$3EG""EY4"Q& M<,5(2$ZI5%SQ)G;H\=PGUH\$F=96Z+#?;, (US&\'K2AM+YP_>UM\ \M=>")9V!%4B04K067 M:.<*SF4M|.-B56//W"[-L;O1]V^2A.%X.Q$+J$&0N4&$[$A^'F1HRXQ)O2Q* M.Q+"MR69]U.4R-[?;A<-EO? 4=9O5P^/BFM;\XWJ#>T<[WE_^4+S5NM"JZ'I3 MY-<$H9+"K10%#YA0'G8^T=>_0 ?|QD9;S_Y5%69%]9<-EO2AH'):VD[(\+G MY/T F:844":9^UF.>>LE+>R5U=1'+NY\1.!IZ,,/V.&]3%BEKLD&TD*/C%++F C[$ B)F'C(* MR]['=OH#PH"?-ET"T,\:RUTIV]$1LW@^H+WY0D2R5-CO' M!-&0YEKI*+4**3>_0MPASORI9*2 M;R$#A2EH,X2B1>WH<>"3", EMU$RHLGEG+5L$>6'04&I+=ZZ[6\|UF^7/^I M+Y\]2_ !U!+ P04 "LA&99/N.Y<6;7 :.C@@ %0 &5O;',M.C R M-#4 Y,S:?;&%B+GAM;-2]>X,U'KP&W M[;7=9^[6"3X+.N>K.P:*=-VS:=?4H|\[Y)DDJKJ YRV795B1/R4$8P@X,&O M__/'_3SZ)NJF6BI^[:?D;_%/D5BP):\6=__VTY^=? ?P/TT_ \|W_YEW_]/P#X M7?|||?!N]7++UO5BLHA>U(^O!H^_5ZFNT^BJB_UC6_ZR^D>C#G*SDLKX'X-_;_MQUXL'Q[KZN[K*DKC% X?&WY;_YW3)$N2I %AA1 !#D@-"L_PI(*Q-,,L?SF M[N\PP:*4A0 R85!|+ "X!+H4 >-<;BE*8QX@*UB\ZKQ3__KD#22,B)=ZB:?_Y M;S|]7:T>_O[KK|^_?_ ;#UK/_]:L!WY-XSC[=?CT3_W'?QO[_GO6?CK!&'_: M_G;ST:8Z|4&U;/+K__KC|2? V5=P34"V.%5DP3:"I_MZT/WR[9&35HGZ1K^CL M)_2_P/ QH'\$DA1DR=]^-/RG?_^?*.K@J)=S\5'(2/_Y Y]P;XG?E?'O'I@KA7WG2|>QS!]YXW=S|U"B/ ,[Y"YFN7N M"_5JP:?Z[F Y(7(Y]?2V6*S*?X&NQ),/#\ES_X*WZ6T|&+S1B3%LZO>G> M857\6(D%%YUW%LZJOB_:3^-ELWX(Z0A|G|!U$KDIVX>RN4M7U;$5K-JU4E MF@_D4>^)SSU>;I M/A,+\>G;66OCOQGRP069W1[%HTRW7-NCU1,.3|@8[?WKFD:(FVC#4M3R M=|-.7#W>1#U7-Y%B* HR,/;_>NO6_D\$4ACGW4%<+2,[%(X5OXE>5PTC M\^@_!:FC/AJ7:M/F*"Z9'L(\&FQD:2A+4#]NK]J MU^]7,5\UPT^_DFKXTZD?SWZ\MS6@ZRD9A?>6/^)7]E2^6O/*[#W\F2]O+|> ME-7R^N]=!] (4LS|%RY]+6OGG)P0_TII;_K_7S:I=}//RH]!"5G.A?($WRK&_M%V^7C?KY"\)_5 OOU7*]/WV^&O"&-OQ&BN&HXSCZ6?\B_ZU9CL: M^{(H8_3SG]Tf^V7'+F_9#V)O0^+KR2X'87%2^QT2Y$,[']Y26W7[0U^O91Z4> MX@]Q3T4]2V&1DA3GH-2')U_]ZTTS2@#A{A,$\;(0N8D)/U@WL-7]M%*H-*M* M^S]_]+US78OV_,G+R^4]J1.&'N4A%N/6[PH)[0R6LW#&AN:,*&.V03VR8Q?4 MOI8VX"U2=3XC B#Y%VI[M9OSI-2TUA[.2]'!^6;QH10/R@2 M6/E" {M,.T(9!E06&2C25!.XB$5*L]G1<<;%C?B27:/OH-F9SG7,3.S.?P H63.@Z4HY\'VK]H%VY L:?O;_O3_ M+PCF2?'/49E4WR^(>]CFESYNI|U<5+,.7RV^BWL2_+"L836 !BE(4RAO.!$"D MY("6"'$L<)KEI8D^'ZT<6(-;6M8GJL?RCRO>55+9J9JQ0;,*=9;Y$^K4"/:W MN^6W7]4SG2:IOVP5Z'BE253FK_"#DIS_@-NFIP-2_?]7_[6NOI&YCEX_"K5R MQ90?J7]QN^#|/]CY9'? [=;PML_E:1G?=.27YZO^?+_^2R%)*.Y+$'| M=@[>3(E!60HJLB*)T\0HL?YHV<#FIZ<5=<3,,Z'WL;|\"^TLDYT5,!3'MZ@[Z),M.=]#[*TUV!WU2@-T[Z-,?<-OE/WTEM?A- :1[7B4EBT;2AX6U=ZUL! M[5S\|KC]2!|OW'XG-6__\P_1:-7M#FR2&2=2DES7IR02 X@"$BJM"K';B5* M1(FK*KO?#(76#%;BM&WCJ0^P5X?Z,V9_;$)&3_Z$5]8F=31"@'KH@02AX6:.?U\N M^?=]/K]=\#>+E:)?*;_G5CE(]V;XU8?EO&*/\F*C$-2 ,*8 +"0",!,.3&9 M@(QD,"8,QS9&UIAR8 LZ$+.SFN:XF9G$(4C8V;N!3GLTOV4BZKBXB8;?WT0= M)&3_L\@,9$U>QXLESG=2>2FN6]*$O^Z&+G2C:MF:/1M_: MJ^O:!KJZ:+\G?&U!VPD8C377#RH^2]PV-'V\#)"',K?S$@19- SOQBM0+%4+H+,TVT.AV-NW!/F,Y8SB3 !4X43MV0@ I:)0# O* ME(%@*M:WV+$OT N\?>M^$+H47P?@7;1N9PXNH65F"3QB8&<$!L);\:?QX T% M]F0#+E&;5/T-13_4?-/'W)3^? 7U"%M5_MV<-+Y;+1BW.NX.'!?^@OCI#?LYI M^;I:D 6KR%QW+!!=PZ*J8?.EOOG=?N_SF*9EDB6 QS@#,)40(^8@R&4>L!Q M7.1&+29",1C8K+P4#:NKAZ&B]K=U4RUS8QD2>'I9L;H*:&VLUZ[G.H2W1U> MVX.*76[U:]CP&VT9CK8<1U^:"Y++I0>/KJMN:,O6DI[@4"]ZAK6R@ZKL'<_C%- MUU:HJ\\9CFQF"&*,!:(@*S*A,' <*Y\-$<"8S%#!L2PIL2FN-"%]95?M2R*U MNT:?RW]&W\A\;1VY&6!F&KGY1<(V1A"7(,\) S I," E30'E)>>T+'45 MMMTIZVE"@;VJ@:QU MM98$S5_7IQ;56\ISA-.'9)0&*?8;.Q$H\+NROXE[X MO)NROB95_0^]BVV]@V;[Q109SLLTYI"4NFETKFM\D-)=G:^"B2P9HU;QTRBU MP&JK:4 PB55T])*@&2LLQR*&1: M2*N3E4",!C8J6_;:CLLW;;]E%>.OR _+4Y90+\KPM.49P&]YZO+BS4W4%DEO M&;F);K^1:JZO'X!W]LE[U)TE] MCT4|S>&S^AJ)&>=93A)"0!XG0&1Z@"44@A4A*8D))0)NVQE!SX'V]UW2\M MO3]'/ W]PO H67[,+4.@Y>@HW>ZF;ZF&PK2N9R;X?]@5UXN;E<;W_B$D]R7#^N^1S+,.& <@)2P%,"P%PFC& M!>=Y7L9"8*L8U8)V8 /5+6S7C:@FEFL0%#96:F+* 6HSG80W),- MLJ$\]=UQ@.30UK@LX:^">^<6/5T M&"<7V(H#+Q6,*

*[C;S(L/CZ_CW/A@.%L.D+\.H/%!\HYK3SA0_CKI-MJP?+7[F6]VNK-IX7RV8URR5BL*02J[A'F.NV% F#AC\4&NNZZ\)B4P2VC*XACC+9NE;N(EEU9GA2(PKNC)LUYJL(\,1 M^]O=&(Y_Z;9GO%DH%UF\5=M15WZD,R;6*HCIHYGEHOE-R*5N:>$T=.8EW-%Z6[HG3+#DA1Y*3.%9$D E'D*.$XI(`$9 M$R;+-*'<9A<*R&OH?*

4U[,K1E3C>.5]Q%*\V>9?)TR)=EMF\^DU=@9VLZ9P*? M-=N_1%K)HBWGT9;UX0WUGV^YOXGVN=UTK_*WIT^_J2\0A*$$.<@D0P#F'/E M6T.J 5;_RT4"84J-6J4<+54MK#:D2)F<4"\+!G!<;/%:!:F9Q#E/^)Z;-`ME+.G3\+7(W:A2 +.4P92Q$3!9WUQ:%6SN+-V8-WN*3EU*=!%P,Q!<93+3L<-M1;)V"4XP[VE#WUUYTNWXA$B'F^FICP2*7)IS^W+[G\^*ZNV"ZS%3[\B]>+F\ M)]5B!F6128I4V"(+H@*8,@.XA!C$21G'K!0B848I>2&9#*S"+>%(4XZ^= 0M

M]3C(B_$4L02&V\ZRV"#M/^*X H]I @\7%I]7_'$%R-9AR#6T"T64E(04'4&2,%"7A!;:RGT<40OLO/;UHN4GEF[?#V9UZ M-Q_C8^C77".UI7\!'$&8P!CW36K9"6@7, T$6E&2]O6 M60X\A,ZOW"E%,R8D=.5 W"[_\R "]>& .,P0QYYA075;N?9O?.(L1;8 M@:.)*O>M,?%>GF_,P1/5X%M#=+!<69WGXIW_,%_FR$7,_?5E+,DISIH7H0Y.5_M !0Q E3D#)2,QWE.'%(1L5W]>A.R-KKEU,S^5;.]fG59K^YFHHA&|833-Z&==7FZ; MCF4$H9D!]PV,G<4>G>)T$W4LMs!-,5HO*"/%0K,N^S57"1%B(O&6!<%'HT2 Q0PA*0B"2/81RG"2]M

*MA@^.40M]W!FA'6GB2@FBGKSE[(%1Q,QL@3<<+"\B]R$ U08"C^.2K63T-8E@ ME-:TPPA,O#Z:1V#TD&-$N*;-^*^U"CQ??5/_T?>#_5U[(;"@##% 60(!Y!3]M3@$,D!1EI51!7RZMAK"=I10ZNMO0C5K"5R4UG$7+,$SS@8%E,.8FOGVT=4DT M7S'563K31DZ7Q#V*CRX^X-@$?4Z:IB\]T?*

*ULM1%LD,1O<&"4#\9,TINTE/B;F4=OPT0^[J>8!\7UGE%"]7*B_LBY)!VM%?M@[GN+M+---<9_P2L;49SP&E.0$"QVE!$U(DS"KCUY.:!P K]4,"VVF9GTM4>3W9,;8VN MF<*"Q.S.%BA.SF.US7P"5S \&1%K\!/:%U=P#DV/\SIN5NEPI.A+/4Q4\!E6 ML3M,6 I(DC'=&2P%%&4($")1S&(B*8!MC,\9.]'S",0]FK>-O43=U5G>1+RC*

MW)9=|N5\3NJ=7UL>^9U#S\RX>,#$SH8,!'4I8U??>!/U1/U9B0M2>3(&YZA, MJO,71#U4[4L?]WWQT?SV^ ?YW\NZ]6;:.$IHLBQGG$($$)QQ 21,5Q2<$P"+- M$=2NY0BV>.!]

[2G_5>AY/.RW!<[CL?]9 M"(?_A!3?B:7 &[U+T9GW,X*X.>% Q"4:0[MAH2*

SL]\C_Z/. MY7HQ_VPZ4[=KWEYUM9JS5!0$460@!10PEDIBC*WRE*Q92!T MXLH.17UQ=%BR6FL&P5*"M?H'<4A:M@;_627*'P9*"LR4]JHES!.312SNO8C_IZM5A5]|>V-:,RATE6M0]E-&,$(80 @_Q350PG$A ,LIP%HL$"J.TFDN$ IN=CG2T0UVM0)1M3|U\ZMVOTS8Q:D/((ET3Y%SC:1A($BU0ETA&6 9@R#E,B?M;3*G0_'96CO M8&UN\ZUOGO5@.18F|/LO\U.>'"4[R^2A#6KWSH:&9QWK?D?-3(*MS_9$WGF< MOC]1)A/-B@*1LRA&<-+05=O%LVJ;JNV/]2BGP*FVS8V??:N1!2C(LZ5@>9, MF6HH

%4&&U!"LR(O,\:D4;JD<'-5E=S$&U94,J[82)JN;!,?S;&<=RDAD#'-MSCH^&3 6[0P\ ^36KL #4':="'RD'NTT8++.=)T$++*3:ZQ1@\YR;RZO6E$+Y MSMT [-T>U;.8P%QWEP68YBF*

*<9X $@L!9)%(G'":9ZFP\5O/DPIL!C>$AU&0 M^WWYG;OPCV!GYE/Z0<3.]&W'IZ&<.]G6]H^2?79;-DV.V0FA2[^]RP($%M#=+!<DQH^SWY;.@+J#*1 TPL\X^\5'P50 K1PN%0A4![/N9UR?1T&;*

%1P M 6!:$$!1D6B+(% ILX);Q]\^N0ML.G9;6&ANHY;=K[%8);=FW_X>#F&P>M3 M06X9M)Y$^V:W8\@.M\.P.!ZIL';#<-1R/%%#$8]H>F\UXH.W)V!"XA'6\^U) M?!)Q"$?_$/QQM?

SQ2:Q6\S8>WG1^ZFO$RX+&),DH.,$ \@8 @0E A0")G'" M,B0SH_:=1M0"F]&>?+2EO^US9A%A7<3,{.[TB82==1L#P65DR$4T+()-GZBX M19I.7Q&[V-)4R-'*

\N(BTT65IO+LA93]=_I1+,1W,MIM-CL^WTR'<[/9)MI\>ZXRI29.Y[M-]CVK3!EJSZ1" NBI':DCD,%[OOH|&J#)Z E KN\HNKOH M,VL?>D))>^UZAIQ9Q/#E07ZEV2>4?5PNR8!69?*

*U@V;2;K+6W:G+X9SA-22*P_M=DD* $51 %QF!2AA0EA"15*8S4ZW(1HZSA]8:$//@8EHX"+Z,O!AVRC&!;_*

MG[LW;7(C1[$_T]8[=]NVBPQ$P<"Q\ZG+!TULE$K]4JJ;INW/M!P2MQFDMDD M4ZJ<7[] 1) ,7D$!'"SIFU&E4HQX.Y/$ YWAQ^./GQDE#Q=|\^L!\O>S/22. MY3ZID!S7*_8 X.8R*

*N8$C681G''^TuS'Y36#HR3TMC MB$69?'<2Y6NTP=1857!2MNDW!C3;(;PB#M@+]3E%^ 1AF$Q'&"2 3=)U@/$$JL5?]E= MFCK2 2WK+]+E$,FA(&?=2A0?(\U?*08PD(N?*

*=$SO5AF)_%I;I5B95 YR#L8 M41EZ?KS@B8,4>W$2E\^&4OOY\;V5U_9'YW)>XN:*SU=3XJ<$I)+"C''7QL6I M;.P:5^8G61)9550PY=6D[PR=Q.JJI9]MV1]A0RW/H>-FT$20V4\|=>(;BAL/ M)GO5$3V? ,.5MHUP0*Y(|,+IM[S3@^-WXHPSF+5"6CYNLY21)68N_^)$T@P?A496%/R"'^B-@A53W MV.]M?P ;BO^I_=OKQ7RNFHIPV_1@^[$)5A56)4$*

%Q4#L&8Y0?2@&'$:SL% MF]'(=]R.G+V@^:^]RW'6L;?UL%U?4.53M5SOO_I>=STiLQNXWEV'$?6WI; M0%A(KE;4%Q/IVCW!"TL)1_E126XLO<$|_KK?%>'+ RJWQ.G_S0

*7P*ADV(, M#\U";,:K;Z_FRU^OI_KQ?*>[=UJB|RHW. RU*+ MPG-NC!/=U'>"/2]L<29F"YLH;&_%FWLQ;;@R.W/+EN]<&3=L':;!+XB/F>570 M!\MRD%D6LAX;:?(&_,2.-*

I#&C>K(XVF\H#@>5N/W>)(;@F__$+-'>S5G$_7- M_\FO[(\)6%="0Z!Q+DR?GP!C55M4^1S52+)"E3D7L6) 3PDUC1?%W;?S)7Q MZ%O>/,N,0E!UTRN)L?+3,0Y-!6^R+4O9AB<;

*ARML> 0(N-T%SS)P4MJ,3@$ MD6>?P<&E FT>M?QA++#NLKY2E.-;58);E,BF 2\8@*454ZE1+04B'A9-OW5 M4]LO+:V-3O$T3_9@<4#1"0H7S-#4ZN1(D')P2();-L+?*

VN),:,&.SO^3'P]<M(3L57]V$U1;<|+4V;7^RL/C>L(DA4J95X"44-GI\"PPNPM(LJ; MR5*G%%*O6;(N5!(ON1XYXQH8K)0=V <]N-T>'PVZ4|H\ME_,DW61^C(I+^ M V9])(XU:-*

*:)YK@#9WU@:!H\Z_5P0,"]R;1M6Q^\>;,3%MFV;U:XEPMR&] WM-MM_]\G*Z?/IEOU 0K5E64,5 C40/(H00$(0U]C!ABNJ1*N ?5?:FGOLDSG#!# MM8DI+.]OC9?<|"VQ 3]Q$/!;?U?*

FUQV'F6I8S!],A$/(/"6\GD9" M V/+2M;RTC7TW;1!L5'6#9HM1YEE*26"'K'ME$B&Q;_C(^H7H Y%9# (];WH M>('F4'GW@LG!BR2^2FTJ+ NSABQLL)@3]"HS4\U+

*(!00NJ*2E673LY$%3*&

*M^OMB;::>0382L$.;,V|HV6N3D.C9]/:%X!@^:T<{8@S52<984=1A8N/&49T$·M/XJDNCUU;7>+7QY7T[E:K6[%/Q^GJZ;B;O7+4^]OK>M5*YD+"FN·;]1$4SD@·MF%&*
65&4K"Z+RN\$]F4@L8+HlZ?8,)3U:,JQU;2]7UP[LM41=C?MD1),/WT2·M'\-L.[SCXOGMAL_93=\=GT6\/0LY6G^-Z.//=+
M\%.7:8I0DG;O20GPRRLW>,8(G)0@)RPJB=;19Y,ZH.2,1TN\S1]J,>"/ZF?S M3ZL)YT0652U C2D#L*YRP*B0YJ^DI"71M5+,.RR9U(IM8)6\S6(Q*%FUDI?%9 ML|<\]Z-
>5&:+G\#\M$GXN_EC,'E=VRN_<0.1R8$,.|!,:>B8S<=5F'=U6,9@IL:Z_HV;4=AM^ M/59^=~>8@~_>E+NM-:Z]N9=D>]:H?D_ZCV%|:0Q9=/[V|5\MOO%?EXN?Z^V
MV1>,/TV(8A@BMREY!0F HL: $P8!K93$I?E[+IQFA%V@D]@F:REG&|)92SOK·MB+L/:AU":ECO193?3]D%BNXUM5!L*"IKD/KCC;@U4&X_JQ7EX^:.54]]V[K·M\NVN[B>\HIP*G0-
D*R1@6>2 5)(#D0M12JT%%$XS#-S();IO'}DB·K/90ZT9 M1T3=/*1X,/EM[+TQ6;V),#O:\;PA-QDC>4$?B(WJ_;@)?NCU.#X5X.W8=)WW·M\]5ZV9ARK3,U%9V\T Z7OM.?
C*,EI@_;*JW51*L;XL(/:HD&PW-HG8M·0%!I9>]WLD(G9>^.A_?$?ZFE2BD(R!2M "·,.=V0MN#%%5 H50P:'2JE).*N·L·MA7&B2;_?_X=OY.@0*=>8T17R!46+.GI9O
5%&/&B*RVOWUKX^SJ?1AIN[F6\OC|MZ69$UTG>·<%E1!H6A(·M·3;>8,ES4*N<4"XJ5$FG'F1!N$F\81L[>]JSLQ^4^:!1=M^:6_J=5|@:,IR_M6Y:G,KMO&9X.9%$G>#7^WF)2P*_U&
[?<-!.&5GN_V3"8W9C!D/GXFOY$GLWK#,9CR/\,7S3V:=1TPTJC7 .,2A*8_A! MPFMC\PD)\JIB".6;JUC'S0@-A"!N,*|&PHX(7GL]I&TG_"R0Q-+:OM D4LMC M:-
OC3LLAZG2\+LI^$KDKQ B]E'-;F-\M')7L700?S:B63·MM"]5!D6MM3&_06,@:(*H@NRQK1BH:58_DSDUA;]FI4.E:RMW_8@7*^G:ZN·M0MPM3C<6CG[:]0#"AJ^L8ZP)XVUP[=
<@C#*,.!RFZ/5; .P!A^U6.&CGZ[BN M6/.*)/_OBYG-N1#=-]]=/'Q=E<·ETHLRYK+G1;KBD'$'],.L!0+D .H9"YTAPB MO]I35\]H-
5N/C_^=M9P$Y.HI8>BHOE(#XQE";,@F:AKG+5_,S'PGNN,GY_O M<3(_WVN!,%W1KFWSX!9S8X*]6=RSZ7RBVO\LV4V=DD[+V22V;0IT)%D0P;3NK84Z!.,/-CD6X M
*0H*RP4SQGW&OWD1C9UQMAA2YD'MLQ^-"F4MO1.+F8SMES9JX*V#. ^JKC)G MH77;X?$!\]OR1UUF# OFB]:.T))=XJEAHRW)2]5QYI+<23K/G"7ZC!UH+@$Q
MW(GFXM.!+1]:T:GV>G,3$'CXL[!Y*8((@COM_+#Y/9O23 L5:RN F>HC4H]K^ M"Q^_LAM+UR; +OOWZ?K[47> U7Y[(@-U5|~ INXPM.OQA#*1%BMWL_%[%$]^7[^
MEBWGYF.VPI_F6C,-D!8:P!)AP!6AH(*5G8RL2]V=;>.VW\LWVIWVU'JEK]|*.M^:RLM=%6M%PLW(U5\C+>]Z\U9&5.(*@(LPW'F#2O'N4 B1P*15%-=1DPMN4E MQ_^ RNW7W\W?
5&8,3FU+>%K],.1*T AHK#<1 MNSM0M>+ ^ZY,8^:8=C;L]/\M)K*1F4NYK?+ MI=6N3.%%JVC?S]MDEWXI_=XC6_;+B2@K7E&!@*IJ"B J.\!I60*JJUQ63%*J M/0?
EC,2YC^8+FK*=;+1A[@:,2IQ#;-O?L27#3;_&QQU'6E0)\;&NU M#(1WNL4JNT:&/|+)-1;7HYY,((^PU-K;)A9]#_M<+>/JW8.T!?%_MK91-8U5.!3@C#%2C^Z^C
\AM3OSM=VT:LZHLY@J>BF[=I3^!O M\V:5YLB>2 YKPC@%2G %H*@H(&5I<KETRTHS5E;(]Y5>;H;'N)D'#6^V"=^6 M.;\C)_E;+"A&-I;:P^-8?5X08R>>0\^X@7419Z2
MXHJBR+WE1JZ(/"7*<3GDR4]=>:/QRU,O>M$$))K;M8)04O-2 5U1LZ_RO 2\·MEB6H%&(YY066RBO=^@*]O!NM'W1L:(;=1%[S#,>>ST2?MO1&X3P ,FP.+'#
MFF>H/4\PRR@OM26;·W-U6:89(ESS$L- MBE(7MIR H(#'\HF!*<577I9"02+YUX2UM:F2'F402Y+_GPUKQ.'K]=N\!*E M\KS(2S)Y%'$&RQ96[·GQ=?G599ID2K &
<_^)\>HM3W*Z5UMY^A,!.[MQO9O0 M4!<9Z@6&-DW3;$A6B X74>^KYFG5"BT&-M===4US=C+RLF0UWX5G_WEDU\>=<0"9X3N0^$61@D7T%-G.LL6 M4)MY2H1H!9A[BX]
<97E*L.-2RI.?"MQ.TV_SJ9X*9K9N6]=M9R?9=HRVBGM; M%,P9JRLD'"BYJ(TGA!E@6FF H&25TEPBY34!TXULXNW7!O,.CL=]M3FZFBX' M7Q[O]YGO[4L=2"FY$QU46 M7D
<*1&_IP_M E;::2*R+ #<I045HBQGN8(U=^K1ZD$SL5HF/XWAA$Q6A(1Z'$'R\)?B@O7F(CF"%LD=\I-ZT -R7&H\I\=/MCT_MQ -1,2 M#*??_-<@3)3+|
!]I,L >8$"I,YT:2OH^H+WDS(R_G2ZTLZ?]-U)^YU\5IE M#039VF"0=2"8 V 'PTVV 2+KD,BV4&3]KV4W4Z:!(_OZW_"+&93.\P(%&2MQ MZ+_-%S4T9^D%OWO'[*B7*,%SY&&|1!R&;
[Y>,1=7%O>UW8<^J!]JMKDY5(0C M42$,M,02P$(08W$*!&B--2[*LJY$6&';,W4]I.6U,'%H3QW=>Q-@U?"'"J)"!7=:T94[Q$U62]6+.9VX[=6]UKCVYI.'lOO]I',M%= MC[" ^>+
]6+AMT6 },3,

JKGA+_9$'9W9E_B,/)WCR=KR{42ZB|8LY|F>PXMOR7?*|_^3AGP|CV.Z M=GQ|# 3W3%E;K^.-:GY|OZS!M;E|337F3.5:0]DPP 0;KP%3 7B!J.VBPE56 M*)*E14#K5Q?:3F;GYIZM;?9M3=&[F30X0MNLU%235QW]7VQ*28-_MRT-;HQVUf8JSR%ZL%PG.75#*F<0+G1G<;]WW"B'387X;!Z2F@G$)$/23A;. M2^.+4@)86N1 EP7F+?F9^HW?*

\2;!Q\]"9HB8MZK8IP{OQ[*N*&.(&S&C'G<-M-6W5;IZFCW^T/Q;9=?@+2F20VR9^B'* 4(\ %I@#]/"'=,9EHHI^0H/(C M?S,YY"/J&$DZ3NZ2EA>/K__N@ X;H?%@\O5>G!*291PA\HC@V{4R,)2*VY| MN?QR+;P%'TS"<%]MNNP,;PF/TC;\[BCPZH2S?^9;!Z^WE:;U3>UWOG)_5# M+:=]/Z!XQE3*9($+ $56&-N:0L 5E4!*F1+69N8?!20,/(CF|>.F>0/PTTB M6G:21<=/LFX8,K]V'/FY?IY@N_E]XT'H9WJ/T>LX.?+Y6FZ2I^OX>?M[83!$ M=MVM!U6(XI,0)SF^,'[LIQG$E!2<,!3 MHK2F,,NH4UF/*\&1#4]W7CKYA'Z7L(Z-Y/OP\)@P&!U\NLC@1#I'[CBX-E0G M#!2]^=P7YJ1]-K?9;AK5QO9! M?%Q_4NL? KE1R\IV2WR85YL95XI!#7.@$+=]S#0%)2M*H M"LE+3HB34 MQS=SHC]Z2U9M[NQ1I&Z-9V';7;5<)+_ O^4@L(\Y)@VZ0NGE@T8'R=;O<,'JF M*(-(:E:0 6,>702_1(SI8;S&E!=U*!"83ETKOYMOS2=^7#=?%O^E-E]7\GWS#5*=M)$3^^O\NZR9J9!J>^:.?M!SP%N:+TD]"8I2--,ZQP2\XN7H8G)W,CV:$_= MP-^E&S3<)AT?=\EQFJ]-6:H/W+S9J$_4S(^A|SM(&*5^//#?IWNF: MDZM>CU"7-*_OTK!3RT?S,+ ^R2CWRQ?Q+)$XPK&1):4 8*@E. 2J@:0A(!FO.R M("G%2D&?L\TN8=]6VX'&E]@N+GQMXGLIW8[:??$ MXKG7_8)$T7[-1A';C23_4J8[X?S-;9+/+:]@XQ"]03/%AB!:3$ M,'K$[*PH+W/ 54D!P1ASF/-,Y|F+\@T1&?M3RXZL[9;O.O-E$)UA[8LEL^<7 M%%]QG97019XA-33W'ZB@^=U>_0:7GD0!783K5-#IVK#]!QV;K^L.BDT"[_WR ML.WNOQ2KMFLE'XV3*[;K]7SYQ5SP8;5<=[_]E57SJ@GP4%G0,A5VJ(F$ME<8 M-SNF3D%)KK(.!8I$CJ,9G3.1E9WRV?7XG;'3!TC/\O6+ (7[^FX6=O@/KF? MN8D$MJF/;"N?IS=E6=;V/..0G61A&_$RD+[)HVAD!GUZ$,W2%@:,8'4$6#MR.17EIM?

M|A+,#D/WD8%B*9_D"L8ADWWRI3VK%_]$YM56AR_C'&M_6TWS;F]TF@&*.G1VY MO;UF2*>JQ 4&)2\H0,(64V%1 (VIA#17F!=.DRFO$1K9QC2D=X6$. ^))0]UW M*G8/6-<#D+$@\#,8H=(‘C,8>%NV&Z=@]"T\|(‘M8O/,9V5>N#W,?GM3&'/*4 M?,O6MD|(U=9_E+ @*=?*SH\M -+*9DK(U/Q4HHR3C(C"*T9YF=B M[AF?[

‘’;8N_760Q>SH)1W!+B\+U&O62*M"/W$)ETXQT6]'1?)U0 ;YR>S9 MNCV"V9O7;"F`>JFI&4J4S2E XQ4(<:(VLHPTY MZU-N6H(>B=!74!K6T\BR>W[+.QOPO,/A!ND@[F M?E]98KJT;S=9CC*^'6\);NI-,"C[&=*SJ1!{@|&PDASPU'L*@N74J0I,)#|+HVWR\&ZU_K32FS\,B9G"6A$((3 ;FC8% M>EQ1 2C/%4R9.1RE)*!3U 523MIQRGK?++*JMC7L^WS#*%K;0,.E:-CQS M-RY YF8Y0A$(R|YHB25ZM4X^79/4/W^C7Y98"1P7*$R;P=$OXED*Q\"E$9O(M/YBSUON-^E;-D,@+ C4"YC!D!S% MQB7-V60NS%97+_O;6;9">SRL>U(M3U!P6OZR20#@:.O/PR<;-@R$AB^$QM..G-JW@SKX3-+;YF M9IYRT03#9$]!3 MC^J5M-V;?0O+FF<'+;:8;59_B8O37\|/?WFY0#@@H=T_7)|A;_] MO)}>?IW!_GM?EI#_]C,L9BM2-$]=H&6Y_W/[#W^Y6/7K$E8(E8[+=_B-W;\O MJ$R6 OBQAGF"+4_[S\]MXI5?FA6)++L[_Y %<2_G"R^_8(?_$L10OFB MDT8GB10+;:,5R&-WI'?<9?W=BM(-,:29&2T$D#*XDXL)'X*_U-1G(NQ5%D7U!M M*M67M?EB&7[.+\;LT63LE_/+>$.S5\&Z^XU?OOHE?A"\)7Z.SM(_7>;DXK.&K MJ:*"Y+9J07)__@FYSK!

*<0GJWU;-33^_V[\$C]Q=O81OBZ6 MZPE0+[T*EFAJ.9&)2A*\580K[T36U$5U'&;O6+@7#GC[.#A&GHU X@.LIXOT M>]Y>X>$]848(T"D2XP$9<"$2I%F0:!PD+{2)$JH XLJRO>@VH?#X,)_]:#-=:.OH3 R)(4\@" NJ$B"9IHK&E+VK.[I<&WE?I"0|4/B*(F. MC(K7_5T?29F.H/?-Z&*-"%;0D:9 M8,I7EIM?

*<$FM\13]9%"//U[_X4)IF;G"32;OV+>, 92ASSDBAF(#)7]3C M[,%M[_9"@6X=!4=(L@DDO,4@?HDFK!/\)Y0_O%OLYNOEV..9$P)RJ/*N0) ;EFZ%SA,E M?OE^^7GO?

3[ATB<.N21)QX#8SH)8(1U)+GFC6>+,U?!!;RS<[^]*/A-4'"C0 MEC#1'8WOEQ^6BV_3>82)=ID':S/A;/6(C)R2 "@AFCS5+$8M=:@'C&NK]T-' MPS>;U43;$D0^+%9K/_O_IE\

[U\&EQ#LDF@0; +F 2*SQF2#&;39<)"!\+'PDU!'4;S>BN7RXCFZ$KL5(BQ)(L83B;/)<#00;X"&S@BB\@X M7%ZM'P :ON(4(6'0GH\BHAM# M(R>*4.0:FNB+KQ&-OWK'_&+GY[=-[_]:'8*_X=0 M[_;DN6~.7).4K29EV"\&!RG_-M6[8>!AJ\DCQ9E$^`!R\VRB&O[E<@C3K8 MK"9,9>;"E23&Z(GDR!:OT(U)2$6,-.6,K$V"A(,P_]U(F99(V:\?25^$&G^(K*" M:)N 2'G&7;[T:SA9+,\FY9E.*8-QKC,*)6&17EXO2KGY]-P!LKA2GX]18% M(P0]'7=7?66Y?E!H^*;R M<.$UDG[!9KJ*?O:_P"_?X'=6$^%\D'BT$2\E"L)817QR&$6#\C$!,]K7R<;__MMG _)*#\=5E#H$UA8EM9L&4"3993RFJ.E!V@*%\1GSCR1,2"YC???9?H<.?2 M_7#'1\5F';&VX5@e@&TL_>SM/\:/_@;;)8%Y#2$"H[Y&4=5ABC69$: U&6:[= M]}'^9*>2})--L@##[?T&4@4*C

MDLEP7$;V72OWPT3#UY951%H-%OG_ZRPTYOL-O"%[*C1":?KR#A%ZO%)I*Q?VO M?E9*R3'0@O7J*OU[ZI0?_-0J1=R/H_W(^N_-BIQX_W72)<.50^-]?C.=XV)3

M/#D6VYJNK7_SL76>PQ=AQ)6_1HO5BL4ZSF7+DHK/89/(B#J949'REITKA4DI60$_$^] MS.55"L.!'Q_"7NC4T'<(YY"5ZG?&<-]+\O B%*I9>?^3&L,PQ[@AU#@,T-#9 MBG!?

#'LX9J1,BYTCM'LK2 Y1LP-8.6E7WUY,4_E/Z__N9$>D9O5B_=(O MEV?3^(9<&D"*5>]-6D MZKCC[L M^+'F;GA;\VB!=S6A-V!;WB,GON1]OP._@H^ED>KL_<*.G%-

G(LA<1^(IB80 MW:(E+GA.HDW.9F^9DO>](QUT(-U'4 LN;Q4(U1-[QAZBSJ8GTPQL-M*'+?!.MZQ]QMDGY-G]?+-+WZ6PV82($YI@A7I169Y%;XH-Q1 A+HY$&I*A]]=>'KA9<

MXRJ(]J2$!H!U3K?(":7VS3 E7)2=8<8_FE5$2HG;,.0P)X,Y.8X> YU$ &=@= MK@*0@X39 @N^>^_+^9QYZ=EE80S!OF7&H_9@$@,*26BM198$2%;GG6HMD4^V;V[ZTC1LE#?

ZJ/8B*&K \E_BZ?CD1EY MTYI$SMB2ET:OP?A(LA(V)2B=L;6C\MLI:09,1^GYCN?*(X1^,'2^P3(LZH%G_MN<%U;T@)-U=T:'I/H@ =BZH0O G\2E %4C*>N+VO*O%_-Q.S+C'W7 0JB#Z

M!@S0U6NJ[/3_[/@^39)GA,6DBS\X$)HJ M*F%$2)5XO19B67]X-?7O 8!/?9 M6H;&%R4GI1 $XT|+E#(8DR8,N+M65W\S+_D8 L.]):R,JR?31 ,&[!83'(@

M+B"0R'@7%DOB>5)$*,F"BEDPJ/U^>N"Q-]BMXD"&ZDAA-W"!<(>IO70A%]W. M$80D)C-/I-%X@#,) "46N8|"&_M$1]XC|R":?PH<:+]:KJY@&@%.QOT4J&S^[

ML+QH78V1/@$!;TKO$\]9(2.@>QI"L,(PE[6I?7-Y*2#-^U'"(,EX!#:"HZ\B'-MJR[F)Y]A>?H* IICA-V [UVZ]DS7IUVQT3R=QZ>Q\((‘KV'*!T)-Y$1RZXG-PA$\KB75

*M6`7W#893^LQU5%y Z#ZL%*W8VE;$LF%]HDIM+++6B)5CL2F@-M$ M&ZD3LTFPVH[W+62,715?1\,W"WZ,$G<3#W*7VM)M.1 *MPR-N=Q1H"$U+!#'-M01 =HC9.I-

0EW/C9!S_%,."E_SI%+VN" M(M'9I%+@)@*1W@CBG,G$,,U!.IEBN*^[\$'OMK>3,N]IT$"PJ2'V%M 3X^9T MT[W<=#F=I5OJ$K[?#7|!MN8\MUB52+))QF#RPG5*FC0F@

K]:U$I,6B4L*S M A^3R:;ZG>,C21SW+FDHM VHI@90^!'6?C]'}-HOYQ@ZK"ZQ^PKR-$[7$^Y4 MX#Z7Z<49/->,0T$GR.%W<#=TD/1]441EG7EY|LY>

M,2)3!A*2QC\R=RQF[ZRN';L1-,X@Z?'NJT\7BW58(;$/18=/KX NM1,?Z M"C.U&BY>?>))NB_>P|53MF*D4F=7VKL|:SR1P$)/)\'P$Z%'GS03NGKN_5.T M8KQZ'X*R?

K_LEDU=O/L:EEW?^TGVQE'K#?';"MR;VA.G7'F2Q),@4LV8]>W: M]Z-L[$NJRLBY.[]HBGH:\+FN>;415ZXAMJ7Z?=3-/;=UI."I"AU-_]NMZO5!CEQ$/#WC2'2.5[]E2EQ

M7*+K*H"Q$00P6[OX^VYJQKJY&@%4!ZBA44!=G@-#8[>T-IR,+F4MAH23 R$ M24!2$XQ_E2.E*6ZKR2!Z MV.BX3M)&16L7ZO4@:.^PKKH%Q5ELQ.6'MQCG/=!*.>TFLQR-

>XM%>RG!8;_48M<7\D&U2R M6?'.M_)WD#)NFM738^D_\2(JH\WG.LLR N>91!!<&;M6!BF5RFGP0H.3WO/:.M'0B/GF\X6(K5TRJ4%4\HW$UYT)=+2*N2

A_ZDO.XJ7WU|*26NU]!1%+#G75 M>BC7E:Y>M_3YT2<@S?GZ(5EG,0.OC1SY\0Z59]Y>Z4"0MN$VMO]#E*.?U_<M?>#G4@H[84HE]!FAU2>NZ1VQ%+D+@H7&%#-8]H*%ZE8-

P+TQKZOOFH>+"$ M1SSU5LMU:)^:-G&-D04LOTTCO/@Q74V8X,EX|O@#C(/(TOB"A, -/ ,#I3M M5=F "UQ"!_[M AEWK=W(9?H!>EQ4%&H;H.C>,,<-31Z4V `"G@!ASF'2,_P6F

Y81F MI]S079%.+]FINKAEEH!VO-4U(3;.%)#A'2[<%:/R,68P=$"U^ MN9!D0Y..$4,X7B;9YU+:)Z0CIER76\|W>P*.4GE/1R^6X+:$;. ,NT]"(;WI@3F^DT1XA MX'8

\@;EM.]^\8_I^LO+S6J-X=WRO%U\:?Z+_Y=*VGG*(8+!F(]31,M9'!!; M&AJ 2.!!2/"TMI$Y@,QQ878<++FX'V6!*;@"'Y\U\=@.\+@17ND1YHQ2Q#K>H

MY,:1H*DA,GG#7/+I_KGU1W57NDY,(R=;'=-51^0-8.A MY>MRL;DJTR_>35?K"5616J,,_]Q,N\Y2'Y8+W%,KLM4F0B@?O4962%4DXX,P0RP**5 &7-*;$

M5>VF3$>0.VZ6Y#"8?'KMC=W^^78^S_EA$TC"!9<'R:Y,W^2<$4N#(Q-&5V4? M'SV)RJ,C&A+1N03K,I4-A%/%1B-PB8=;|<*3\;@:-]MS&*A6UT*,86D%(:

(/V^F"^NLK(#_OEF\IK3%## M85%;(K5.Q+.2Q\2I3SDRQ7+M)AW]*&NDD^B=Y]VXR60$D0$4\1)WB;/>4*N4#\,,.;^3HI$?!(9'5T6%-&&V]A[A M/IUD.M\@4Q0&1QSN)N!_|*

M<\C3I40)C)8%Q9"\FXT!J286RC!630-C3H*-M5LIWT%*(Q7S-9%WG+@;L)OH MH5X*IA-$SZT"(IP-I%31$DMC(CS$0)-TR8O;ENX* 8W4P==!R.&B;<"-]&G4 M_ &6TT69W;0LDPI?P?;_%ZFA+$0-%,I 34,PU"'$E;P"J;DR'#2(6/NQ_7BJ M&ZF;KWB_\71*;,"_GW6RI;6/6Y72%/WJU M*4]G6IE<[*1WD'!!.$ZX?

9521)O,D>%\,Q)9B)"!73=@7AIX!,F'3'9BE:$!%ER;.QCOCH2C<\C BE13[5 "/(B)GW:,0E2UR M+;$WX"'L'2F2!K'WV/)+$)^)Y+-LB0^JF8??:TC>%N3A,93WNZPEFE

MGG!WK_84[>\Z\EI_",<|,V*"X)SZ\A@7"|"Y4<0"343):*F4BN94.\6Z%V&5 MN\3Y*)4H;&)HHI%-8.66FQ/ .,5:&52&VCY;2UWBZF/A@9YQCY%W T?G.?5;

MB92H=S$OF[;KBQ4E$QD"$$5=).5%A-C(*=%:V"RCT&J 6=3W$-0(E@[0]%V@-M.5KL#6#H&@-[KDA*.Y&"(#(%0Z0MT]BL980G%(^AD&6H;5]O):01S!ROZ.M! MX]%2;P ZE[H#

[UM@1;NB-U)4)MO50FCB@>>%7C/E]).\U_:OT;$N)"IH-BI M>$ 2(.4&8'+'%.0=.0& 9E"\L&X7EO9_-H=$?,A.18WR2K7S]^\E:-QTQ_KP M]2?1%]#T\

(CC_1!!O0'9(B>E71N>YQC[VA2(H%]I$2A5U1\2>Q.W\LIC ! ; M1"L-P.WZE,,=%;9:'2V))?9>C*5 7O"-9*BYI$;QF7U^M(,*1FW2]0^D"K(MNP'4W'+ 9HQ-CF*,D:A#R5@EB

W!$;J=UTE!-OJ_66/-*O'780)N "+7 MSF_>;WQ#J;E'C.H:URJW#S+->53KX;\]-]@6! H$2$8$0Z6 ME=+!UNYM=^#@^\%.OJ>$TY$;&!U)?>>ACHGM/KB< [C;'_.(,B]!U3KV/LS\

M?,)S9BP)\X$C&(AA7>-<==%L3(SFY.]=NUT1Y.GQZX\;B3W%, ;?B%CMQ"I M@]FN(=:"MO"5IA36:T.AEF<5HB OXAX^&6:G!RNMC?A\'MKL6'C?8&QMK5=31 M@.]U[U;Z';YW/UI-

8O;:R5",M@4B 4]^IT.B.07.G4/75M5N3-&/LG'+&[| M**VKJ7;QUVVO"Z;<|#%Q*+7.0A&9,")6*DN "8@@DDO0^U*^%V'CEC8V@+X-M]-0 ^%ZD_[W9]NU8?

*5]<\]3#1[; @NWRDTU+RN6NUA])=3=>P.|Z\E49IQWR6 MJX6M6;N0N0^$"X;2]5'CB6,4R4$RY[T/PM<>&/KXFN'!*C,:?$H>'R_V(#C!U M+F!Z5?V53I&HM?5Z.0V;=,F-

_]SXT&EAXK@Q298L.E&>@VG&\X1BW"9,R%9! M:792^YWB2)+'+5M]2E@^]6X,L'YW78PZ[]@#;9%NC_YV< +C/:I)L$8PR-(% M7SLR.NJ2>K#:M09N]1^CC"/0%&/_ZS3(NN6&5(-

FH#4090TG4H(DR(DFVHHH M-0B/C+1Q1SU<4=S(E]2/44%5(#UMVBH7?7"(E@O%B&&* MHE&-G 1F+CQ%S _]0ITU83=/4+||^^1GL"F*Z M/'2ALK1):<+++%Kf'1

OT(!&$JY1,U@)7M9_M[R2F$>@E])I)2;)295X 4\0!!KM>^FQ "A_]/$8\2-7(-M2*]C_NN@]]N+L5].WZ _N/C^?OX^X]K3^_;$]8Y+.YTZ\P.WT M;=L*;._XF1RRY"@P.WW >-,(-+M9DY1<

(H_K3]V_O*4A-N+!'(F<B]?@0RJI M#1A>NNCG*8[.-!)+ ;=DXHIXSQA1WG)&\)]8'B/Z=]8 MKCQ3[@?"P16&/B\)=*\0@@-^*'Z*3I*59E"\N>TZRD]9Q2IT+):1:GZ_,Q[AGI MQ!@>'0@=

F-[>\^B ,5P;O1M:#B#9364QV1/M<5_K(0&/M>_7]\T',S@CH^> M0T8+/D;5#BW4C*N MO6P.@A74U0#H.FFMD/ WB^6KQ2:L\V;V(L,%!N4\25(&*H$1SG,ICP5)'&@@ MQD:

(,3DK3.UZF/OH&;> H3D 5E-= S \E]&/\|{LJ3Q>Y]1?"]6*UA?-NK[M4406O7"99;G&9^6>27/B;2RU^A083]2Y4'T8XB-I'+<&HCFX#]KB!B!\F87W M^^W:H+VWC M%DPT!E!5-H

5% MEKUK7A$%RD2RFG!T6=!Q+@.<2ZU29L@0.L^!F!]9E0^0 M-&XM17/ K*G !O#XZV8UG<-]A8YFP$U6U+H=VW:"(B\|(2C3Y4|;2X_?I53

M\DOY\NT<=^FF2\"X_9^\F_HPG4W79VRBL@DI*W3+D\03!;P@CCD@*6>F63#< MT]J6]XE8&[?PHKG]T2*@*K;/KMG+Y5P%NZ*5<_EG<,%2E+H7!N7O-$8026<"

M.H"P.CA(M4=U|:=NW*/YO ^D"%H,.!ND0HZ=C+UYP&Q5V.YS_$?X,Z= M\ 3. ,LD\S+44Y42E1P]23Z{(%BFYGIKA0% =XF@UOK&(\:#E5)RS#[L(2O M?

IKV%R$H(C!>>0*0(I&9,1(H ^*5\\;Z((.M/43D(9I;ZR7S1& /0C$MXVU; MK;=9%MEWUW&K20A&""X445GC5J+!D-"53:7DO!+>7/$A4:WUDGMB1

M.T0UK88.RMQ0@.Y=!6NVE200WDT&>*"4!?0,"K33>B!"C?9+0X1I=K?6. M->3$'\,@!D"'>Z6[%WBS6+Y#XSG[!.OU;'\N!-#%@N8NTS$33R JZ"L2S(C]9

MI(\&H,=0NRO&/>2TUJME$(C54L?X)VA7='&/U+I7UH//!C++5$RM(+ MQ(F+&O)E%/>L7Y]DA^Q;&MJ5ZIB;E --&"Z^F>D3L!E5%$O)3W>;EHQ,"' MBJ[G?

18F>;@^ZJT_=>/&ID^?FSZ$TAJ8)7X'9^6^9W6'(*-6D?',"36 %ETB MF\'B5RXJ_/RH0JS>"?#Q5#92VO5NR+J;6DIJP"KN/8C/BQ?QGYOI$I!7W%S; MAJ[K%_-4FIH)\+.\R\X?

965=]P?76#Q^-+3/Z^\H_TG(1@;KT99S%5%6K(PJL!$XQ1EWRD1D=9U]><+;-SJG@IW;N[F)^]?F.,E#;89^-F6XF"$B;T.5RA'E5[^*ZP&J MFO05GP*1 RFNB>S2BXU6Z-

]SU95+3(2R/*O2>TIX[$*BSR2(($@(3!DKF0NZ M=KK4/>0TZ2L^*?PJJ:IU2WBI&?DX.(NXR[R)!3A8L$6OCS)8%T]'K+R]DD. MX26BQDUH:0&

*(5=76T(7AKO':U:VEF!+!^5*6JR1*RAGB;58D2Y_0OC.A;/6* MZGOH&3>QI07TU5+6^'9PZ^I>VDV7;JANW5AO2TW,'+IN@/^8KK]LNUN?CRWK M!I8QS3.D;

(A.*%;IC2*64A0UST;@?47KE^84I>P]T]V!O^U(V;@=.]1U(D0U<8KI.&;?< M^_SZ1^R*"C^BC7_+\R6_R]!\)N?05S-/5;USZS8F1*H.(M@B0-97A?F1L)#H\C%1ACGD-

6M:M7!V!C7(>W\O7FV&INP!@?Q>QV!MG-G*HX MVR3<_Y?%NA7U1'HF7/*,,,XXFIM.6PQ/+JNL_;A2\U{!IFXUM]FFS>%U!>HKI6Y.9NO

M7]=1_GZVG\OS=IX7R!,M*L_3P*W+/B9&;$IR>V"X*!W)SEDF(\O)5Y_-U(-^T M<3/!*^-O"'4TX/]^G>-GX,8I0W\QE)TD4%1)80BUZ+[+Z#WQ"AT1(9FPU]"0 MJC=EOT;"V'-

H!E#SC9]QPV7>|&1V#;@M@>]^_V-0IN).XKR85W0+7&4<$X!-M^/),K7'(-^D8N2D]"(W3^U1%V!,%A/+Z/-MNM1LEK<7OIU-HK<2]*$%:(G1C68:=RFS!(PU)H(WW-

8N@SB"W)%3XX8!T&(<-M;59,0JHZZO85K.)R^K5\R"+O>P->);K?5-O;/ZC" -L>%%:;5?M^>>>+GNYZV M%]-RM],3/ERB_KS2K9]=#-*]0&-0S$B:B4@146&$1O.)1M,X# 8-9,9$[;>(

M*H0?W.?\&")*O^#98K59PF=4Y]^SDMSBN,*(6O*2XQ>(!#R"(^>B @"'1R9 MM.\=,]3F85P+^O1XOM'8?$Q,5/.5JAK<7_UJNEKDRIS[>?JT.3WURI-%_C0] MF4_S-

)9:O&V/&3QW/[#=<8GD5A\N'[5>!?-=CJ!*5O[F.A=!1BDX+2"2 &4J M=2D(=RRMS<CF3-NK +:]M<>ZFYNB+OOLD>[&C!.N9$>)HB6%4%F.E

MX":P)&+MMY)^E(T\UJD.2F<]]572IMF[HV?+O_#SS,P&_K.;,*W?74.1%^W M?U %P]2#PDH6YWREBQ/M DTZ2,@\,Z*T+?UV/"5..$4H]9E9Q-4KT^^CYYC MKWE='DEX,1[/'E8<

RLL=0VC[/HP@\UB#U6NQB!- M*D/;@3B40"FP,$(FRHRN;;$>1^&X)FLX;%VW80/]K4VCMFOPN&N@?) AN_X1 M%8S7O515,EB[}]IE;E2WG)]=‘(.%O:3+(V;RDD@1++!Z#M$R8-B

$#RKEVL/L M[B'GZ$%H5]O&/E>XTM;S5G1#$"I3= 9,[KJW1^)14B3S:$R*B0&O+84#21W7 M/-5'THU19T^@MS:M4JFX?K?P\X/LT<4_KF")[]"DD@TJI;ZWG& 4E#512,(X M!P1-

YL0*Y=1A-IPB:KPV]4=>WT/)\7/M+G_]!4*-CD+81 F5)

*,;B2.T?|TX5!1\FS;BU-E.MX/@-M_#R==QMG43V_MPG&MU"#8NE$\,9S>VC1]7=N +XL9*G"U[19PB"V[Y5,JF+"';*L5*)TKMNNE M4*Z%.E(_P]PTZ^C;@WSZ@D -*>**E?0N&B\;>

I13&D@*CA;G5Q,7E"2!!F\H M.M39UD[I/H[BHY_A;ZCE]\4:,;ML>2ECP-&F2>4GASHD1KRP0+Z6PF5LI36TK MWYNXD8.SI\/O'C8A#,BY,E'/YR?]_'5;!WO:D=Q663

M*8#!F/6XB!>N^3LIC7!"4.RG2L MK)O-'-")]?W(UX^R9C,O'X,2ZX9P.*4T4)QV)207>=P.NNG,C&>L9 MQM_@1G5.]S_!]](Q;6#L0K*HIH $P_;"">,OU:CT]O2AK-3'4]! -$)!4

M$1E8(LZ;1+C+%)3(//(K:F>)7*1BW,_5 @#E"R U+.%>NF5N.Q]^G*[^-]27R2.M,%V7KR8L6*&R1N=4!EIZM'/BG1;$1":"QN!E6Q<D^YRQFVN-YRUJ2+-'!#*T

M"4Y5/(1OBZ6=Q_'+@8GM*>H^H2',.,MX=B1*D / >NDZM>K=*'L%;TPV$ MKOHJ:0!GNYY.UQO]76.*40%>)2 :S2Z1TE#B(4L"(C,9@0E=ANBE^"!AXW;* M&\J*55=) S@K?

0OF^"LW]DOR5#/*#1&FI/]8 "/D1(D1-$D?M%&Y=@>2NV@9 MMY/;0&B](O@& '1>O'.I,/KM' 6T.,W8'A.MA3?<*$+++W -9A"%!=G&%M5:P

M!%.LC:9>A(W;I&T@:-5720.XNW/^Z_7]$V.NG4T$R4QP="A1_8_VNTDJGE$"T1N80P.EAB+<;&C&)<-MDZ)1CM6.(`L3U^]2E#XSS VCF[9!=_WO.P9-T"PD9TA$@;&(H!)Q*B@2J{(9

M!Q.IK-W'YI%$]@/A<+N;'U9#@F_RIS?F]LRM=I1G&XE//{QY^Q&_QS MK*;@]&%/^=]7]<0TP]@S^V2OI\&X#2/>_YUSG+Y9KDK"4N'4U^]QO2#$4# M'H76-

&/XXVHG_>GKA_0GMOE_D#;.0!WI;CIQO-6$M0[$8E&GP #'R6)!U^]_ML:FV4B1O9.U8]!8R^B'IN=WT'ROO!B#S9K&$ZGL+S.G1$6/0+T$9+31:,9D@ J$$&Y M9C*A2Y#]1ZB/H[

?') ;,B\& 6FH"@RM LJ;R"MD=+;H;GUV+3AV$4\R069@ MI2*PO+I%BFX])""&RIAULD"UK Z\!\GJA[;G[]O66Q\-0.SMO!N4NEK=SMN. M*6^CE#8DDIFE1#K'B#>4$MPVWB13/-/:

(,M%6#^8/;?7A?HZ:0!H75G.KZ4L MYW+ASONONR; 5X;M[F]SA%(B)=#$=%>+Q7D(E2D]B8]"*0V(0:]=W'D!F/Q ^MMT>]H?75 "3/QYW<>$=)21DN,DE2EH$YVA&;:6?-

HQ":1(4[!J+&S1(DH.Q"MJI'Q +\#K4QMEC>:P'O.?V@#"HIMHIL#KZU?7;GKMO>5<*/,.N]^]BAFGO?M1NU3M/CF-.;C;2(<T3TCPPK]>>"H'O$&$N2Z^IC[(9L\?TI?H&TF94DJ/[J

MV\=8] \O]4/<23Z]GW^$N%DN<:=T-5>=~%BY=8EO0.@5// 3B6R,#[6?7X?@8]RJO<'P/KK* MVSSU[^E=?_C9__"'#MMU?T _X''}T7UBC ;EB6')$^DCXD.'4.(3)7QFV:C: M73&>M/?

^-O2%R?2UCMY@.N[H/#.B!U'[SOD M,I]3%_[']H.QN-V 8#39PV.)97]2< ND:#X\O<$.L,S;K(M+34@BW'6>W>_ZY MQKNR3(:#64OC-UJ1_W./JZ6'IY#IO\)Y2_-N3A

M\)/]|@^J/X9BP!/\OA$"BJ847<[$>$DQC(F>6)420:/F4C0Q.EH[D']P&,6% M;>|SWN :Z*F7"A4O27(H!:F2(DY&06P4GJ8H4C:U17$,O>V.I7@,INX^G0?6

M8)MFZWPBQ.$&Z_I'U)Q3,;"1NF-;@6, >!AJP]C"D\@R3;S!/U)@P6A!,_C:-M5PS#3*NX /9O'@_A#K[O\[O%_*1(MZQY#K_^@^W.[1]4?PC&@#;HVC $::F(M45 B1,9SS(?

2UDH;P@QE7@:>--2^RZ@!"@,_K;02OGY.@HN6&DET'#$ME>C> MJP"$A0TM3PB\?H^V:!U?&8/N#FX+89'GM_ZVQG$\:\AU MXMG'2 P7IG013,2)<'$=)21DN,DE2EH$YVA&;:6?-

#+'O0>HBK1A5=3F,76S:?GA)]6= MGS7(R((A?>;CFL@GE2.W921[*=*3PD1BH3PSH.!T=*%"K5W1,?+@@G/W[B(G M=++?&B^]^F3KE;1-#5^7E;&L>5]O-Z?

9[UV^%8\X,_3\BE$1/LXQ[M2P+XM I M1-%I<++IV<1]SR.,>'19LSY'E9Q.>V.Q47^ M=;,:;SC'T?@5K/YT=%'?>^WD58L_^|%:*/|\O3_Q\ETAP94K BWFZ/)OE4F_) M3_@=N I?S:A.*"

<"!OT+R7@98T9+HR+E/,!9&%^[,7$5PH^VS)NPFJ:I7YZ]·M7VZO"GZ#!9=%*MU>5VQ_UIW/U%NB3X1Y#44H,06@F

M%J5';KIJ+GF=G:QNC"O2/VXD^O0XOF&&Q\)""QI.3N7N'SQ8IJ;..!V#5E(2·M'K+!(\2:TN^_=/ZGD0M'@W?5JZ;O(I?9HRR6D#=:!?F_^U/\!E(# MH%>+4S^=3[AA)D-2A*M2;^FT(J'4>20OK8\NZ*RK!WT/4M4*#HJ2_W50U=7% MB.@J3M_DS0*IY,_O\;C·M:?SD]_@-,;IRXFfUZ")1&-*X)B!.*H%44(,&9A+*

*M0<6'!7,A[/G]D8%16X:*N/!+LP..^_P;*$3UWOQ.UEVXZ11#UGAC·!2MUJ;0C·M+I5FB1&,<8%;J#Y]}YBQKTC'0A%=570):*&89_;Ok+IFB1&,<(09XC/^L\X([\ T M8]83%TK\KY@@/EM.@!KEK ?!?.UYBW>0,C*.6G*7CE54FWC;,4@Q%/<,B$@L8Y%*"I#*#$"[ZK<2,[QH=K>J'X7. W-L#T,[JBHP\4)>)L-*B·MIQ@9L;BKB';9YF!L=FJ(2XL;A#0'G$.4?#]T#!!X [HLGB??RS1"SCI;ENZ·M'07!AIB3/('0+Q47Q)4I6M%3G<&(F"]ZE%6"S:V$C/NDULP9=[R2&D#:,)?)+ M30*@#)%@&0F.66*,YUX, M%56XE]Y]Q\7!O0IH)?=9>]JT",>,' K6 L1A12PV8OQ."B6V'UG>+%V2REO(:.5JK!K$;HG\'UA63.3D257]·M6+J^1'X0EFIE(F'9EA%&7*,5CXHD+:U(CT0==O5+N"@&4)AC5L7*XF%M!29GM·MC;;RVS1!^O7LCU7I4G*^ W:YHU-8312X;(5T)"M7GD·!$%\.j"6+\$=_$IW5 M5!]";;EKQ2$; E]#**@)+\-T^7/X%,KQB(@>,=2(MZR@'R4ZB?N+8G=X9ZA[@'2[\L>_.!+C'Q=]P':!EW]92O?_R3E?ESG!;·M)C,!XR-XZHE2OL@]:U(NG4ER0)5TTAAVK65\KNO\WFOVPLY@@@F)!N)T<61E·R=2^\"X8XZ)KEUBM?.'WP4·M@?WN5 >,_/0TIJNRGMJLB.MZQ2_RY9H8/T^?-]>G*·U%_C0]F4_1!\6]>'-* MS1&%TN?[U[#?_OQ?+ES._6G5Y)TF&4B3·B*7XAV2<$N^X)\PH·X8Y·M+V3M3CV/((&\^A6<$ MI&,Q> R#]T\;?B2)(\]Z&@HJ_2%YM-X;@.7EY_R/TY,OZWV6%#-6F,21<"-#

*MF18)Q$,X&,1@2+ "0F;]>65&CP]NMM#0+M,.!L!A &Z/?9_S2Y';9(_N2\IRI·MY<;2G'6YD;%_K,] C·V)6\T`MEN1F8A7/6G#D[&0)'0\N$^+ MO/Z,\KTFLCWB0;J.I!X^>*5+*B1 31$)NC(]$,S?,..T9[9;?BIUX'"%OfM·M·E17%AS'/%5WTP\?8@N;WUM+)Y%!&XC5B9;B.B!X?]*U9)E:,(:/KE<)4[_=*

MC^F_'&LZ^H^0'(C*_PWM).GF],=X9IQ;@,K1]D,QQ(.;93UAJ@8!!8Z)-.O M6/ !E5]9=&2E'Z*R10WYC:UX_^,2X=&%4C9DB8)R_ 4PQ$MTH*F@E@43@;%> M#_X/*?*

]RHN/8^FJ/UA^#7B6^\9U+^(_-]/5M)-Y9_R8LQD0]G]-I;A>(A? MARX+E4K;8&.%KG8QRQVDC.,!#G9?5T(@C>*F?+F!S0O1\=C;)HY3A1N31HDQ1/ MSBR+!)&O=:I(KJ>\#I<#V,?*

0_RNGL#?#N/.V.;@!N1M2<< MRBE[@")TM@EP1.4GF$[>P8F?O49KNS[K·M=H4Q0C.H+A-5I>0OX$&\&#.*2HFN9?ZWJ;W*XA_.5E\^P4_>FLZ\(L+BW'+*

M@N.DYU<_9XX5Y<@HV%!VP8N&:8<<\1G4R;T.DY' A0'.E2077;\WF'(#T/@·M\FKCV(2CU;6H(+NQS?ZGE__^XO7[W]^]>]EO$,:BLR$+H@,:.06G1"_=H^-"G M9EDI*KPVK)?=O_):XRGY<.4L:DEJ\#CS!:NNOWZUO6*O0A&@<>$I\9'9Z·MZ-' H:TK*:A!>,1R3/2JGUH@V+RVCAE,8/<+AXIUJ!9 <:D;DV I,FHBX,GD·MD"<?*

4<;=48);6N('Z;_WO[].U>>=T#A0N&,?#F_G:YC·(*XW?O:A·M=!%9HAF=KLH[R^K_ALTW\)N=+820F/=,$L^U*I,9T&O6N(TD!$V%%!:I[W5J·M]%ZR%90W?T"W,Z5W1CC#",VVI*

6BY?9&::=4L$&+B'5OB8;D)UQRO@& MNVIK1?'-[H%+K]X>I#*@/;&<&]S3(1$?]\2NKN&=:6VYH[2Y_#]$TH#-=D ,L\'(5U,Q=L=,P:B=<8KD@+G9:Y'))XF1S(%3HVWB>K:)?*

5W$M.B·M%@_5^6((!32·I-M&RWW\],?^)H13AD)2Q&19+EGT(^@[9Q)S0A%YX:FI?5+?·M2|"XZ?>#([J>(O4$U3=8AL6@;?$9DX8'#R1K94MSS4QOLH(XH':W4U@>:,:S>;

M.;PM;O4^,%\MN.%W8 E>FQ[30Z*<5?F(2AH2S:J(<Y)+9"^"32"LD-5'6_\)·MVML^\A1'MK=]C(&OC"YO^>J=H(!BYPDRUPIP"WF-T62$RA#/8"·U^[5_OSM·M;1^EW?*

[M;I\CZ@:LUOF0O6T#UA+>+·.:="+O!"BQYK=&> RZ-NPW9\M($W"*@·MG;.·*(T(JVZA["1JG0<=@YUX]X3> I&L\[%Q*(W,,+L@R,HH2Z8$1EWPB/!H.

*M+:S%6+BVQW0K(2Q.W:VGZ.N!W-%2;P·Z2/[I8M[%#3LK*HV4AE%&M)81(Q'! M4]EUY&A&N.&)(6O751_@XAQ(5·!L3?K5{Z0<@.PN6O\CS4A<·:14.7PR.T>*

M3_)H+,&052K<0DK4;U=VQ$BNZDV·ACN?*@B\3=SL+SQP.Z$?]·ES7!-I2E_2·MX'_B&2LTXJ]RZF·NGMEHK4>INO=HKK1P+F=DJ9 NL·IX+(&P#.W;TV+EE1Y6EFUBMB1*

*0\^DT9_.W0·M(_31&Z#"N>I37OK0U53]3QU055?'J_.QCY^M]=+/TS25%YH)#U0:01/)@O(R·MS-%&9I-)_ MX^Z.SGH&\O)OZ,)V5Al;-LBAA MXIWE $$3ZC0*4]E(*

J...&HX"_B_*._J#\\/T]74PV(=>U==':>.;N5"\W3? M;K'YNIBO7B(!TRX9[8._Z_+2)DPQ]!NT(L5Y0('9TIK#:*X,<%8Z;50/4W9·M@XNU]0)0Q5[5%?#8@-D3_6:Q[(9HKDIV(OX%A;?*

<0/]/QGSO"K_Z%:0MY>,, MGV^3";BHA8F)""LRD9HIXEBV!-#T@HE"-EGYP>0[O·V.HI_43\B-\·M@_D&/D)?U·MV#"@CaI*

*X(O9;/'=SR/@/GNUV(1UWLQVDEQM)SYU#\G*HMMIF2"* 732 -+.3?HM7$V2IAP\]\0Y*(F1R:"X MO"!ERR1KLS37$S1]/,#'24_5#VO9XI]\A_;B[NY%2YOF*V+6I[U_K&))U'%*

MV'CK=:6]|TL]G0&Z"'/8^;(3@!B#XXYX $ED9IX$[RG1F0:G5)26VUZ8.X:·M?KC[L{TRU%#)L\#>V_ET/?6S'7]OY^BQS]&{62P^Z_FO31*/2@>IB' *RO4A*

*MANK4>I*2MQC%0Y*A(A9]4A4M4F_C96%X\^XQ>H!IS82^]^N>;PU/*$#SQB?#D/GI2)3Q5%AFT M1)M4LG,"_K\'"'%.,RN#%([JF 2&'}/3+'*7Y&+Q5/HXQG"CG$$$PT#\ZE*(BP*

*MAA%T&UBY&=?H]8[(W\^&VWI-GH\@HA_LGM&+Q5,IY'D"[\UBLYQ8*0SN*HXN·M*U?;D@Z;4B2.@U>)1NZ@7R[)X33T@]WS>)5X2G4\"]3MKSXN__M^^G\Q=>OR\4W/YLD**

*]}G7?&BPS^4Y,0!.K$^·0F020$C-Z\'O?F+ZX?!YO%6, MHJ"Q ?D1-8:K?^DR5+_!,;%U&S\A:Q%6*S;)U#BG/49+D$HO(FTQ>)*2"&DU·MS8YQYOO=L#RT4C\H/8\'BOJB'1LGCPF[2]+?*

Q·MG30FP4Y":#'B·5E6E+0[AP MP3!A7+S>%[""L4=9N1^.GM&+Q^"B?Q:X^@AS^+YC+FOA0U&9)]*U5%0Q:X; M;.U]C%0+ _+FLAZM+*_?#U9_MQ>%0T8^-JZY%T=O5:@/IU699!-?*

*= '8MME?,·M[!]9+'N)8 (Y&8.6&0-H0+Y9]"0XFTE29<2>MR[8GIT/ZQ'5#XW/Z(UA+(6- M#=1',9PWOZ8#)$Q2(19CA&W"PDE;2/)W(!R5 0O*KXQW$5&/$^V1X9JBCE·M6T/^>*

*[PB'B·M?Q;HVKFNYW_O? W%8]8Z9Z(-*Q(-EGB*7,,HD\HZ*7V]?4V%\,$*"?UZ1?S9·M'A2.5L;8D/N]&VSUY>W\@?#[!8^O11JKB761X_]XHJPKKR7H.01N,0K7)CI. MD_;IGSE[I,K]*

/,:G@&X&%7T#Z;]:,LAT_^Q ML[;_PASR=#U1QABEG"9.J$1DH)Y8AS)*-K+R8..3K]W$[0Y2^@'H>5SXUY1Z·M_^ Y$$8·M3Z/58/ROO]S0 \KD/[L?=3\[_^HCY)_*?

__X^/;\Y\.WQ6RS^@ONRNV'O_'3 MY7_XV09^ [_:++>V_5/\ FDS@T7>>@]^GO;ED"BDQ=Q_+\(KEY*_^M5T]0K6·M?CI;765T·3W].GNP3KKF\K]<2."Z;'94W(#EDTD#?*

JQACL#Z^3(KU2",!&V!E.G.@>0\;K7·M\/1#!',L\>,V(]^&MQNARBC*;<"3P!C·STNWG[=S%./F? .;RU$[FR1Q/·DB·MN;+(AO%$IP0:A9E2K.V&WD%*(XA[6F#D[=8.[59DQL+K]1[O1*

Y;2.+EPA!O#B?0YD6"D)I8ZKE220D'M_@·UZ1\9 MUC4 =7W"YUC:,0#9OR_6L/K@S\[.?[_^ LO=U_M!A%9EHX%[DIQ"=K)R)$B/·M08(7VGEC]F&RF!]@*21!W^.AI7K?=TK*]X'!X?*

*5[^>G7_Y[U-8EMO^LW?E·MKG\[C4YZQAWZ1I%'A[QXP! 17/<'GG1D#]J//M>E'V;C#LQLY[.OKL"5D7@YE M;_*WV])!\<0Y4T24:50R!#R1%&Y `6(9:,?0GZ]!N#^:*P$:.14R·M70VB?*

U/>0T@K/Z M(+@+J=]Pi%P\1TKT24%B:%G#52B>XTG0L@.OW+'A^@%RZIV"$]Y#1RV(X" MKD.TTBBXQ(X5YH53FE6BJ$$&3)E%Y"&567S@'$>,JP6L@W@o5;1F·9XM$;*

{2A08$IXZ4SMJ>!5&6@$PXV$(D^. MB ;VPR56;WEWF*#L/# (A"55J{@,:,FX>_^$>L@"FO1&\,KIOIZ@17_'IH;(8·M3&_/Z(W\=[!<^I(4/OU^\8'#_6N?3\'3_%B30.DRE5Y02R%

(1:@3#,V)%JC·M_+\OO?CO^6)M!!AM'!X;J30.?F95DA.##.@@X@R0>U,H?\.+!;/P=MP+!;/ M46X#Q_)=3U>&*Q99T'AD9$5DLBA63BVQ3·MM;;#*U3Z/_^0OUH\"1L\7Z]=H*

MJ0&P57VG\C@(D+!Z&BH8W.Y"E@252%R04?&LDY:UC^_XOUHP UY(OU8#0[·M=A%6&3^!K);^ 8LS/UN?nO^SZ4FGRJ%W5A=',>6DRT1FWO8RY"%@:4AY#91:1·M<<VOK\NN[>

*[$BNVZ[1HRPN$H>=VK21.KLRID2·MB;+9..$90/25;>|=M#1R_3WJ,5U%3XWB;9\=(GSP"A2)DEG<.<(3]Y(A$$$P·M(5060/:I>SI:@!4A^C_*

*5@=J8P1X;5:KBX=;S6;BM6*$6J^MXRFGT"OY'S_U$GKP;Q?(N;+@G^49XY!3[G#)MP"7'>,44]H<9 &7#JB?>9$J89A<2R·MLK3>0!E5]9=&2E'Z*R10WY<>!W7$KG*

*MNW3]=:,OVPN6!@ #1XG@92\(R.0E%X@3T9C.0M!NL)?TVTGJ!9>ZNP6(U1(]CXN8'H-22RD"':,YR7:PFP67A(,]4·M!4G&L#!83:,\AN;FB&%K9@_C7XR/2*0NJ#\[7RY?#/; MS/|_,*

[L.^#_1/G@33&$BO(\Y1A"9$]0[E(LIK8)R]8=Z$=CKI->Y,^#R35" MV.E;X-,G?&"2T[D>@6DLH#(G1T2!.T7S21OF/?W]RXD·AV_8?%&G0OXY!\;& MO\SR4+6P?*

\SG^<_I^7F8W5OA=ET7^AG+>M/;^A_ERS^\?6CMVP$%LH$H.5 U·M.X,&I72KD@!NT_J=?'B1^TBJH AR@C.\0@[^MJXFCTP'E2BOJ\B[EIU@YW?

*M3@0>>F1<6;?IOLQ=6QN28N5AA47·3G:N@E3450:>'V84OMQ?GIZ_FOX/_/%[_,PW+23VV*B8LK5/A0!2C ;+SH$·M,=]DBRTEEN8%W%W&Q>+0R'DP<6F[=75-*

*Q*O&;O1%25'"*%S{#-)3DJZXYA"B·MX9!T#MEJ(Y5N/G1V-O)''ULS#%2VA^3!>NL·EC=WH7^8?OZRNNJA(5E%E$@ M9D.!?]8U*??"6V*H=B1<<YZHO9CM'0+M,,!*

<+?!M84V.D#59J4F+C[.RXK2·M2+PCN$NFLE:\>,D·8Y2@K#40T"=(2DJ2%&=3" LYUG['&"A+"S; 16MC4=)*WGS]SE·4=7O&/HF(]2&WKWJZ!MWO*

*M2RP7YV^GA2RUJ,+],YM23!U!1;_4A]&@4BI2%E9$:MY=N@5=W0)N;SQL#;D] ME=,UX);_6,R7E&D%[5RI';,9B8M2+YE19_#:)V16>1V/>*RN:>HVFAL>:'LH*

MI6^0G;5T\;7>4F$^^UK?1_]K6BU%S8V'KX MY>Y4CGP)/RH06RBNHROQ)V4YX2]AI:+,2^9D;SH$<)O)R"+.F\I!]%]/^3 M%(U23TJG95RX.*

*<+X*YTW@]SSCPNB*Q$&Z32EXQI$1+A8·MI3[WL:"$8*,+26O'4^O3=U!:QSV5CW>U=A1==G!H7I$_$=%[;0'K>I6+&0(·M02D-*

)++"BHLR6['R@N^UQ4XKC:'K>0.Q[P^4,+N|Q0R$!^/43^3AA)!]T?F'jG4:AL·M2HX2[AA >4:IMW(:5$C,*&EL$LT[$(?)&0:+W(YW3·ZLOT-3AT9AW;W(]+[=*

M:1F3XI(RH,@8.DI(<(D@=-1(E)(:367>C;T#7NP*ICAFN-==3,-QZ_^_3U·MQ;I*]8;_·?+?'SA;'K((L^UE?2I@^&^7CY@O1(G9U1O),$.DN7=6/Z-'.%G/_\&_XZGZV^*

M+"?.%ZU9%)L^()5E@6C1·3?.L&"D$^R8D>OS%)}2L>=X4Y(KR>'XFJGG_Z<·M3VQ.R,G)E6J6Z(#)U-UE%AFSD6Q}>*S=5_A7H2>4C'@>)C=1XNG"57""DYL*

*MB=%:H0&S)L%R(>MXL@)9RFB2H@Q3NO'!6DD]!4+!D>&ZLR9/$K'OYQ>+2QYOGOQN)9H<_^ MX··G!WTA%G6.G,X2Z\#1V0$8 T?F@E5W!S$]4N_@(AQ]\T.#\6C*JEOUUE[·M*

;0.3'IGO=-X4LO IQP!B0K6%RQSN.17>2VS1GEv=/$W@%Y.KJCZ6U@LUJ·P MARF=WOOQPO9(G^9FE#*%53%)85PQ=*!*;?2!$YE,.L2WT@OZG^Z·M6$YGN%R>I?]

[,5U:U_,R?OI^XT^;]QG1)U??YH ,Y\5>DK06#8@)/,N:!IWO·M+1·H^*Y^.QI/[<"Y"[X>?UT_@.[Z/G#OO<25 6,T%,Y;B8]\)* TS*&F7"RI·MG"+&5(YX^O;ZQGX(G!SPTGX7I?6-QX*

M#28I@FE]G_@4/;V\@3[=Q,+1U·[%7X8TK9]?3?F.^:I%G.&_%-I,K66JZ!·M;"=QMK\%ZP5@%AI-I# ZM[Y0V8:N<;U;.O3<=66M5=(!S)XX"C:,[(76URXV2*

MYOOU)$<^"0&5"B(#2_5V0=_ F.",CC.M2 19WW$\14L?U?X.!\1B*ZP"?·M·VEX5^YR.A%HHS,E@^1UBP_Z_$'S E&4:,!<QH=S:<)4C1NG\-@:&NHACZ7·M*9VEM+C ?'EC<\@*

V$=^4H,:\C8T-BH7OP_?:S16UWZMOQK.KU?%B,)*T#$! MDZZ^C0})<(2!,M-L@I'"-fZ=?@3Y!R>)1]6/Z=.4GYUL5S-O^+BQXCD5Q>+*

M:G83QXNWZ"GQ5CI0'IX(WSE]T'$;Y+!"+#ZU9WH:ND3>]-\+(_8RQL48Z,,9^_M(<\Q_X]DCM8O;VL%[B2+OTJ'D$'IRKHR4XA'IAAUH:8\AM>]4ZE'^6J"%#

*MJZ'PU587'8#K)ES8++N[P88A0DV.=?SG59B#0=?F(%FL!4Z^E8CY R·M;E0T%)!:R+T#^+Q;?<"%)2\/&$,HJBF&2@FD,+&Z"!Z;@&ML\$&C5ZTOF·Z MF])Q>S.' E-#+72 *6)D?*

C%,+2^E=26LA[VMCH7DY2&K>LF!R4,HE)=8%PQ# M05)TK9L-=B!OW-; 5W7(/KILY7H$RZ^OIV'69/&H<=_6(,4;TM*&V5Y/V-< M/?3BEY?*

J6P2P!19Q.LKJBU]:WR0>0@M&X]2/AA2@Z>ODT_]68+-GZ_'$5)R =R0@X9QCY&8ITFM=7KQ/Q?A8.4BQ3P)E9REWAY,· MU^0V%^Z]D:"ST*'"TB,"X,6 B=]B)*

[TQIO>/[,5IZPLSN.GX2,GL?.QW'>^_MA,7?*_Yf,<1?]7ZH&L$I3386"M9S%J(27.H'1%D7C;+&)^+29[\0D]8V%=Y M\];2[·,]V9XR0>364HOZ^UPS_;2O54B?*

Z'^SZ1"U)47E)!07ZD1J3=AFY/V$34)]12*U@V. M#]'1DSLY/$8]6-(=HN72D*K!B!·0R*#JNS!71Q)R#K;. R[*%=M\#]7#E(P, ME1RNX6<@LX>X.P#-Q[H#&'-*

*EXM)':L90A3I'/&A36W\9.5XM@4OEDN'6&=6Z·MF?4>$7U!91_-WGW"=)"8QPY1;GO;]PO\(WO?^UT2TN;9@N.(1D0.5KH:<"4R·ML·P-9/]=P&"UDML·FGWV4SV%*_N?.P.*

(M6N07)D0FLPUY6LI% KJ9$G@2PWO·MF·DR:>>>=L(?#9,SC9@C%,HV9/.0\-FHJW==YFZTKJF1M*'2F#O!B'((E9\NM·M6#^ "M9LE^_<^K&](F$?=371=:.K\.D+FEW(0?/ZC24VI2L?

%THC#R X<%QZ0T7·M,KO3X,X/B=$.)+FIV1?IZG&/\-B6.@.F#V&UR.YLT+GHP,"K5#M<'-:WKA%<·M8G0Z%DYG9.LVD+LTC·M9U+J*<9"$.T/(,%+0O:(L&6XD!#\\ QS)\!HH7R+

*M:\Y=ZVTHIZD8·QT[3*M/0&0/$8]A%!]GN>S-S/Z<3',.O6N$ F8*S-OW_ST·M[@._](PQ'1N92J!YH.3:9PM1)3HDK4]HDW9/IOUL\/W^L"/BJ=#RO?#OS*·M9?*

*7EW3=QS9>SCO"RNEL0;'8S0Y';7F\"E,Q"2,5!X%G4+ M$:TC9W·EJ2-6VUOA+ AU=$!RFZ?YF]_O,)3]3"E,\7D%)F#XD;!"^2NF16(·M3#*RH]9ASB.DC·O9.FQ?*

*T7[R'OL\NW/]>5%Q_ZY\6I]?,'E1 e9M*S;/06C M!$%("YY3LN=2\3HE9#O4R^[*Y\> ^D7VU,/C-;*#A·I=6WD=4MVGP[·Q-&=LQ17?RI^*GNHW05B>*

*MG27=9T!3_TLX/U!;PZ0(%8.P$0+C-;9/"#Y;6Z=C.^ = M+++#96[@=^)7WBWE"S,O7)+PK!_FNU·,.3Y<-&:!.;C6&U!S *BZ"4(T_IG >> MM)6&%9=]Z_ZEYZD:=^;}((=56TWTY8;?*

8)@A(2LN55)U@JKV<,W,?O]<4?9# ^RO!E%"USA[=[$BUSRK·MNT]_<+(WZ^0/JWJ6KW,TZXC5$D-.##VK#JF.QB&?VQ;F(E48>X7=M#"VJV·MP]!{&1@<0D%=(_+·,+];DJG=L;D-

M_0/)[5X;[+T4!1%#4H6BA^4CU!B_0\$ M.!_+X5!\CHRM,.A?!@=;]J2+D.XVI^NK)%RNUJ?15Y?5^<\,L2)S%8V+9@.G/84 MK&(5]+2LD7Q5CBKG6K\?;4;5<49:< PH%5YQNH?@K+Z?

(CT1+RN]G-RRL^·M41186,8,)42^SBU4F6+PH CV57F6IO8>D+2MK1M!{B3*,,/JI,.#M@?/5Z; MP*$V:"V_S,_S).<.&?_Q=8!/K5F[$6NSTR8X5[R4MAVN]FV_.!V^#F)*OQ@*

*MV*K^4JP9XG;#G4G7/_.5!%=(&OSV4U;S^,^ZQ^+_^7(YI49IM_;!2&Y M!.PA>F4! Q>2Q5"T;#U4!U%BMD/22=P·M!5\%PAZ+$_YI1!,=4C.C51%FNR= M!·QLJ3;'"*8#I.3C0&7-AT26-*

K5N$=R0P.Z2=U&7!< KJW.I]AW=#%0@·MV3I5V!"9URFJ(.HT.R4CI^[^HH-Q981W\G8(\2HL%M\W^XMQON-#-L>Z MM^GW5XPRGBA55:5]X$H2/WK8U/.V/>.W%C.&6#/A-

*YO^/& AX_T"OTXOOH[· M\KTVS-]P->$Z.JVS!UI[P153!D)P 2BQ+C5 C·RT[B\ZD.3QFQX'A>.P*MP=·ML7Z#V!E^KG=DGP8YF">><+>T·)N ,3J_@H+0(MR6Y'OQ2KK9F3.P]CDM./ :>*

M·Z+%K5B"·J&K(7E3/C6=]K/4S7R"+?]47#/D[150 >A]T,,ZT);!9BB]+&HJ$+SU:]IDL;·\08&T[ZB' LN^R%>SB+\ M2-=-*

*;A/+3$!F%3@9*9>0VH%/0D,.TB>9G(M\N[<>6WQLW"RM 4@&D6H'_N8. MW.N3_W?E]^5FE>PDRY!=I)!=\"DJ,Q3E"@HJDO<,:!DCW#G SWKG7V_@@IXZ90@^%F*

M/U'OC9AON(CSX2[R[F0DUU=@K^9?_YC/:GEU7M9_=[ES.D_?_[H(L]5T MSM4F$D-%"^YP0=@!X!%..C,7$!WC@),7!IK>=:. MMYIVWC3?

NRW16N:V.RY3T5<^MX.6 MGW9O.PNXH6<[?%#>-0LL9M09&E.D7M$!)6E M'0"1P\3;0.1T37BRV2JD#-*(I9PN1=#V7D/(*83L95:E=72|&QZ.EI =@(?]*

*MQ'D2E>3KI_T_L68(F,_(487/|//JG+>;|2\ZY*_N8]:#X 8(??:E8MK)-D-%?" MUW%QY/>5SG7F)2-V>:"_TM:P<%3P/4!C5R'88. [5#E]-AD_>@)=-H%]GY>'·M2S-37*

YQ&. PV2'/WWVY'ZB^H+U)A1<0W%$ &&V P($KF/P($M*)<4)';DW·MA'4Q:N7GB^L.#+#)3'Y-V(.M6<*6U@<<@<4!W1&^Y"#%G=-=0U427V8OJZ.VEV0*

ML5W\M8%2.CAF'IK0^E%4ON)O$TID.@_H-3GW<%[!6B.RB,.C6E'!7$]M7:@S$IEASGK6Z_7WI_:<<$X'(*VN.$>0)VG EP2ZVITTGSZ$\^_X,_SV>K+MZ@J3PBRYZRB$!0

*M2A98DH;.+,'J%%H#7IG"H_5!YM95XQU)'+>&V!U·]U"%R_9K%FV"D$@FR·ME1I4R0D\%I*HU=E@B,5C^WN\'8D3JCIXU/DD7[_/·M\N4% .9?_DKT3ZIVLS##DI(4%?*

O:%QV(/Z>X!QM$L*$^7U0L]"UWQ'(? MX&RNDK#[\=FSNY^] M_JZ88V8F15=;%^B7C!R<$0ZX)]=CF'&!MZZ&I43@PKI5(Q[S;_2[^>+!)#-*

R:O;,%)'I;A000L(:N@I?+/N:!'?_]XMQ/#·M·Z.-6'0(&.?+Y;6 OO^&?[XZ#]OR]?3<\R;12\3.F>%%!HA&U^W^2(=ZIY-MRD"UAL9V1G?Y67-

*0!Z#.58@*Z6()T%A'Y<(BG.3,GKF[W9#V+?\X+AW D=R64,(OT,O=K6@B@R%_F,1 MRXG+.?*8$B0LB=QR7?[*+/%G#?>1:T'9R<_^[!Y1X];YQ_-@AVFG/[B=I;2X M"·=G/\;Q_3.*

<7^"$,Y6C+*K>]%*$Z 2"]Q,AR#L9EQTZVWQ)IU:$C5OJ'PUV·M#;34W7AXV]>_E7W;=\'?OF_%/]5]Q9#IK;XJ0V]"[O2WFJ4\0^DO5N_C,;9 M+J/7PC/D9^?!7G_T!E#JZ^)6.@M?*

*&@0G$0ET,05#$L4/YG·M8^QNQL/H/M3A7?5TORMKA?WTG4+0Y?)3?6DYD3:3*3I.%,4(#C#P#MEP0KR·MVC9ZR4/K^7=/D#/RH,/CX>JNMVNEH@Z.UX\7<3G-*

T[#X_C\!8.CLK^ER(f, MB7D!T82:YT@/3FL.0DEC@U8QEM;&]R@QXR*MF;KOPJB)[*L T37YOX6O]-M/·MBT#6F-93++>:.UR7F2?*

4J)\@R>]4!1)PH[OM]>QN"YUZYDU3HG>)ZJD6'51OUW·M0=56%V-7,%[/S_G?[Z;4;,,"PHD?\5U$49]!%S$;"<[)NI8#V:8(DIQO.)6;?%[B>'7C) V/"

*MF&@=N)PY**,I=S9[4KY+T6AC&7=,'^9=*/C!N07U(!]-"HB.B8KE833Z$V6=< M'\16!+ZT[47N?7!D3U&%SAM?UGV (!+W)C>/:"@^%,@%)8UPI&#SQI@3IH-&JKZ2';0&#,X.,*

9=U5]QZ2 M&UGAOTYGTZ\77R\)SQ$5HM4$!E1WE"H#KI0.&"VSGC-/JM! Y,<^,K+2]U"9 MO(7\QE9\^.L&X9$7SF2V(·WH'RT$"..=43YFRZ0ND;+C%HJ_^=%Q7'XSQ>\M

MOPZRB+,_PR)_HG^\=GDQ8_29>|C%FAJV%G\%>`\&:UT-)22-\X<;A$P*AKIW;R!&BH9!8!-1*!*;3T?:0@^QBV1' "KN_6RL77<·LW:H;4<)1K$L:=#'KA8P28EU"E8S#2+

*(*NGG;T*?H^X'*UF*85YC4KO\^FJ^6'C[!?Q:_%2.52!F:S!"6# -<|%),M*F8V4._Z+|?>X6 _^GR5\B*WWUWQ12F5SCH(L3-LZ=EV3|"3E*

M9R4S87G0AFWW4'WK3X[,G=L-[.;4T!C7']]^>?W>#,<"> -309D MH5\4UR2\)!@2$5;&P1%W%LA<*?/CMNQVQ<*A|-7!V?RE9#6J5P,.3+/(D@=*

*M!*A$^9S7M>I0&&+QT0C6>I;FS>^/|/H&*L+L++>&.T%E0MZ'P'P +#K7A5P4·M;WJFH7BB.W!O@FT]4JBGNL?^FGP$$GN(=>S#ZZQJZ%9&7U":Q;RU4Z S6(I&%=#C"(*

*M*S(;6;A#%AM'*S<^/W(&-5 PNZ|\^X&I0EIXC9FR@8*#UOF?,2&X^Ps%!*F+ M$L4.@;!V7Z!8!XT8M>ZOQ83CL(=,.·/%EG6%=05A0JO\%W\VN6C09Y0RN@#3/B##[CKX8(VZ*

*MW#,84,8(\(68U"I*70PK+K0>\K0#*>>.&TL<$VWX:Z0!LZ/^\NA_.YWAFQ5^·M74YTB4%%8REG+"0LE1$B6@_DY*-55BGE6_>^/$C(N,_RAXJ,#I=Y!\!Y?_7=·M-1MK"UF>7;R^S!?3?*

V.>2"PV6&?!H2(SR&0&44L!R19/66?(KOE\I*+3ZNZO/P]4'"*|[A8,SBQT5I>N *&A;)98QDXSAB0 M7U7)*92Q^>O4[2@;>;;;P.AJHH_N4+;QF3?+Y079R_H957$:LJ5 47D3(#JA M0$>7M7)"%-;ZQ'N/L-53)Z2"0>6I5BG M/:W',#DH0:B@4\TF6E<2GB!GY,ELS8'42O)|@>C1HSI$QJR3!:ST'I2@)-BG M@/2+PY*4*=A\|MH69(T\=VU(4#711%_@NG5R6_3!>2_),C2)"4V$X M"H#_*-M%"P%@T/,%W^_E'&WHQS!,^TA\1Z!<_,8UAA5,W!3UYR\(GZF>;UNK [G33C!1GS>,L"-=257S\N2 M3J 2-0!):.!#TD$IPZ5K/,1>D*W0[T)%N+U<4"]W>N/[ZDF)C%IC*]YKZI[A"+9E1 ,K.&Z).T8;_[N=V77+HCPF6ST1GZ]&?]P&;@TL2$IWR!S'UM MF60.HI$1I/16:2-S/OX4F0/XV0[=)W0+T(WR1X\G]Q7$6<[3^D\O_<*;65K4 M7:5GW\+TO 9&=1/PJ#-:4I(SCCQ#*@$\V@ Z<>;89L;9M%TD>@1fM\/Z M"5Q.]*G?4_;\MVM M>=M/;@>S$[AK&5#2'>%GO9MLN21>+BWD]S_FLW\LYLOE^\4\(>;E=20T85P' MK04EG]%F4")*<"DX"$9K@YZ%L.7^W#T)V Y,)W"_;+Z1 &XD(>O*_$05D97PE&.+@"0' M2KY=HEI\?8'.R75H?:37EP?SLAWJ3^D2K@>EGS+XU!#"G=0HZBUEIPO(\M M;)8VOYDM5XN+]1#*=ZLON/CT) ^;TAM0WE'T9NHO M#-%FH7A0S;L6C\3;=M9P0O>A78)B] (+1 ==H5^-2KSIHHI8I45|/O2"V2T'P M3B30I7A;7T?P;6M(S6C:#L,G<.LYIJYZ]>?[<&0W8[,/T\]?5C?+;=$G'Z*H MKU=CHE\T:R>- 2&B2,+3GYN_K|$D>U0?@+WG?VHNQ^W?,7>-?-7276)K\!T M48?Y_1R^+R?$@45D$4(.O)IQ%KP(E%N'@B8[^C^C=_2_6W\|\.PB>P!?D4.3? M#[INVM<-CCXM0NV)[8Q=]?%_"HO/N)H@>H*+%F!R'<)?L@"\A0+*#0)R4F=O MMYO.N3\-VV'M9.XACZ.+7@[Q0>+O&VU<_XG5[6,^^X8+;"0"-Z7]BWHG1'5P;IZ=K__-Y3*:>U+]Y;_Z6TIO> @F" D^.LIQ M;+$0;>80N"JN6.Y8:7V?M!UEVT[A*Y#!U! (PWUI_^,_!LF9V/[7<]_6?U/_M=O^P_-?Z_W__\.;6%_#;_/QB^=_3_.OFQZ<E]F5^3CI;.FSS:K;FO-RQOI/E M\N+KQDA_QE68GB]IO,[>N\QMD'/*\@?#5? KI;WRB'+LIA<>|%)$LREH#DPI1VH MS/43BS@F!RG<(0YT3K0/8SB@_,)Z;_^D*IDDH)M."U%S@X,GO/P;&03-5. MX+LO;@^/^A!G9IS1ID? $U;U8O9&*>CB=;RW*3I$A*QY!ZS]M;Z@"YSBB^02 M1LESP.,W@;OON!]NG7,KM3ZYWX7&7< D&=CX7T6'<:(6:,JX!C9G/P/4 6!UCQ_TN.NX YX^OL!8\<*DCJX,Y(I /H$"8 M<0%!>UDO993DK5L[#]L[?EK]G>"R=9[QW=16@?H>SC+DXPKD>F\D3I5A4(@. M?+ 2"FWAQX%2]@TZ!L!P&R]PZ2P"[QR$4PLVFLE MD9FC!*,M7C3HEN#;- @%/1B%OOT)SWE*>H-!9\(X3CWB4$TFLYC5W=Q2A%! M1^$5\]DZ-\BKD$&XZ7$=QL&&, +[>>[& UF?ES]-OTXRSO'8))5[3A"U@A*%T M'++V&@)I^R25Z;:5)K)NA'-LRU>-*CVX.AH-1T,PLCG.#=B/K/DLKXGOU?.'K MLR> ^-/"=V;8\]G%9%E!:#(]!DU%2?*XR!.8\6(])"HKDDFQ]_'9S6;9W;6I3 M26#>F1** 59<)E,-'CRW9*K.EF"RM3PU'Z[=BOB3OHC;!;-/7,0=4? T=!#"W M;.]2%J.CG3 &Z_@S%B(S1!SHH*-%Y9DLK;/0/J_MC@F"]R_Y=M%(W .!+"O MZ]%N;D.W50%4*!EIL1 9*UY+)OEVZ.'P"=^R;<3<7OC+<+2;^/W14Y% MYI5%2+K>%S%F("8GP$JG@M :+9K&8/T[7?+MA).M+_EV45H'Z-L[W!Q.=Z,/ MWD4O(*K"Z(1B"F+4"()$41>]<^:[J3?W=WTX8GAP9-V?,MKOM\[_F)^?OYXO MZE].?';1H(K@'9U^2@4#@3L-'EWVLF!6L9N'3T]RTKF7,XS'5N;0#APORT0V M[WHGQ3+C1611(DHZ9R5R*DD2J.]C=(4*U3[USHV3)RH831$YG#&L@=,]K:3 M/:S.CZNPF+5A;7<'G.S'F)+1[I$2];MM8G7_N$NB8"K@;.51,P?.K:NRVBL6 M H^AN3GL3.6XU_(HGU81>\.9K\!\PP_ATV'0"?Q$@F]X+3NC+HQ[2P.D3Q/ MX%)-ZC(E=4%; 24HF:6UB<7FJS#;LS'NU7R/-C$R5%Z.T=R/'KF,:.P%"X6 MTHL3FB0B&3!>-*>L,$LG.S.9_9*,P2;KO4"#.0PF!R89O\QR%[9R8R_KI1"_MYJ24P&O'-_/%T&W*)1H#R4;P;$LW:Q >8^)$TXL^*E6'0>)E%;GN#""X"D)?7_M"|>K'RN7?DP9-,KY1-Y+U'YJI<_%76?1.!K3AU4-#*[_MC]E-;"S2I\S IB#K,%$ZI94T8+C,3B>7M,_X/N4IUEY,'7D0A{CD#O\![70] MSX}>'#]8WQ20)(%!U $L)1NUH?+M493'#!-T0*/N4AV!+.O'7L&DIV:I,C MP;Z/ZO:APKGB?SOYY&28D*(.KUU&*M@(S@L/103'+*HBCW1!U3##$PU'3]0R MAP/? *82NSTGG@>+KT_(1WCGM-7 I**C(.D,4#H$O)&HPWPS>!8M9.]K+B5,0?5VRJTE:R=Z,/911AT" M/B_@?#O+>5I_$\ZOW[9>/UB5V@LNH(.OL<2U99J&Y6/6_# MT(F>97U84#NHI&(W\7EAQ)T/ZL>V&XB)#38GB0R"C+6IQG@((7.HZ'2T)15M M!CF9CLOF.:=]%-.1YJ\%$1T)<%[MMGD)/;"V2&R'\A(E"QU<2L(9:80#.MK2PA"L&/8D /T[>590RV]?*4+.:.!OGN)]]H4 M9FX+9,*X0)Y3@"Q$C0D,IS.6>3#>R"A0F6)Z>U?U*#/CQ&[=P'2X8MX!F.G% M> X(76\\&&:L)\]F!GG%.P@W6YG/8.MN M>R@OC ^2TYLM^0')5TWK0,WUQ_]+ET-/&-RBR\/&MR5Y[fF#DIE1,.F00Y MF;K&N61PVB+1BR\8RE<;.ZJ7,C/QO#IC?>RA,,B>><7'0C<+<D^L+^S@; M,0RVV? 6[S>)YLB4:*)Q94,'4?=[* 5=,6$7F3V9^\!CV,.N@ MF=]W@],>.N@ 4!_QG/[J\SlP1D'[^=DLG^6OTlFT'AJKZ3>\C-;6EZ]V>0XB M&9[3$L=0/ #:8D(^$)L M_8S? \'S^1Y7>)4^7+%6.%)E2WY"2!\5B!%>,.! IC7"]N>!,'F#7Q^%GC7E,.. M!]?6&ND 9&UBD>L6+>581BL1@E>9Q.NPAM,*B@ZH>#*9F=8M.IU9Z.5I?R)1 MXI@(Z.Z.5FNOR3Z'L/Z*^? MJ_M='7*W.UT?@V><%,]:\%@W>*G-BB<[DIHX(H M >'K=+6I#,URW8! 827.TA2?U_6E'S6&8-$:KP,(PR4H%SAXY!L0I=%%L;[MUF6-G0@\U.>]G2^7MSZQ.46(6U8B<5P(%]!4=N R_JP&>ACQ!%TN5I.WT]7T\UHSK\C?;DH,Q5NM2P:FZS6W7\^LEY2% MI2AXP(1NRV.2?OP-!-&? KM'S\)?'14T++7[/1P8:/O>E7C'QKR+G0TFU@^3LGE.]SA2T MU($G3M93I 85K27'RBP$Y[(6@F&Q:NA@19.:0L.C[[@.X#0U87PZ_GB+7X. MY]>VL9R0/1D7D!\'Z_J.'!- $0\:FE8Y2[Y!R\POZ)\CI+'!94^/S8<3?`9+. M4EI6WNB1TCI MS^V10!?QIGB_1+[4/GG__E_P%02P.$% @.K(1F61;Q9=!5" M\\"@ !E>&AI8FET.S$Q<3,R,#(T+FAT;>U:,U;C-Q:]OK]""[43]+*- MVP\>A]"* 4]"518F0"K)RIUU2VUKZ6YU)+6-!^OW2&H_1<&3D.DPF_G@H5M7 MTM6]1^<>R3X;FC0Y/QMRRL[_69(I#@UG)%"BVQ ?F)-1HQ?20_2? 805>8^5[:3!+^?B<5 M677(!?R=5]-VU;]-Z5@P,^P$]?]_=I9,#7\?59](0=9Q#],UEEA>V1S2Z&&@ M9)&Q:B03]3JHL?MW6C[5W;]3VZ4:TU0DD\XW?9%R3:[YF-S*E&,?5#3-=%5S M)6)OJ,5O'"[*_89Q$9'SJ>=''POO8>AR(4AC2#6G!V8.W7K'?#(A!- M=;[;?_JP]5%MW]UW7>O^Z1_LTTTOLPEW=[_MT+LC09-6@]8>W2?=ZTL2M%GY=']]V;LE_>][Y*YW<7]]U;^" <>_GB^^]U]_U M2/>B3VX^D."DV;]W0ATITCW\N9COW>YF%&]8)?E9KUA%^EBT+W]MGO=NZO> M_/Q#I%?[\AOU>F/CZE;]B (W/,E]_NZ-=?8FMUB>?? 3DV@0O'"%1G2$2>*CP0?HTB9H=#DQX(J[(5D0FYY+I4A M.B,?I$D4*_^2&1,>B.9%+1"KK*HAO2*2)3 M%$PCO=T3@XQ'7&NJ)M8DI0\<\RZ,J?&.P1E,F3@%@SFL0204% O,,G2')XPK M,AZ*:$AT83_F_<=<\7(0NX!4Z 32QJJDL3!#+\%#G/'(.VG%SN"89ECE"-T;" MR6(8OBH4-M*"CF)188\6\C,\UH!!&&.9K70+K(8%$*-P#@BBY*"84Q@9R&) M%>!.6-K)D7]+6HOF))G+LD2$7]D:R&?"#ERQ%D4`V!1 C!N.NW\B:@>DCB1 M8ST%)N(#H8VBF(C:E]YO>%E9P)N>.O/$VZ\94EZ J MU8$E"AG' H\N$*NXP@IR+,.$VEX0#F&$B]- ";6[,4)&F)TCXSH:-$Z@+[M+'TJF7BPY$I&G.&U)GO !N, FP=.[S$:TFS 21?,=%LD7+_;#0[KITZDMO?X MOG_$(.5[*U?M^WD#A@&>,P]<.R>QE+: 9X\OZ]^G31YOF#R>3F!CL8I\^&,E MP/,J:RE#K9/:#+Q>,_^WT#8A*WBNUQIS0*\Y8KWJ^)]:M>(XF/Z]/.2:SB- MC+EZ]S+$*K841[30VW>Q-3'D@$8YDZ^RLE 8 +PU$MJQ(.OXYL:O0GK.HXM< MK'A'"=;*.CO'1J7D:=LHP^GP1;H8M0"R:H$G8!PHL!5QTR.U^A;8%V MVU6[.NZX4VH.APRXVG;*H3)%'344CZ6Y9R8%WKT\+)A4>W@KY!;0[R^G/V M/.MOAZNO%.+A=A#UK[8FI56X?F)W:]XU?H%YG TM+*F6&;6L3C4@=:6EQ2I5 M;(H;(%G04"3"3&R)7\>G=A"Q7E1[-R=.9-;?R.'[Y4$/" MJ?!V98'[2, ?AR0[P780:! [^7V&);.8]GZ:GZ,9GYE):N9:UF-I>MKE]*Z.H M4#:I"Z5MS:BIU ;O[?4CQM(1!OK5W[^0O0U=8] 3O+-B73J.!0_\"3\NR_8E_YPR%Z&<%O[#5?ML' MJ#V]7YZAW'T@FVZ4RIR#+"4N@G5.1Q9NGR ?G@C-F7<48M-(I6=UVKW D&DJ MC.\'&<(/)92 ,6<"_KE!]@!I*NV_(W_K>2=[D/^;R'@OMMS11:Y6X+]/W#1 MQ$B,? S4<7SJ>=!/(""W0.+M"="">+R/!D:,R*,Z."6-.'VR5\[+'U3DGV-S5 MX?1VY9.27RIZ?TY?PS24H:/F,Z+9")12Y[$+L@TU5O&E5J/.ZB)%KA KMYB2 MX-?>0VU-0J$T1J8^[V\.!YO/ %W4O%AAAU60%>YX 7EU%[$E "J^9(AL)),1 MMW4CHX/R/EF55,+3/)$3CM;O4'KRH$OP AQ>1:C6MMF9*^ID]IV><0>'Z9=Z MP M7]@N]A.::=Z9_G(+U\H1..B)S@72=3I]K6:M4:AT<;F^NU8&/;1V\2/6ZL'FGK]WU*!V MTFR_O[_M6O-XNQ-06YB6U.2*2XXHVNLV.@W?6TK(6T['6XKS1P5%9G5&A5P,!8]) M[Y%'A;V> (#<+7XU23UNBI0:M MNUL=20UF?WV.I.9IL)EDX@RSF0^,NW4E7=U[=.Z1X&)HDOCR8L@IN_S'Q3_+ M97(MPSSAJ2&AXM1P1G(MT@'YB7']2,KEPNI*9A,E!D- #:M5;@_PDU:,84=]N MA(GYY72 N[GDBX)K=\3+HR MH>EW94U37=9X=.,$XL4CYU,*A9ESI/01$7AM2#2NWB MR-JO6=8&7Q$T=;GZI/=]A]QWKAZZ-[T;&'=^OQ[^?OO#FE?!E,@!39FBY .G(ZY*),3*B&A"S)";=_O-T_-M5W">4<9 MIN681Z95:WCB2:5(3(E'Z5*2% M_TAD1#HC&>>Z1&[2L(+TG'TS MZ:E]9>GY0#62@O G$_*8RG',V8"7?):4SPV3<'""5$!,8GXJ4T'1"\M2HG,-_MR NG-) T2A(*4%CM0KQ21"0580 E7Q@=!&44Q$[4OO-[PL+>-!-3YUYNTW M!;G&5P:YWE)^WNV?UH*3PB%-_M!YRTP4S=/,,ZW7YP7#UW$K5YP _](P8IWENQ:M_/&S ,)QZX-HYB:6T!3Q[-M?%G_/F_R:,/DT71R&X]5Y,,?*P%>5EE+&6[<56;@]?UUS#:63,U;O7(5:RI3BDN=Z^BZV)?0YH%#/Y*BMS MA0' 6R.A'1Q"BJ=N'"NDYSRZR.6*OJ1AK2BS"]0V!'RK4MT&Z;E?-'7=*S>&0 5?;3AE4I@CSF%K*Q[*< M$_-"COY>-BRJ']S5Y]80K(S^G+W.PMOAZEN%;'\fB/I76Y/2*EP_LILWWQ[_ MP/Q(_M+!JF5*+:M3#4A;=6FQ2A6;X@9(%K0O8F$FML2OXU.!BQS$"K\!E@R M75"GKG@\%;O*.I4,,]*N_?R$' M&[I$0"=X9\6Z=PP'F!\ ;=2\2&&'-ME9 5[G@!>747L04 2KYDB'0DXQ&W=2.E@^(^6154PI,LEA..UO%0>O*@2_ "M'+Y(4:V\39*,.V),O_P#LKBR7_S%--.\-?WC'/R8Q732$JD+N>MTONR'G6)D M>18UNA!+;D;??'R??A94FJY\7!AH,,.F$Q?? M%=.&E3.ZLTO[VNS4C =+@'1+KP^Q$BBSFCZ?[^^MR)R6[7L MB03+ M,6Y@6Q.3X+4,,[4/ _>+L16\)@MG"+#!Q\\M> "/ZS-!P^S\.14Q1K MM, [*+_(R[=T7GRU_BS_B&W^C5ZB2ZKP+[8.V279*0M.FFVY.VO# 8.M^Z)YS)1WLSDS.L^/.C.#D^+?.[Y.%3GB\.MF!.F42P(EB1'BX*R*7J3D. (2659IU>/Y2M#I3"+/\7STAHM+NL1F7%*9D>.J-M3N?07'<.=9+.A">KXTY"EX@FSVNT[27^43LF++>1^IX7MTG<\B=.XOI.LXZ; M\3]N#5S!W/@4 ZSA\U;7K<23F3D$^ MO_EIPFP$^1:6CBC4Q;HDFK&M1J>X/AR*OB"5>,,RZ"G51_PO+*T9\0N5@I MGM-L%3P;TSDIT(!J>[=XN91T1+*8 BN1YX+8@[%U1,;! Q(652\Z' =/^[WN MN#\V3WI-T=]\@)U7U!;>U5; M4Y9 R8'7S.^NU:]?G/_Q)8GC&>(IDC.'&(B"B "]LH9$62R0C$1DJ:4% >(-M,H3CF(L$YLB@*RIG'YH &?Y-+Z@F.$"X0#CAN=IW\X4H%AAJDQR-2"PI9\92 M(5KF'F$QP8P4UO Z(RO4C:4;48C]S#-:("[4K%"\GX54:2*=G=;1"M&UD[;G[&JS?"RQ@H60K=$YR M+(@ JADZYF)?X.];KNW"@%!!0KN^,*R)03)L $'S"557@3)] .XI]V=ENWE? XW!(.%V@ M;!@G\4)0]6)&U_$.LRFI&L!MUWW@JAT"U49OB@#^,=8E0_P.8FI6F+0 MUF]PI##%5!&;"U(H'.UZRS($;1 <9X!RD0.$Q8'V2BF#=.:CN0\"$ZM.*(K!: M9(8&GA.A M9S=T4HDG&;DY$& /(D(=!AG."Q)4/*$%G F&5P%EF@KM%)8E3;B4?!XH?;54 M>UJ,LS*QSFB&2^G5KMM>TU?J2T*9,JD2E\+,UL+L4":;8W[=]EW_WF"'=N\= M^U38.@C#UO\0M>TVOGI4W[<;;OVA88&{(L?L>.U>]^?P]%AEGI+(\U$2(^'US* MY@]_!]Y%M]M*->%=Q@W9WWY/T(K^!-;S.7T&?&GVWB.S[=XLJ/NQJ0!U5)F? MAO$+,8$E_YT >;'2<'Q!]=M \^Z.WPP+_8U:\)(FZ$^-)7Y/$Q 2A^0Q!&@#^_

31 0001570562 us-gaap:OverAllotmentOptionMember 2024-03-01 2024-03-31 0001570562 us-gaap:OverAllotmentOptionMember 2024-04-01 2024-04-30 0001570562 srt:MinimumMember 2024-09-30 0001570562 srt:MaximumMember 2024-09-30 0001570562 us-gaap:DistributionRightsMember 2024-09-30 0001570562 eols:SymateseEuropeAgreementMember 2023-12-20 0001570562 eols:SymateseLicenseMember 2024-09-30 0001570562 us-gaap:ComputerSoftwareIntangibleAssetMember 2024-09-30 0001570562 eols:EvolusIncMember eols:SCHAEONLLCMember 2017-12-14 2017-12-14 0001570562 eols:SymateseEuropeAgreementMember 2023-05-09 0001570562 2023-05-09 2023-05-09 0001570562 2023-05-09 0001570562 2023-06-01 2023-06-30 0001570562 us-gaap:CommonStockMember eols:SymateseEuropeAgreementMember 2023-12-20 2023-12-20 0001570562 eols:SymateseEuropeAgreementMember 2024-09-30 0001570562 eols:SymateseEuropeAgreementMember 2023-12-31 0001570562 2023-01-01 2023-12-31 0001570562 us-gaap:DistributionRightsMember 2023-01-01 2023-12-31 0001570562 us-gaap:DistributionRightsMember 2023-12-20 2023-12-20 0001570562 eols:IntellectualPropertyDisputesJeuveauMember 2023-01-01 2023-03-31 0001570562 us-gaap:EmployeeStockOptionMember 2024-07-01 2024-09-30 0001570562 us-gaap:EmployeeStockOptionMember 2024-01-01 2024-09-30 0001570562 us-gaap:EmployeeStockOptionMember 2023-01-01 2023-09-30 0001570562 us-gaap:EmployeeStockOptionMember 2023-07-01 2023-09-30 0001570562 us-gaap:RestrictedStockUnitsRSUMember 2024-01-01 2024-09-30 0001570562 us-gaap:RestrictedStockUnitsRSUMember 2024-07-01 2024-09-30 0001570562 us-gaap:RestrictedStockUnitsRSUMember 2023-07-01 2023-09-30 0001570562 us-gaap:RestrictedStockUnitsRSUMember 2023-01-01 2023-09-30 0001570562 us-gaap:NotesPayableOtherPayablesMember 2024-09-30 0001570562 us-gaap:FairValueInputsLevel1Member us-gaap:NotesPayableOtherPayablesMember 2024-09-30 0001570562 us-gaap:FairValueInputsLevel2Member us-gaap:NotesPayableOtherPayablesMember 2024-09-30 0001570562 us-gaap:FairValueInputsLevel3Member us-gaap:NotesPayableOtherPayablesMember 2024-09-30 0001570562 us-gaap:NotesPayableOtherPayablesMember 2023-12-31 0001570562 us-gaap:FairValueInputsLevel1Member us-gaap:NotesPayableOtherPayablesMember 2023-12-31 0001570562 us-gaap:FairValueInputsLevel2Member us-gaap:NotesPayableOtherPayablesMember 2023-12-31 0001570562 us-gaap:FairValueInputsLevel3Member us-gaap:NotesPayableOtherPayablesMember 2023-12-31 0001570562 srt:MaximumMember eols:ContingentRoyaltyObligationMember us-gaap:MeasurementInputDiscountRateMember 2024-09-30 0001570562 srt:MaximumMember eols:ContingentRoyaltyObligationMember us-gaap:MeasurementInputDiscountRateMember 2023-12-31 0001570562 eols:PharmakonTermLoansMember us-gaap:EstimateOfFairValueFairValueDisclosureMember 2024-09-30 0001570562 eols:PharmakonTermLoansMember us-gaap:EstimateOfFairValueFairValueDisclosureMember 2023-12-31 0001570562 us-gaap:DistributionRightsMember 2023-12-31 0001570562 us-gaap:ComputerSoftwareIntangibleAssetMember 2023-12-31 0001570562 eols:PharmakonTermLoansMember us-gaap:SecuredDebtMember 2021-12-14 0001570562 eols:PharmakonTermLoansOneMember us-gaap:SecuredDebtMember 2021-12-14 0001570562 eols:PharmakonTermLoansTwoMember us-gaap:SecuredDebtMember 2022-12-05 0001570562 eols:PharmakonTermLoansTwoMember us-gaap:SecuredDebtMember 2022-12-05 2022-12-05 0001570562 eols:PharmakonTermLoansMember us-gaap:SecuredDebtMember 2022-12-05 2022-12-05 0001570562 eols:PharmakonTermLoansTwoMember us-gaap:SecuredDebtMember 2023-05-09 0001570562 eols:PharmakonTermLoansMember eols:TermOneMember 2023-05-31 2023-05-31 0001570562 eols:PharmakonTermLoansMember eols:TermTwoMember 2023-12-15 2023-12-15 0001570562 eols:PharmakonTermLoansMember us-gaap:SecuredDebtMember 2023-05-09 2023-05-09 0001570562 eols:PharmakonTermLoansMember us-gaap:SecuredDebtMember 2022-12-05 0001570562 eols:PharmakonTermLoansMember us-gaap:SecuredDebtMember eols:LondonInterbankOfferedRateLIBOR1Member 2022-12-05 2022-12-05 0001570562 eols:PharmakonTermLoansMember us-gaap:SecuredDebtMember 2023-05-09 0001570562 eols:PharmakonTermLoansMember us-gaap:SecuredDebtMember us-gaap:SecuredOvernightFinancingRateSofrMember 2023-05-09 2023-05-09 0001570562 us-gaap:SecuredDebtMember 2023-05-09 0001570562 eols:PharmakonTermLoansOneMember us-gaap:SecuredDebtMember eols:TermOneMember 2023-05-09 0001570562 eols:PharmakonTermLoansOneMember us-gaap:SecuredDebtMember eols:TermTwoMember 2023-05-09 0001570562 eols:PharmakonTermLoansOneMember us-gaap:SecuredDebtMember 2024-09-30 0001570562 eols:PharmakonTermLoansTwoMember us-gaap:SecuredDebtMember 2024-09-30 0001570562 2019-05-15 0001570562 2023-07-27 0001570562 2024-08-01 0001570562 2020-10-16 2020-10-28 0001570562 2021-11-17 2021-11-17 0001570562 2020-11-27 2020-12-02 0001570562 2024-03-01 2024-03-31 0001570562 us-gaap:EmployeeStockMember eols:A2024EmployeeStockPurchasePlanMember 2024-06-06 0001570562 us-gaap:EmployeeStockMember eols:A2024EmployeeStockPurchasePlanMember 2024-06-06 2024-06-06 0001570562 us-gaap:EmployeeStockMember eols:A2024EmployeeStockPurchasePlanMember 2024-01-01 2024-09-30 0001570562 eols:ATMSalesAgreementMember 2023-03-08 2023-03-08 0001570562 eols:ATMSalesAgreementMember 2023-03-08 0001570562 eols:ATMSalesAgreementMember 2024-01-01 2024-09-30 0001570562 2017-11-21 0001570562 2017-11-21 2017-11-21 0001570562 eols:A2023InducementIncentivePlanMember 2023-09-30 0001570562 eols:A2023InducementIncentivePlanMember 2024-09-30 0001570562 srt:MinimumMember us-gaap:EmployeeStockOptionMember 2024-01-01 2024-09-30 0001570562 srt:MaximumMember us-gaap:EmployeeStockOptionMember 2024-01-01 2024-09-30 0001570562 us-gaap:EmployeeStockOptionMember 2024-01-01 2024-09-30 0001570562 us-gaap:EmployeeStockOptionMember 2024-07-01 2024-09-30 0001570562 us-gaap:EmployeeStockOptionMember 2023-07-01 2023-09-30 0001570562 us-gaap:EmployeeStockOptionMember 2023-01-01 2023-09-30 0001570562 us-gaap:EmployeeStockOptionMember 2023-12-31 0001570562 us-gaap:EmployeeStockOptionMember 2023-01-01 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us-gaap:ResearchAndDevelopmentExpenseMember 2023-01-01 2023-09-30 0001570562 eols:MedytoxSettlementAgreementMember 2023-01-01 2023-03-31 shares iso4217:USD iso4217:USD shares eols:product eols:reporting_unit eols:filler_candidate eols:country iso4217:EUR eols:milestone pure eols:tranche eols:installment eols:payment eols:complaint eols:officer eols:plaintiff eols:trading_day false 2024 Q3 0001570562 --12-31 http://fasb.org/us-gaap/2024#ProductMember http://fasb.org/us-gaap/2024#ProductMember http://fasb.org/us-gaap/2024#ProductMember http://fasb.org/us-gaap/2024#ProductMember P3Y P6Y 0.0833 P1Y P1Y 10-Q true 2024-09-30 false 001-38381 EVOLUS, INC. DE 46-1385614 520 Newport Center Drive Suite 1200 Newport Beach CA 92660 (949) 284-4555 Common Stock, par value $0.00001 per share EOLS NASDAQ Yes Yes Accelerated Filer false false false 63321493 85035000 62838000 44642000 30529000 14892000 10998000 3399000 5700000 2393000 2356000 150361000 112421000 2314000 2087000 8280000 5763000 46587000 47110000 21208000 21208000 858000 409000 229608000 188998000 13836000 4271000 34949000 33813000 1601000 1377000 10429000 8830000 60815000 48291000 7066000 4810000 34600000 36200000 121208000 120359000 29000 27000 223718000 209687000 0.00001 0.00001 10000000 10000000 0 0 0 0 0 0 0 0.00001 0.00001 100000000 100000000 63251148 63251148 56820621 56820621 1000 1000 609186000 538716000 -689000 -427000 -602608000 -558979000 5890000 -20689000 229608000 188998000 60164000 49323000 185350000 139050000 921000 696000 1977000 2036000 61085000 50019000 187327000 141086000 18223000 15431000 55367000 42289000 52506000 43328000 147781000 121886000 2314000 1587000 6742000 4176000 0 0 0 4441000 -2428000 -1802000 -5611000 -5132000 1087000 1311000 3923000 3760000 76558000 63459000 219424000 181684000 -15473000 -13440000 -32097000 -40598000 928000 306000 2474000 569000 4764000 3786000 14162000 9757000 273000 21000 380000 2000 -19036000 -16899000 -43405000 -49784000 134000 24000 224000 70000 -19170000 -16923000 -43629000 -49854000 -88000 -138000 -262000 -269000 -19258000 -17061000 -43891000 -50123000 -0.30 -0.30 -0.30 -0.30 -0.71 -0.71 -0.88 -0.88 63148968 63148968 57023151 57023151 61562771 61562771 56808333 56808333 56260570 1000 516129000 -337000 -497294000 18499000 622701 26000 26000 3294000 3294000 -14791000 -14791000 -79000 -79000 56883271 1000 519449000 -416000 -512085000 6949000 54552 109000 109000 4171000 4171000 -18140000 -18140000 -52000 -52000 56937823 1000 523729000 -468000 -530225000 -6963000 154657 60000 60000 4596000 4596000 -16923000 -16923000 -138000 -138000 57092480 1000 528385000 -606000 -547148000 -19368000 57820621 1000 538716000 -427000 -558979000 -20689000 3554000 46794000 46794000 899411 487000 487000 5090000 5090000 -13109000 -13109000 -130000 -130000 62274032 1000 591087000 -557000 -572088000 18443000 318100 4169000 4169000 460466 2300000 2300000 5796000 5796000 -11350000 -11350000 -44000 -44000 63052598 1000 603352000 -601000 -583438000 19314000 198550 589000 589000 5245000 5245000 -19170000 -19170000 -88000 -88000 63251148 1000 609186000 -689000 -602608000 5890000 -43629000 -49854000 3923000 3760000 16083000 12061000 1659000 1354000 485000 590000 849000 843000 2000 0 5611000 5132000 15773000 9370000 -2273000 654000 -2301000 -247000 486000 -110000 3280000 4789000 1137000 1919000 0 5000000 -522000 -748000 -22807000 -34821000 1034000 264000 2427000 1002000 -3461000 -1266000 5612000 4038000 0 25000000 0 38000 51211000 0 248000 0 3376000 195000 48727000 21119000 -262000 -269000 22197000 -15237000 62838000 53922000 85035000 38685000 13311000 8908000 196000 95000 3002000 4550000 Description of Business Description of Business Evolus, Inc., (“Evolus” or the “Company”) is a global performance beauty company focused on delivering products in the cash-pay aesthetic market. The Company received the approval of its first product Jeuveau® (prabotulinumtoxinA-xvfs) from the U.S. Food and Drug Administration (the “FDA”) in February 2019. The product was also approved by Health Canada in August 2018, the European Commission (“EC”) in September 2019, the Australian Therapeutics Good Administration (“TGA”) in January 2023, and Swissmedic in November 2023. Jeuveau® is a proprietary 900 kDa purified botulinum toxin type A formulation indicated for the temporary improvement in the appearance of moderate to severe glabellar lines, also known as “frown lines,” in adults. The Company commercially launched Jeuveau® in the United States in May 2019, in Canada through a distribution partner in October 2019, and began its launch in Europe in September 2022 and Australia in July 2024. In 2023, the Company entered into an agreement to be the exclusive distributor of Evolysse™, a line of injectable hyaluronic acid gels currently in late-stage development in the United States and Europe. In October 2024, regulatory approval was received in the European Union for four products in the Evolysse™ line. The Company currently generates all of its net revenues from Jeuveau®. The Company is headquartered in Newport Beach, California. Liquidity and Financial Condition The accompanying unaudited condensed consolidated financial statements have been prepared on a basis that assumes that the Company will continue as a going concern. This basis of accounting contemplates the recovery of the Company’s assets and the satisfaction of the Company’s liabilities and commitments in the normal course of business and does not include any adjustments to reflect the possible future effects of the recoverability and classification of recorded asset amounts or amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Since inception, the Company has incurred recurring net operating losses and negative cash flows from operating activities and management expects operating losses and negative cash flows to continue for at least the next twelve months. For the three and nine months ended September 30, 2024, the Company recorded loss from operations of $15,473 and $32,097, respectively, and a total net loss of $19,170 and $43,629, respectively. The Company used cash of $22,807 from operations during the nine months ended September 30, 2024. As of September 30, 2024, the Company had $85,035 in cash and cash equivalents and an accumulated deficit of $602,608. In March 2024, the Company completed a follow-on offering and issued 3,554,000 shares of its common stock, at a price to the public of $14.07 per share. The Company received net proceeds of $46,794 from the offering, after deducting underwriting discounts and commissions and other offering expenses. In addition, the Company granted the underwriters an option, exercisable for 30 days, to purchase up to 533,100 additional shares of common stock (the “option shares”) at the purchase price. In April 2024, the underwriters

exercised their option to purchase 318,100 of the allotted option shares. The net proceeds to the Company from the sale of the option shares, after deducting the underwriters' discounts and commissions, was $4,169. On March 8, 2023, the Company entered into an "at-the-market" sales agreement (the "ATM Sales Agreement") and filed a shelf registration statement on Form S-3 and corresponding prospectus with the Securities and Exchange Commission ("SEC") to permit sales under the ATM Sales Agreement, which registration statement became effective on June 8, 2023. The Company has not sold any shares under the ATM Sales Agreement. See Note 9. Stockholders' Equity for additional information. The Company believes that its current capital resources, which consist of cash and cash equivalents, will be sufficient to fund its operations through at least the next twelve months from the date the accompanying condensed consolidated financial statements are issued based on its expected cash needs. The Company may need to raise additional capital to fund future operations or execute corporate development activities through entering into licensing or collaboration agreements with partners, grants or other sources of financing. Sufficient funds may not be available to the Company at all or on attractive terms when needed from equity or debt financings. If the Company is unable to obtain additional funding from these or other sources when needed, or to the extent needed, it may be necessary to reduce its scope of operations to reduce the current rate of spending through actions such as reductions in staff and delaying, scaling back, or suspending certain research and development, sales and marketing programs and other operational goals. -4 -15473000 -32097000 -19170000 -43629000 -22807000 85035000 -602608000 3554000 14.07 46794000 P30D 533100 318100 4169000 Basis of Presentation and Summary of Significant Accounting Policies Basis of Presentation The accompanying unaudited condensed consolidated financial statements have been prepared on a consistent basis with the annual financial statements and in accordance with accounting principles generally accepted in the United States of America ("GAAP") and the requirements of the SEC for interim reporting. Pursuant to these SEC rules and regulations, the Company has condensed or omitted certain financial information and disclosures normally included in annual financial statements prepared in accordance with GAAP. In the opinion of management, the interim consolidated financial statements reflect all adjustments, which include only normal recurring adjustments, considered necessary for a fair statement of the interim periods. The interim results presented herein are not necessarily indicative of the results of operations to be expected for the full year ending December 31, 2024 or for any other interim period. The accompanying unaudited condensed consolidated financial statements and related disclosures should be read in conjunction with the financial statements and notes included in the Company's Annual Report on Form 10-K for the year ended December 31, 2023, as filed with the SEC on March 7, 2024. Principles of Consolidation The Company's unaudited condensed consolidated financial statements include the Company's accounts and those of the Company's wholly owned subsidiaries and have been prepared in conformity with GAAP. All intercompany transactions have been eliminated. Use of Estimates Management is required to make certain estimates and assumptions in order to prepare consolidated financial statements in conformity with GAAP. Such estimates and assumptions affect the reported consolidated financial statements. These estimates include, but are not limited to net revenues, allowance for doubtful accounts, fair value measurements, inventory valuations and stock-based compensation, among others. Management bases estimates on historical experience and on assumptions that management believes are reasonable. The Company's actual results could differ materially from those estimates. Risks and Uncertainties The Company is party to an agreement (as amended, the "Daewoong Agreement") with Daewoong Pharmaceutical Co. Ltd. ("Daewoong"), pursuant to which the Company received an exclusive distribution license to Jeuveau® from Daewoong for aesthetic indications in the United States, European Union, United Kingdom, members of the European Economic Area, Switzerland, Canada, Australia, New Zealand, and South Africa, as well as co-exclusive distribution rights with Daewoong in Japan. Jeuveau® is manufactured by Daewoong in a facility in South Korea. The Company also has the option to negotiate first with Daewoong to secure a distribution license for any product that Daewoong directly or indirectly develops or commercializes that is classified as an injectable botulinum toxin (other than Jeuveau®) in a territory covered by the Daewoong Agreement. The Company relies on Daewoong, its exclusive and sole supplier, to manufacture Jeuveau®. Any termination or loss of significant rights, including exclusivity, under the Daewoong Agreement would materially and adversely affect the Company's commercialization of Jeuveau®. See Note 8. Commitments and Contingencies. and Note 10.. Medytox Settlement Agreements. for additional information. The Company commercially launched Jeuveau® in the United States in May 2019 and in Canada through its distribution partner in October 2019. The Company also began commercially launching Jeuveau® in Europe in September 2022 and in Australia in July 2024 and, as such, has a limited history of sales in those markets. If any previously granted approval to market and sell Jeuveau® is retracted or the Company is denied approval or approval is delayed by regulators in any other jurisdictions, it may have a material adverse impact on the Company's business and its consolidated financial statements. The Company is also subject to risks common to companies in the pharmaceutical industry including, but not limited to, dependency on the commercial success of Jeuveau®, the Company's sole commercial product, significant competition within the medical aesthetics industry, its ability to maintain regulatory approval of Jeuveau®, its ability to obtain regulatory approval for Evolysse™, third party litigation and challenges to its intellectual property, uncertainty of broad adoption of its product by aesthetic practitioners and patients, its ability to in-license, acquire or develop additional product candidates and to obtain the necessary approvals for those product candidates, and the need to scale manufacturing capabilities over time. Any disruption and volatility in the global capital markets, including caused by other events, such as public health crises, increased inflation and rising interest rates, and geopolitical conflicts, including the military conflict between Russia and Ukraine and the ongoing conflict in the Middle East, may increase the Company's cost of capital and adversely affect its ability to access financing when and on terms that the Company desires. Any of these events could have a material adverse effect on the Company's business, financial condition, results of operations and cash flows. Segment Reporting Operating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision-maker. The Company has determined that it operates in a single operating and reportable segment. The Company's chief operating decision maker is its Chief Executive Officer who manages operations and reviews the financial information as a single operating segment for the purposes of allocating resources and evaluating its financial performance. Concentration of Credit Risk Financial instruments that potentially subject the Company to a concentration of credit risk consist of cash and cash equivalents and accounts receivable. Substantially all of the Company's cash is held by financial institutions that management believes are of high credit quality. Such deposits may, at times, exceed federally insured limits. To date, the Company has not experienced any losses associated with this credit risk and continues to believe that this exposure is not significant. The Company invests, or plans to soon invest, its excess cash, in line with its investment policy, primarily in money market funds and debt instruments of U.S. government agencies. The Company's accounts receivable is derived from customers located principally in the United States. Concentrations of credit risk with respect to trade receivables are limited due to the Company's credit evaluation process. The Company does not typically require collateral from its customers. Credit losses historically have not been material. The Company continuously monitors customer payments and maintains an allowance for credit losses based on its assessment of various factors including historical experience, age of the receivable balances, and other current economic conditions or other factors that may affect customers' ability to pay. Cash and Cash Equivalents Cash and cash equivalents consist of cash and highly liquid investments with remaining maturities at purchase of three months or less that can be liquidated without prior notice or penalty. Cash and cash equivalents may include deposits, money market funds and debt securities. Amounts receivable from credit card issuers are typically converted to cash within two to four days of the original sales transaction and are considered to be cash equivalents. Inventories Inventories consist of finished goods held for sale and distribution. Cost is determined based on the estimated amount payable to the Company's supplier, using the first-in, first-out method with prioritization of the items with the earliest expiration dates. Inventory valuation reser<span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">ves are established based on a number of factors including, but not limited to, finished goods not meeting product specifications, product excess and obsolescence, or application of the lower of cost or net realizable value concepts. The determination of events requiring the establishment of inventory valuation reserves, together with the calculation of the amount of such reserves may require judgment. No material inventory valuation reserves have been recorded for the periods presented. Adverse changes in assumptions utilized in the Company's inventory reserve calculations could result in an increase to its inventory valuation reserves. Product cost of sales, excluding amortization of intangible assets, consisted of the inventory cost and certain royalties on the sale of Jeuveau® payable to Medytox pursuant to the Medytox Settlement Agreements (as such term is defined in Note 10. Medytox Settlement Agreements). Fair Value of Financial Instruments Fair value is defined as the exchange price that would be received for an asset or an exit price paid to transfer a liability in an orderly transaction between market participants in a principal market on the measurement date. The fair value hierarchy defines a three-tiered valuation hierarchy for disclosure of fair value measurement is classified and disclosed by the Company in one of the three categories as follows: •Level 1—Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities; •Level 2—Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities in active markets; quoted prices in markets that are not active; or other inputs that are observable, either directly or indirectly, or can be corroborated by observable market data for substantially the full term of the asset or liability; and •Level 3—Prices or valuation techniques that require inputs that are unobservable that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. The categorization of a financial instrument within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. Property and Equipment Property and equipment are stated at cost. Depreciation and amortization are provided using the straight-line method over the estimated useful lives of approximately three to five years. Leasehold improvements are amortized over the shorter of the estimated useful lives of the improvements or the term of the related lease. Goodwill Goodwill represents the excess of the purchase price over the fair value of the net tangible and intangible assets acquired in a business combination. The Company assesses goodwill for impairment annually and whenever events or changes in circumstances indicate that the carrying amount of goodwill may not be recoverable. The Company performs an annual qualitative assessment of its goodwill in the fourth quarter of each calendar year to determine if any events or circumstances exist, such as an adverse change in business climate or a decline in the overall industry demand, that would indicate that it would more likely than not reduce the fair value of a reporting unit below its carrying amount, including goodwill. If events or circumstances do not indicate that the fair value of a reporting unit is below its carrying amount, then goodwill is not considered to be impaired and no further testing is required. For the purpose of impairment testing, the Company has determined that it has one reporting unit. There was no impairment of goodwill for any of the periods presented. Intangible Assets The distribution right intangible asset related to Jeuveau® is amortized over the period the asset is expected to contribute to the future cash flows of the Company. The Company determined the pattern of this intangible asset's future cash flows could not be readily determined with a high level of precision. As a result, the distribution right intangible asset is being amortized on a straight-line basis over the estimated useful life of 20 years. On December 20, 2023, the Company entered into a License, Supply and Distribution Agreement (the "Symatese Europe Agreement"), pursuant to which Symatese granted to the Company an exclusive right to commercialize and distribute four injectable hyaluronic acid product candidates, which are referred to as: (i) Form; (ii) Smooth; (iii) Sculpt and (iv) Lips, in 50 countries in Europe for use in the aesthetics and dermatological fields. A portion of the Symatese Europe Agreement represents the license and distribution right to Evolysse™ in Europe. The definite-lived distribution right intangible asset related to the Evolysse™ nasolabial fold product approved in Europe is amortized on a straight-line basis over the estimated useful life of 15 years. The Company capitalizes certain internal-use software costs associated with the development of its mobile and web-based customer platforms. These costs include personnel expenses and external costs that are directly associated with the software projects. These costs are included as intangible assets in the accompanying condensed consolidated balance sheets. The capitalized internal-use software costs are amortized on a straight-line basis over the estimated useful life of two years upon being placed in service. The Company reviews long-term and identifiable definite-lived intangible assets or asset groups for impairment when events or changes in circumstances indicate that the carrying amount of an asset or asset group may not be recoverable. If the sum of the expected future undiscounted cash flows is less than the carrying amount of the asset or an asset group, further impairment analysis is performed. An impairment loss is measured as the amount by which the carrying amount of the asset or asset groups exceeds the fair value for assets to be held and used or fair value less cost to sell for assets to be disposed of. The Company also reviews the useful lives of its assets periodically to determine whether events and circumstances warrant a revision to the remaining useful life. Changes in the useful life are adjusted prospectively by revising the remaining period over which the asset is amortized. There was no material impairment of long-lived assets for any periods presented. Leases At the inception of a contractual arrangement, the Company determines whether the contract contains a lease by assessing whether there is an identified asset and whether the contract conveys the right to control the use of the identified asset in exchange for consideration over a period of time. If both criteria are met, upon lease commencement, the Company records a lease liability which represents the Company's obligation to make lease payments arising from the lease, and a corresponding right-of-use ("ROU") asset which represents the Company's right to use an underlying asset during the lease term. Operating lease assets and liabilities are included in ROU assets, current portion of operating lease liabilities and noncurrent operating lease liabilities in the accompanying condensed consolidated balance sheets. Operating lease ROU assets and lease liabilities are initially recognized based on the present value of the future minimum lease payments over the lease term at commencement date calculated using the Company's incremental borrowing rate applicable to the underlying asset unless the implicit rate is readily determinable. The incremental borrowing rate, the ROU asset and the lease liability are reevaluated upon a lease modification. Operating lease ROU assets also include any lease payments made at or before lease commencement and exclude any lease incentives received, if any. The Company determines the lease term as the noncancelable period of the lease and may include options to extend or terminate the lease when it is reasonably certain that the Company will exercise such options. The Company's leases do not contain any residual value guarantees. Leases with a term of 12 months or less are not recognized on the condensed consolidated balance sheets. For operating leases, the Company recognized rent expense on a straight-line basis over the lease term. There were no significant finance leases as of September 30, 2024. Contingent Royalty Obligation Payable to Evolus Founders Payment obligations to the founders of Evolus ("Evolus Founders") consist of quarterly royalty payments of a low-single digit percentage of net sales of Jeuveau®. The obligations terminate in the second quarter of 2029, which is the 10-year anniversary of the first commercial sale of Jeuveau® in the United States. Under an amended agreement with the Evolus Founders, the Company recorded the fair value of all revised payment obligations owed to the Evolus Founders. The Company determines the fair value of the contingent royalty obligation payable at each reporting period and based on Level 3 inputs using a discounted cash flows method. Changes in the fair value of the contingent royalty obligation payable are determined at each reporting period end and recorded in operating expenses in the accompanying condensed consolidated statements of operations and comprehensive loss and as a liability in the condensed consolidated balance sheets. Long-Term Debt Long-term debt represents the debt balance with Pharmakon (see Note 6. Term Loans), net of discount and issuance costs. Debt issuance costs represent legal, lender and consulting costs or fees associated with debt financing. Debt discounts and issuance costs are amortized into interest expense over the term of the debt. Foreign Currency Translation The financial statements of foreign subsidiaries are measured using the local currency as the functional currency. Assets and liabilities are translated into U.S. dollars at current exchange rates as of balance sheet date, and income and expense items are translated into U.S. dollars using the average rates of exchange prevailing during the period. Gains and losses arising from translation are recorded in other comprehensive loss as a separate component of stockholders' equity. Foreign currency gains or losses on transactions denominated in a currency other than the Company's functional currency are recorded in other expenses, net in the accompanying condensed consolidated statements of operations and comprehensive loss. Revenue Recognition The Company recognizes revenue when control of the promised goods or services is transferred to its customers, in an amount that reflects the consideration to which the Company expects to be entitled in exchange for the goods or services. In order to achieve that core principle, a five-step approach is applied: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine

the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognize revenue allocated to each performance obligation when the Company satisfies the performance obligation. A performance obligation is a promise in a contract to transfer a distinct good or service to the customer and is the unit of account for revenue recognition. General The Company generates product revenue from the sale of Jeuveau® in the United States, Europe and Australia, and service revenue from the sale of Jeuveau® through a distribution partner in Canada. For product revenue, the Company recognizes revenue when control of the promised goods under a contract is transferred to a customer, in an amount that reflects the consideration the Company expects to receive in exchange for those goods as specified in the customer contract. The transfer of control occurs upon receipt of the goods by the customer since that is when the customer has obtained control of the goods' economic benefits. The Company does not provide any service-type warranties and does not accept product returns except under limited circumstances such as damages in transit or ineffective product. The Company also excludes any amounts related to taxes assessed by governmental authorities from revenue measurement. Shipping and handling costs associated with outbound product freight are accounted for as fulfillment costs and are included in selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss. For service revenue, the Company evaluated the arrangement with the distribution partner in Canada and determined that it acts as an agent in the distribution of Jeuveau® in Canada as it does not control the product before control is transferred to a customer. The indicators of which party exercises control include primary responsibility over performance obligations, inventory risk before the good or service is transferred and discretion in establishing the price. Accordingly, the Company records the sale as service revenue on a net basis. Revenue from services is recognized in the period the service is performed for the amount of consideration expected to be received. Disaggregation of Revenue The Company's disaggregation of revenue is consistent with its operating segment as disclosed above. Gross-to-Net Revenue Adjustments The Company provides customers with discounts, such as trade and volume discounts and prompt pay discounts, that are directly reflected in the invoice price. Revenues are recorded net of sales-related adjustments, wherever applicable, primarily for the volume-based rebates, consumer loyalty programs and co-branded marketing programs. • Volume-Based Rebates — Volume-based rebates are contractually offered to certain customers. The rebates payable to each customer are determined based on the contract and quarterly purchase volumes. • Consumer Loyalty Program — The Company's consumer loyalty program allows participating customers to earn rewards for qualifying treatments to their patients (i.e. consumers) using Jeuveau® and redeem the rewards for Jeuveau® in the future at no additional cost. The loyalty program represents a customer option that provides a material right and, accordingly, is a performance obligation. At the time Jeuveau® product is sold to customers, the invoice price is allocated between the product sold and the estimated material right reward ("Reward") that the customer might redeem in the future. The standalone selling price of the Reward is measured based on estimated average selling price of Jeuveau® at the time of redemption and the expected redemption rate by customers based on historical sales data. The portion of invoice price allocated to the Reward is initially recorded as deferred revenue. Subsequently, when customers redeem the Reward and the related product is delivered, the deferred revenue is recognized in net revenues at that time. • Co-Branded Marketing Programs — The Company offers eligible customers with a certain level of Jeuveau® purchases to receive advertising co-branded with the Company. The co-branded advertising represents a performance obligation. At the time Jeuveau® product is sold to customers, the invoice price is allocated between the product sold and the advertisement. The standalone selling price of the advertisement is measured based on the estimated market value of similar advertisement adjusted for the customer's portion of the advertisement. The portion of invoice price allocated to the advertisement is initially recorded as deferred revenue. Subsequently, when the advertisement airs, the deferred revenue is recognized in net revenues at that time. Contract Balances A contract with a customer states the terms of the sale, including the description, quantity and price of each product purchased. Amounts are recorded as accounts receivable when the Company's right to consideration becomes unconditional. The Company does not have any significant financing components in customer contracts given the expected time between transfer of the promised products and the payment of the associated consideration is less than one year. As of September 30, 2024 and December 31, 2023, all amounts included in accounts receivable, net on the accompanying condensed consolidated balance sheets are related to contracts with customers. The Company did not have any contract assets nor unbilled receivables as of September 30, 2024 or December 31, 2023. Contract liabilities reflect estimated amounts that the Company is obligated to pay to customers or patients primarily under the rebate and deferred revenue associated with Rewards under the consumer loyalty program and co-branded marketing programs. The Company's contract liabilities are included in accounts payable and accrued expenses in the accompanying condensed consolidated balance sheets. As of September 30, 2024 and December 31, 2023, the accrued revenue contract liabilities, primarily related to volume-based rebates, consumer loyalty program and co-branded marketing programs, were $13,231 and $11,033, respectively, which were recorded in accrued expenses in the accompanying condensed consolidated balance sheets. For the three and nine months ended September 30, 2024, provisions for rebate, consumer loyalty programs and co-branded marketing programs were $8,732 and $26,728, respectively which were offset by related payments, redemptions and adjustments of $7,226 and $24,514, respectively, which were recorded as adjustments to gross revenues in the accompanying condensed consolidated statement of operations. For the three and nine months ended September 30, 2023, provisions for rebate, consumer loyalty programs and co-branded marketing programs were $6,762 and $22,264, respectively, which were offset by related payments, redemptions and adjustments of $6,924 and $22,495, respectively, which were recorded as adjustments to gross revenues in the accompanying condensed consolidated statement of operations. During the nine months ended September 30, 2024 and 2023, the Company recognized $10,078 and $7,751, respectively, of revenue related to amounts included in contract liabilities at the beginning of the period and did not recognize any revenue related to changes in transaction prices regarding its contracts with customers from previous periods. Collectability Accounts receivable are recorded at the invoiced amount and do not bear interest. At the time of contract inception or new customer account set-up, the Company performs a collectability assessment of the customer's creditworthiness. The Company assesses the probability that the Company will collect the entitled consideration in exchange for the goods sold, by considering the customer's ability and intention to pay when consideration is due. The Company's expected loss allowance methodology for accounts receivable is developed using historical collection experience, current and future economic and market conditions and periodic evaluation of customers' receivables balances using relevant available information, from internal and external sources, relating to past events, current conditions and forecasts. Historical credit loss experience provides the basis for estimation of expected credit losses and are adjusted as necessary using the relevant information available. The Company writes off accounts receivable balances when it is determined that there is no possibility of collection. As of September 30, 2024 and December 31, 2023, allowance for credit losses was $2,282 and $1,490, respectively. For the three and nine months ended September 30, 2024, the provision for bad debts was $889 and $1,659, respectively, and write-offs, net of recoveries was $665 and $866, respectively. For the three and nine months ended September 30, 2023, the provision for bad debts was $1,012 and $1,354, respectively, and the write-offs, net of recoveries was $1,057 and $955, respectively. Practical Expedients The Company expenses sales commissions when incurred as the amortization period is one year or less. These costs are recorded within selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss. The Company does not adjust the amount of promised consideration for the effects of the time value of money for contracts in which the anticipated period between when the Company transfers the goods or services to the customer and when the customer pays within one year. Research and Development Expenses Research and development costs are expensed as incurred. Research and development expenses include personnel-related costs, costs associated with pre-clinical and clinical development activities, costs associated with and costs for prototype products that are manufactured prior to market approval for that prototype product, internal and external costs associated with the Company's regulatory compliance and quality assurance functions, including the costs of outside consultants and contractors that assist in the process of submitting and maintaining regulatory filings, and overhead costs, including allocated facility related expenses. <span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-style:italic;font-weight:700;line-height:120%">In-process Research and Development Intangible assets acquired that are used for research and development, do not yet have regulatory approval for commercialization, and have no future alternative use are expensed as in-process research and development. Symatese U.S. Agreement On May 9, 2023, the Company and Symatese entered into a License, Supply and Distribution Agreement (the "Symatese U.S. Agreement"), pursuant to which Symatese granted to the Company an exclusive right to commercialize and distribute its five injectable hyaluronic acid product candidates, including the products referred to as: (i) Form; (ii) Smooth; (iii) Sculpt; (iv) Lips; and (v) Eye (collectively, the "Products"), in the United States for use in the aesthetics and dermatological field of use. The Company also has the right of first negotiation to obtain a license from Symatese to commercialize and distribute any new products developed using the same technology as the Evolysse™ line of injectable hyaluronic acid gels. As consideration for the rights granted under the Symatese U.S. Agreement, the Company is required to make up to €16,200 in milestone payments to Symatese, including an initial payment of €4,100 within 30 days of execution of the Symatese U.S. Agreement, and additional annual payments of €1,600 in June 2025, €4,100 in June 2026, €3,200 in June 2027, and €3,200 in June 2028, in each case subject to three of the Products gaining approval prior to that date. In June 2023, the Company paid $4,441 as an upfront payment upon the signing of the Symatese U.S. Agreement and has developmental costs, ongoing milestone and royalty payment obligations. The Symatese U.S. Agreement is also subject to minimum purchase requirements and failure to meet such requirements may result in a reduction or termination of the Company's exclusive rights, subject to certain exceptions. Additionally, the Company agreed to a specified cost-sharing agreement with Symatese related to the registration of the Lips and Eye Products with the FDA. The initial term of the Symatese U.S. Agreement is fifteen (15) years from the first FDA approval of a Product, with automatic renewals for successive five (5)-year terms subject to the terms of the Symatese U.S. Agreement. The upfront payment of $4,441 was recorded as in-process research and development expense. Symatese Europe Agreement On December 20, 2023, the Company entered into the Symatese Europe Agreement, pursuant to which Symatese granted to us an exclusive right to commercialize and distribute four injectable hyaluronic acid gel candidates, which are referred to as: (i) Form; (ii) Smooth; (iii) Sculpt and (iv) Lips, in 50 countries in Europe for use in the aesthetics and dermatological fields. In exchange for the rights granted under the Symatese Europe Agreement, the Company issued 610,000 shares of common stock and is required to pay two milestone payments: (i) €1,200 on the second anniversary of certain regulatory approvals, and (ii) €1,900 on the earlier of the third anniversary of certain regulatory approvals or following a year in which the Company achieves €25,000 in revenue in Europe. In October 2024, regulatory approval was received in the European Union for four products in the Evolysse™ line. The Symatese Europe Agreement is also subject to minimum purchase requirements and failure to meet such requirements may result in a reduction or termination of the Company's exclusive rights, subject to certain exceptions. The initial agreement is for a term of fifteen (15) years, with automatic year renewal provisions. Upon the receiving of regulatory approval for the Evolysse™ nasolabial fold product in Europe, the Company recorded $4,429 in in-process research and development expense and $1,476 in intangible assets in December 2023 for the stock issuance of 610,000 shares. The intangible assets of $1,476 represents the value of the approved nasolabial fold product in Europe and is amortized over its estimated useful life. Litigation Settlement In connection with a litigation settlement, $5,000 was paid in the first quarter of 2023 and for the period from September 17, 2022 to September 16, 2032, the Company agreed to pay Medytox a mid-single digit royalty percentage on all net sales of Jeuveau®. The royalty payments are made quarterly and recorded as product cost of sales on the accompanying condensed consolidated statements of operations and comprehensive loss in the periods the royalties are incurred. See Note 10.   Medytox Settlement Agreements for the details of all litigation settlement agreements. Stock-Based Compensation The Company recognizes stock-based compensation expense for employees, consultants and members of the Board of Directors based on the fair value at the date of grant. The Company uses the Black-Scholes option pricing model to value stock option grants. The Black-Scholes option pricing model requires the input of subjective assumptions, including the expected volatility of the Company's common stock, expected risk-free interest rate, and the option's expected life. The fair value of the Company's restricted stock units ("RSUs") is based on the fair value on the grant date of the Company's common stock. The Company also evaluates the impact of modifications made to the original terms of equity awards when they occur. The Company uses a Monte Carlo simulation model to determine the fair value of performance units with market conditions at the grant date. The Monte Carlo simulation model involves the generation of a large number of possible stock price outcomes for the Company's stock which is assumed to follow a Geometric Brownian Motion. The use of the Monte Carlo simulation model requires the input of a number of assumptions including expected volatility of the Company's stock price, which is based on the historical volatility of its stock; risk-free interest rate, which is based on the treasury zero-coupon yield commensurate with the term of the performance unit as of the grant date; and expected dividends as applicable, which is zero, as the Company has never paid any cash dividends. The fair value of stock options and RSUs with service conditions that are expected to vest is amortized on a straight-line basis over the requisite service period. Stock-based compensation for RSUs with performance or market conditions is recorded over the requisite service period using the accelerated attribution method. The Company recognizes stock-based compensation for RSUs with performance conditions when it is probable that those performance conditions will be met. Stock-based compensation expense is recognized net of actual forfeitures when they occur, as an increase to additional paid-in capital in the condensed consolidated balance sheets and in the selling, general and administrative or research and development expenses in the condensed consolidated statements of operations and comprehensive loss. Income Taxes The Company applies an estimated annual effective tax rate ("ETR") approach for calculating a tax provision or benefit for interim periods, as required under GAAP. The Company recorded an income tax expense of $134 and $24 for the three months ended September 30, 2024 and 2023, respectively, and an income tax expense of $224 and $70 for the nine months ended September 30, 2024 and 2023, respectively. The Company's ETR differs from the U.S. federal statutory tax rate of 21% for the three and nine months ended September 30, 2024 and 2023, primarily as a result of the impact of the change of the valuation allowance to offset its deferred tax assets. A valuation allowance is recorded against deferred tax assets to reduce the net carrying value when it is more likely than not that some portion or all of a deferred tax asset will not be realized. In making such a determination, the Company considers all available positive and negative evidence, including future reversals of existing taxable temporary differences, projected future taxable income, and ongoing prudent and feasible tax planning strategies in assessing the amount of the valuation allowance. When the Company establishes or reduces the valuation allowance against its deferred tax assets, its provision for income taxes will increase or decrease, respectively, in the period such determination is made. Additionally, the Company recognizes the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities based on the technical merits of the position. The tax benefit recognized in the consolidated financial statements for a particular tax position is based on the largest benefit that is more likely than not to be realized upon settlement. Accordingly, the Company establishes reserves for uncertain tax positions. The Company monitors changes to the tax laws in the states it conducts business and files corporate income tax returns. The Company does not expect that changes to state tax laws through September 30, 2024 to materially impact its condensed consolidated financial statements. Net Loss Per Share Basic net loss per share is computed by dividing the net loss by the weighted-average number of shares of common stock outstanding during the period including contingently issuable shares. Diluted earnings per share is based on the treasury stock method and includes the effect from potential issuance of ordinary shares, such as shares issuable pursuant to the exercise of stock options and the vesting of restricted stock units. Because the impact of the options and non-vested RSUs are anti-dilutive during periods of net loss, there was no difference between the weighted-average number of shares used to calculate basic and diluted net loss per common share for the periods presented. Excluded from the dilutive net loss per share computation for the three and nine months ended September 30, 2024 and 2023 were stock options of 6,188,670 and 5,810,702, respectively, and non-vested RSUs of 4,117,747 and 4,035,380, respectively, because their inclusion would have been anti-dilutive. Although these securities were anti-dilutive for these periods, they could be dilutive in future periods. Recent Accounting Pronouncements Recent Accounting Pronouncements Issued But Not Adopted In December 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. This update requires disaggregated information about a reporting entity's effective tax rate reconciliation as well as information on income taxes paid. ASU No. 2023-09 is effective for public entities with annual periods beginning after December 15, 2024, with early adoption permitted. The Company is currently evaluating the impact of this guidance on its consolidated financial statements. In November 2023, the FASB issued ASU No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. This update requires public entities to disclose information about their reportable segments' significant expenses and other segment items on an interim and annual basis. Public entities with a single reportable segment are required to apply the disclosure requirements in ASU 2023-07, as well as all existing segment disclosures and reconciliation requirements in ASC 280, on an interim and annual basis. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023 and for interim periods beginning after December 15, 2024, with early adoption permitted. The Company is currently evaluating the impact of this guidance on its consolidated financial statements. Other recent accounting pronouncements issued by the FASB (including its Emerging Issues Task Force), the American Institute of Certified Public Accountants, and the SEC did not, or are not believed by management to, have a material impact on the Company's present or future financial position, results of operations or cash flows. <span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-style:italic;font-

weight:700;line-height:120%">Basis of Presentation The accompanying unaudited condensed consolidated financial statements have been prepared on a consistent basis with the annual financial statements and in accordance with accounting principles generally accepted in the United States of America ("GAAP") and the requirements of the SEC for interim reporting. Pursuant to these SEC rules and regulations, the Company has condensed or omitted certain financial information and disclosures normally included in annual financial statements prepared in accordance with GAAP. In the opinion of management, the interim consolidated financial statements reflect all adjustments, which include only normal recurring adjustments, considered necessary for a fair statement of the interim periods. The interim results presented herein are not necessarily indicative of the results of operations to be expected for the full year ending December 31, 2024 or for any other interim period. The accompanying unaudited condensed consolidated financial statements and related disclosures should be read in conjunction with the financial statements and notes included in the Company's Annual Report on Form 10-K for the year ended December 31, 2023, as filed with the SEC on March 7, 2024. Principles of Consolidation The Company's unaudited condensed consolidated financial statements include the Company's accounts and those of the Company's wholly owned subsidiaries and have been prepared in conformity with GAAP. All intercompany transactions have been eliminated. Use of Estimates Management is required to make certain estimates and assumptions in order to prepare consolidated financial statements in conformity with GAAP. Such estimates and assumptions affect the reported consolidated financial statements. These estimates include, but are not limited to net revenues, allowance for doubtful accounts, fair value measurements, inventory valuations and stock-based compensation, among others. Management bases estimates on historical experience and on assumptions that management believes are reasonable. The Company's actual results could differ materially from those estimates. Risks and Uncertainties The Company is party to an agreement (as amended, the "Daewoong Agreement") with Daewoong Pharmaceutical Co. Ltd. ("Daewoong"), pursuant to which the Company received an exclusive distribution license to Jeuveau® from Daewoong for aesthetic indications in the United States, European Union, United Kingdom, members of the European Economic Area, Switzerland, Canada, Australia, New Zealand, and South Africa, as well as co-exclusive distribution rights with Daewoong in Japan. Jeuveau® is manufactured by Daewoong in a facility in South Korea. The Company also has the option to negotiate first with Daewoong to secure a distribution license for any product that Daewoong directly or indirectly develops or commercializes that is classified as an injectable botulinum toxin (other than Jeuveau®) in a territory covered by the Daewoong Agreement. The Company relies on Daewoong, its exclusive and sole supplier, to manufacture Jeuveau®. Any termination or loss of significant rights, including exclusivity, under the Daewoong Agreement would materially and adversely affect the Company's commercialization of Jeuveau®. See Note 8. Commitments and Contingencies and Note 10. Medytox Settlement Agreements for additional information. The Company commercially launched Jeuveau® in the United States in May 2019 and in Canada through its distribution partner in October 2019. The Company also began commercially launching Jeuveau® in Europe in September 2022 and in Australia in July 2024 and, as such, has a limited history of sales in those markets. If any previously granted approval to market and sell Jeuveau® is retracted or the Company is denied approval or approval is delayed by regulators in any other jurisdictions, it may have a material adverse impact on the Company's business and its consolidated financial statements. The Company is also subject to risks common to companies in the pharmaceutical industry including, but not limited to, dependency on the commercial success of Jeuveau®, the Company's sole commercial product, significant competition within the medical aesthetics industry, its ability to maintain regulatory approval of Jeuveau®, its ability to obtain regulatory approval for Evolysse™, third party litigation and challenges to its intellectual property, uncertainty of broad adoption of its product by aesthetic practitioners and patients, its ability to in-license, acquire or develop additional product candidates and to obtain the necessary approvals for those product candidates, and the need to scale manufacturing capabilities over time. Any disruption and volatility in the global capital markets, including caused by other events, such as public health crises, increased inflation and rising interest rates, and geopolitical conflicts, including the military conflict between Russia and Ukraine and the ongoing conflict in the Middle East, may increase the Company's cost of capital and adversely affect its ability to access financing when and on terms that the Company desires. Any of these events could have a material adverse effect on the Company's business, financial condition, results of operations and cash flows. Concentration of Credit Risk Financial instruments that potentially subject the Company to a concentration of credit risk consist of cash and cash equivalents and accounts receivable. Substantially all of the Company's cash is held by financial institutions that management believes are of high credit quality. Such deposits may, at times, exceed federally insured limits. To date, the Company has not experienced any losses associated with this credit risk and continues to believe that this exposure is not significant. The Company invests, or plans to soon invest, its excess cash, in line with its investment policy, primarily in money market funds and debt instruments of U.S. government agencies. The Company's accounts receivable is derived from customers located principally in the United States. Concentrations of credit risk with respect to trade receivables are limited due to the Company's credit evaluation process. The Company does not typically require collateral from its customers. Credit losses historically have not been material. The Company continuously monitors customer payments and maintains an allowance for credit losses based on its assessment of various factors including historical experience, age of the receivable balances, and other current economic conditions or other factors that may affect customers' ability to pay. Segment Reporting Operating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision-maker. The Company has determined that it operates in a single operating and reportable segment. The Company's chief operating decision maker is its Chief Executive Officer who manages operations and reviews the financial information as a single operating segment for the purposes of allocating resources and evaluating its financial performance. Cash and Cash Equivalents Cash and cash equivalents consist of cash and highly liquid investments with remaining maturities at purchase of three months or less that can be liquidated without prior notice or penalty. Cash and cash equivalents may include deposits, money market funds and debt securities. Amounts receivable from credit card issuers are typically converted to cash within two to four days of the original sales transaction and are considered to be cash equivalents. Inventories Inventories consist of finished goods held for sale and distribution. Cost is determined based on the estimated amount payable to the Company's supplier, using the first-in, first-out method with prioritization of the items with the earliest expiration dates. Inventory valuation reserves are established based on a number of factors including, but not limited to, finished goods not meeting product specifications, product excess and obsolescence, or application of the lower of cost or net realizable value concepts. The determination of events requiring the establishment of inventory valuation reserves, together with the calculation of the amount of such reserves may require judgment. No material inventory valuation reserves have been recorded for the periods presented. Adverse changes in assumptions utilized in the Company's inventory reserve calculations could result in an increase to its inventory valuation reserves. Product cost of sales, excluding amortization of intangible assets, consisted of the inventory cost and certain royalties on the sale of Jeuveau® payable to Medytox pursuant to the Medytox Settlement Agreements (as such term is defined in Note 10. Medytox Settlement Agreements). Fair Value of Financial Instruments Fair value is defined as the exchange price that would be received for an asset or an exit price paid to transfer a liability in an orderly transaction between market participants in a principal market on the measurement date. The fair value hierarchy defines a three-tiered valuation hierarchy for disclosure of fair value measurement is classified and disclosed by the Company in one of the three categories as follows: •Level 1—Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted

assets or liabilities; •Level 2—Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities in active markets; quoted prices in markets that are not active; or other inputs that are observable, either directly or indirectly, or can be corroborated by observable market data for substantially the full term of the asset or liability; and •Level 3—Prices or valuation techniques that require inputs that are unobservable that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. The categorization of a financial instrument within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. Property and Equipment Property and equipment are stated at cost. Depreciation and amortization are provided using the straight-line method over the estimated useful lives of approximately three to five years. Leasehold improvements are amortized over the shorter of the estimated useful lives of the improvements or the term of the related lease. P5Y Goodwill Goodwill represents the excess of the purchase price over the fair value of the net tangible and intangible assets acquired in a business combination. The Company assesses goodwill for impairment annually and whenever events or changes in circumstances indicate that the carrying amount of goodwill may not be recoverable. The Company performs an annual qualitative assessment of its goodwill in the fourth quarter of each calendar year to determine if any events or circumstances exist, such as an adverse change in business climate or a decline in the overall industry demand, that would indicate that it would more likely than not reduce the fair value of a reporting unit below its carrying amount, including goodwill. If events or circumstances do not indicate that the fair value of a reporting unit is below its carrying amount, then goodwill is not considered to be impaired and no further testing is required. For the purpose of impairment testing, the Company has determined that it has one reporting unit. 1 0 0 0 0 Intangible Assets The distribution right intangible asset related to Jeuveau® is amortized over the period the asset is expected to contribute to the future cash flows of the Company. The Company determined the pattern of this intangible asset's future cash flows could not be readily determined with a high level of precision. As a result, the distribution right intangible asset is being amortized on a straight-line basis over the estimated useful life of 20 years. On December 20, 2023, the Company entered into a License, Supply and Distribution Agreement (the "Symatese Europe Agreement"), pursuant to which Symatese granted to the Company an exclusive right to commercialize and distribute four injectable hyaluronic acid product candidates, which are referred to as: (i) Form; (ii) Smooth; (iii) Sculpt and (iv) Lips, in 50 countries in Europe for use in the aesthetics and dermatological fields. A portion of the Symatese Europe Agreement represents the license and distribution right to Evolysse™ in Europe. The definite-lived distribution right intangible asset related to the Evolysse™ nasolabial fold product approved in Europe is amortized on a straight-line basis over the estimated useful life of 15 years. The Company capitalizes certain internal-use software costs associated with the development of its mobile and web-based customer platforms. These costs include personnel expenses and external costs that are directly associated with the software projects. These costs are included as intangible assets in the accompanying condensed consolidated balance sheets. The capitalized internal-use software costs are amortized on a straight-line basis over the estimated useful life of two years upon being placed in service. The Company reviews long-term and identifiable definite-lived intangible assets or asset groups for impairment when events or changes in circumstances indicate that the carrying amount of an asset or asset group may not be recoverable. If the sum of the expected future undiscounted cash flows is less than the carrying amount of the asset or an asset group, further impairment analysis is performed. An impairment loss is measured as the amount by which the carrying amount of the asset or asset groups exceeds the fair value for assets to be held and used or fair value less cost to sell for assets to be disposed of. The Company also reviews the useful lives of its assets periodically to determine whether events and circumstances warrant a revision to the remaining useful life. Changes in the useful life are adjusted prospectively by revising the remaining period over which the asset is amortized. P20Y 4 50 P15Y P2Y 0 0 0 0 Leases At the inception of a contractual arrangement, the Company determines whether the contract contains a lease by assessing whether there is an identified asset and whether the contract conveys the right to control the use of the identified asset in exchange for consideration over a period of time. If both criteria are met, upon lease commencement, the Company records a lease liability which represents the Company's obligation to make lease payments arising from the lease, and a corresponding right-of-use ("ROU") asset which represents the Company's right to use an underlying asset during the lease term. Operating lease assets and liabilities are included in ROU assets, current portion of operating lease liabilities and noncurrent operating lease liabilities in the accompanying condensed consolidated balance sheets. Operating lease ROU assets and lease liabilities are initially recognized based on the present value of the future minimum lease payments over the lease term at commencement date calculated using the Company's incremental borrowing rate applicable to the underlying asset unless the implicit rate is readily determinable. The incremental borrowing rate, the ROU asset and the lease liability are reevaluated upon a lease modification. Operating lease ROU assets also include any lease payments made at or before lease commencement and exclude any lease incentives received, if any. The Company determines the lease term as the noncancelable period of the lease and may include options to extend or terminate the lease when it is reasonably certain that the Company will exercise such options. The Company's leases do not contain any residual value guarantees. Leases with a term of 12 months or less are not recognized on the condensed consolidated balance sheets. For operating leases, the Company recognized rent expense on a straight-line basis over the lease term. Contingent Royalty Obligation Payable to Evolus Founders Payment obligations to the founders of Evolus ("Evolus Founders") consist of quarterly royalty payments of a low-single digit percentage of net sales of Jeuveau®. The obligations terminate in the second quarter of 2029, which is the 10-year anniversary of the first commercial sale of Jeuveau® in the United States. Under an amended agreement with the Evolus Founders, the Company recorded the fair value of all revised payment obligations owed to the Evolus Founders. The Company determines the fair value of the contingent royalty obligation payable at each reporting period end based on Level 3 inputs using a discounted cash flows method. Changes in the fair value of the contingent royalty obligation payable are determined at each reporting period end and recorded in operating expenses in the accompanying condensed consolidated statements of operations and comprehensive loss and as a liability in the condensed consolidated balance sheets. P10Y Long-Term Debt Long-term debt represents the debt balance with Pharmakon (see Note 6. Term Loans), net of discount and issuance costs. Debt issuance costs represent legal, lender and consulting costs or fees associated with debt financing. Debt discounts and issuance costs are amortized into interest expense over the term of the debt. Foreign Currency Translation The financial statements of foreign subsidiaries are measured using the local currency as the functional currency. Assets and liabilities are translated into U.S. dollars at current exchange rates as of balance sheet date, and income and expense items are translated into U.S. dollars using the average rates of exchange prevailing during the period. Gains and losses arising from translation are recorded in other comprehensive loss as a separate component of stockholders' equity. Foreign currency gains or losses on transactions denominated in a currency other than the Company's functional currency are recorded in other expenses, net in the accompanying condensed consolidated statements of operations and comprehensive loss. Revenue Recognition The Company recognizes revenue when control of the promised goods or services is transferred to its customers, in an amount that reflects the consideration to which the Company expects to be entitled in exchange for the goods or services. In order to achieve that core principle, a five-step approach is applied: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognize revenue allocated to each performance obligation when the Company satisfies the performance obligation. A performance obligation is a promise in a contract to transfer a distinct good or service to the customer and is the unit of account for revenue recognition. General The Company generates product revenue from the sale of Jeuveau® in the United States, Europe and Australia, and service revenue from the sale of Jeuveau® through a distribution partner in Canada. For product revenue, the Company recognizes revenue when control of the promised goods under a contract is transferred to a customer, in an amount that reflects the consideration the Company expects to receive in exchange for those goods as specified in the customer contract. The transfer of control occurs upon receipt of the goods by the customer since that is when the customer has obtained control of the goods' economic benefits. The Company does not provide any service-type warranties and does not accept product returns except under limited circumstances such as damages in transit or ineffective product. The Company also excludes any amounts related to taxes assessed by governmental authorities from revenue measurement. Shipping and handling costs associated with outbound product freight are accounted for as fulfillment costs and are included in selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss. For service revenue, the Company evaluated the arrangement with the distribution partner in Canada and determined that it acts as an agent in the distribution of Jeuveau® in Canada as it does not control the product before control is transferred to a customer. The indicators of which party exercises control include primary responsibility over performance obligations, inventory risk before the good or service is transferred and discretion in establishing the price. Accordingly, the Company records the sale as service revenue on a net basis. Revenue from services is recognized in the period the service is performed for the amount of consideration expected to be received. Disaggregation of Revenue <span style="color:#000000;font-

family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">The Company's disaggregation of revenue is consistent with its operating segment as disclosed above. Gross-to-Net Revenue Adjustments The Company provides customers with discounts, such as trade and volume discounts and prompt pay discounts, that are directly reflected in the invoice price. Revenues are recorded net of sales-related adjustments, wherever applicable, primarily for the volume-based rebates, consumer loyalty programs and co-branded marketing programs. •Volume-Based Rebates — Volume-based rebates are contractually offered to certain customers. The rebates payable to each customer are determined based on the contract and quarterly purchase volumes. •Consumer Loyalty Program — The Company's consumer loyalty program allows participating customers to earn rewards for qualifying treatments to their patients (i.e. consumers) using Jeuveau® and redeem the rewards for Jeuveau® in the future at no additional cost. The loyalty program represents a customer option that provides a material right and, accordingly, is a performance obligation. At the time Jeuveau® product is sold to customers, the invoice price is allocated between the product sold and the estimated material right reward ("Reward") that the customer might redeem in the future. The standalone selling price of the Reward is measured based on estimated average selling price of Jeuveau® at the time of redemption and the expected redemption rate by customers based on historical sales data. The portion of invoice price allocated to the Reward is initially recorded as deferred revenue. Subsequently, when customers redeem the Reward and the related product is delivered, the deferred revenue is recognized in net revenues at that time. •Co-Branded Marketing Programs — The Company offers eligible customers with a certain level of Jeuveau® purchases to receive advertising co-branded with the Company. The co-branded advertising represents a performance obligation. At the time Jeuveau® product is sold to customers, the invoice price is allocated between the product sold and the advertisement. The standalone selling price of the advertisement is measured based on the estimated market value of similar advertisement adjusted for the customer's portion of the advertisement. The portion of invoice price allocated to the advertisement is initially recorded as deferred revenue. Subsequently, when the advertisement airs, the deferred revenue is recognized in net revenues at that time. Contract Balances A contract with a customer states the terms of the sale, including the description, quantity and price of each product purchased. Amounts are recorded as accounts receivable when the Company's right to consideration becomes unconditional. The Company does not have any significant financing components in customer contracts given the expected time between transfer of the promised products and the payment of the associated consideration is less than one year. As of September 30, 2024 and December 31, 2023, all amounts included in accounts receivable, net on the accompanying condensed consolidated balance sheets are related to contracts with customers. The Company did not have any contract assets nor unbilled receivables as of September 30, 2024 or December 31, 2023. Contract liabilities reflect estimated amounts that the Company is obligated to pay to customers or patients primarily under the rebate and deferred revenue associated with Rewards under the consumer loyalty program and co-branded marketing programs. The Company's contract liabilities are included in accounts payable and accrued expenses in the accompanying condensed consolidated balance sheets. As of September 30, 2024 and December 31, 2023, the accrued revenue contract liabilities, primarily related to volume-based rebates, consumer loyalty program and co-branded marketing programs, were $13,231 and $11,033, respectively, which were recorded in accrued expenses in the accompanying condensed consolidated balance sheets. For the three and nine months ended September 30, 2024, provisions for rebate, consumer loyalty programs and co-branded marketing programs were $8,732 and $26,728, respectively which were offset by related payments, redemptions and adjustments of $7,226 and $24,514, respectively, which were recorded as adjustments to gross revenues in the accompanying condensed consolidated statement of operations. For the three and nine months ended September 30, 2023, provisions for rebate, consumer loyalty programs and co-branded marketing programs were $6,762 and $22,264, respectively, which were offset by related payments, redemptions and adjustments of $6,924 and $22,495, respectively, which were recorded as adjustments to gross revenues in the accompanying condensed consolidated statement of operations. During the nine months ended September 30, 2024 and 2023, the Company recognized $10,078 and $7,751, respectively, of revenue related to amounts included in contract liabilities at the beginning of the period and did not recognize any revenue related to changes in transaction prices regarding its contracts with customers from previous periods. Collectability Accounts receivable are recorded at the invoiced amount and do not bear interest. At the time of contract inception or new customer account set-up, the Company performs a collectability assessment of the customer's creditworthiness. The Company assesses the probability that the Company will collect the entitled consideration in exchange for the goods sold, by considering the customer's ability and intention to pay when consideration is due. The Company's expected loss allowance methodology for accounts receivable is developed using historical collection experience, current and future economic and market conditions and periodic evaluation of customers' receivables balances using relevant available information, from internal and external sources, relating to past events, current conditions and forecasts. Historical credit loss experience provides the basis for estimation of expected credit losses and are adjusted as necessary using the relevant information available. The Company writes off accounts receivable balances when it is determined that there is no possibility of collection. As of September 30, 2024 and December 31, 2023, allowance for credit losses was $2,282 and $1,490, respectively. For the three and nine months ended September 30, 2024, the provision for bad debts was $889 and $1,659, respectively, and write-offs, net of recoveries was $665 and $866, respectively. For the three and nine months ended September 30, 2023, the provision for bad debts was $1,012 and $1,354, respectively, and the write-offs, net of recoveries was $1,057 and $955, respectively. Practical Expedients The Company expenses sales commissions when incurred as the amortization period is one year or less. These costs are recorded within selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss. The Company does not adjust the amount of promised consideration for the effects of the time value of money for contracts in which the anticipated period between when the Company transfers the goods or services to the customer and when the customer pays within one year. 13231000 11033000 8732000 26728000 7226000 24514000 6762000 22264000 6924000 22495000 10078000 7751000 2282000 1490000 889000 1659000 665000 866000 1012000 1354000 1057000 955000 Research and Development Expenses Research and development costs are expensed as incurred. Research and development expenses include personnel-related costs, costs associated with pre-clinical and clinical development activities, costs associated with and costs for prototype products that are manufactured prior to market approval for that prototype product, internal and external costs associated with the Company's regulatory compliance and quality assurance functions, including the costs of outside consultants and contractors that assist in the process of submitting and maintaining regulatory filings, and overhead costs, including allocated facility related expenses. In-process Research and Development Intangible assets acquired that are used for research and development, do not yet have regulatory approval for commercialization, and have no future alternative use are expensed as in-process research and development. 5 16200000 4100000 P30D 1600000 4100000 3200000 3200000 3 4441000 P15Y P5Y 4441000 4 50 610000 2 1200000 1900000 25000000 4 P15Y 4429000 1476000 610000 1476000 5000000 Stock-Based Compensation The Company recognizes stock-based compensation expense for employees, consultants and members of the Board of Directors based on the fair value at the date of grant. The Company uses the Black-Scholes option pricing model to value stock option grants. The Black-Scholes option pricing model requires the input of subjective assumptions, including the expected volatility of the Company's common stock, expected risk-free interest rate, and the option's expected life. The fair value of the Company's restricted stock units ("RSUs") is based on the fair value on the grant date of the Company's common stock. The Company also evaluates the impact of modifications made to the original terms of equity awards when they occur. The Company uses a Monte Carlo simulation model to determine the fair value of performance units with market conditions at the grant date. The Monte Carlo simulation model involves the generation of a large number of possible stock price outcomes for the Company's stock which is assumed to follow a Geometric Brownian Motion. The use of the Monte Carlo simulation model requires the input of a number of assumptions including expected volatility of the Company's stock price, which is based on the historical volatility of its stock; risk-free interest rate, which is based on the treasury zero-coupon yield commensurate with the term of the performance unit as of the grant date; and expected dividends as applicable, which is zero, as the Company has never paid any cash dividends. The fair value of stock options and RSUs with service conditions that are expected to vest is amortized on a straight-line basis over the requisite service period. Stock-based compensation for RSUs with performance or market conditions is recorded over the requisite service period using the accelerated attribution method. The Company recognizes stock-based compensation for RSUs with performance conditions when it is probable that those performance conditions will be met. Stock-based compensation expense is recognized net of actual forfeitures when they occur, as an increase to additional paid-in capital in the condensed consolidated balance sheets and in the selling, general and administrative or research and development expenses in the condensed consolidated statements of operations and comprehensive loss. <div style="margin-bottom:10pt;padding-

right:6.75pt">Income Taxes The Company applies an estimated annual effective tax rate ("ETR") approach for calculating a tax provision or benefit for interim periods, as required under GAAP. The Company recorded an income tax expense of $134 and $24 for the three months ended September 30, 2024 and 2023, respectively, and an income tax expense of $224 and $70 for the nine months ended September 30, 2024 and 2023, respectively. The Company's ETR differs from the U.S. federal statutory tax rate of 21% for the three and nine months ended September 30, 2024 and 2023, primarily as a result of the impact of the change of the valuation allowance to offset its deferred tax assets. </div><div style="margin-bottom:9pt">A valuation allowance is recorded against deferred tax assets to reduce the net carrying value when it is more likely than not that some portion or all of a deferred tax asset will not be realized. In making such a determination, the Company considers all available positive and negative evidence, including future reversals of existing taxable temporary differences, projected future taxable income, and ongoing prudent and feasible tax planning strategies in assessing the amount of the valuation allowance. When the Company establishes or reduces the valuation allowance against its deferred tax assets, its provision for income taxes will increase or decrease, respectively, in the period such determination is made.</div><div style="margin-bottom:9pt">Additionally, the Company recognizes the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities based on the technical merits of the position. The tax benefit recognized in the consolidated financial statements for a particular tax position is based on the largest benefit that is more likely than not to be realized upon settlement. Accordingly, the Company establishes reserves for uncertain tax positions.</div><div style="margin-bottom:9pt">The Company monitors changes to the tax laws in the states it conducts business and files corporate income tax returns. The Company does not expect that changes to state tax laws through September 30, 2024 to materially impact its condensed consolidated financial statements.</div> 134000 24000 224000 70000 <div style="margin-bottom:10pt">Net Loss Per Share</div><div style="margin-bottom:9pt">Basic net loss per share is computed by dividing the net loss by the weighted-average number of shares of common stock outstanding during the period including contingently issuable shares. Diluted earnings per share is based on the treasury stock method and includes the effect from potential issuance of ordinary shares, such as shares issuable pursuant to the exercise of stock options and the vesting of restricted stock units. Because the impact of the options and non-vested RSUs are anti-dilutive during periods of net loss, there was no difference between the weighted-average number of shares used to calculate basic and diluted net loss per common share for the periods presented. Excluded from the dilutive net loss per share computation for the three and nine months ended September 30, 2024 and 2023 were stock options of 6,188,670 and 5,810,702, respectively, and non-vested RSUs of 4,117,747 and 4,035,380, respectively, because their inclusion would have been anti-dilutive. Although these securities were anti-dilutive for these periods, they could be dilutive in future periods.</div> 6188670 6188670 5810702 5810702 4117747 4117747 4035380 4035380 <div style="margin-bottom:10pt">Recent Accounting Pronouncements</div><div style="margin-bottom:10pt">Recent Accounting Pronouncements Issued But Not Adopted </div><div style="margin-bottom:9pt">In December 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. This update requires disaggregated information about a reporting entity's effective tax rate reconciliation as well as information on income taxes paid. ASU No. 2023-09 is effective for public entities with annual periods beginning after December 15, 2024, with early adoption permitted. The Company is currently evaluating the impact of this guidance on its consolidated financial statements.</div><div style="margin-bottom:9pt">In November 2023, the FASB issued ASU No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. This update requires public entities to disclose information about their reportable segments' significant expenses and other segment items on an interim and annual basis. Public entities with a single reportable segment are required to apply the disclosure requirements in ASU 2023-07, as well as all existing segment disclosures and reconciliation requirements in ASC 280, on an interim and annual basis. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023 and for interim periods beginning after December 15, 2024, with early adoption permitted. The Company is currently evaluating the impact of this guidance on its consolidated financial statements.</div><div style="margin-bottom:9pt">Other recent accounting pronouncements issued by the FASB (including its Emerging Issues Task Force), the American Institute of Certified Public Accountants, and the SEC did not, or are not believed by management to, have a material impact on the Company's present or future financial position, results of operations or cash flows.</div> Fair Value Measurements<div style="margin-bottom:10pt">Assets and Liabilities Measured at Fair Value on a Recurring Basis</div><div style="margin-bottom:9pt">The Company measures and reports certain financial instruments as assets and liabilities at fair value on a recurring basis. The fair value of these instruments was as follows:</div><div style="margin-bottom:9pt;margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.404%"><tr><td style="width:1.0%"></td><td style="width:47.852%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.876%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.876%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.876%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.879%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Liabilities</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:middle">Contingent royalty obligation payable to Evolus Founders</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">45,029 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">45,029 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.404%"><tr><td style="width:1.0%"></td><td style="width:47.852%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.876%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.876%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.876%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.879%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Liabilities</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Contingent royalty obligation payable to Evolus Founders</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">45,030 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-

size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">45,030 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-bottom:9pt">The Company did not transfer any assets or liabilities measured at fair value on a recurring basis between levels during the nine months ended September 30, 2024 or 2023.</div><div>The Company determines the fair value of the contingent royalty obligation payable to Evolus Founders based on Level 3 inputs using a discounted cash flows method. The significant unobservable input assumptions that can significantly change the fair value include (i) projected amount and timing of net revenues during the payment period, which terminates at the end of the second quarter of 2029, (ii) the discount rate, and (iii) the timing of payments. As of September 30, 2024 and December 31, 2023, the Company utilized a discount rate of 14.0% and 15.0%, respectively. Net revenue projections are also updated to reflect changes in the timing of expected sales. Significant increases (decreases) in the discount rate and to the projected net revenues would result in a significantly lower (higher) fair value measurement, which could materially impact their fair value reported on the unaudited consolidated balance sheet.</div><div>
</div><div style="margin-bottom:9pt">The following table shows a reconciliation of the beginning and ending fair value measurements of the contingent royalty obligation payable:</div><div style="margin-bottom:9pt;margin-top:5pt;text-align:center"><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:53.005%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.750%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.724%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.633%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Fair value, beginning of period</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">44,606 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">47,081 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">45,030 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">46,310 </td><td style="background-color:#cceeff;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">Payments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,005)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,479)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,612)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,038)</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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Change in fair value recorded in operating expenses</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,428 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,802 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,611 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,132 </td><td style="background-color:#cceeff;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">Fair value, end of period</td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">45,029 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">47,404 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">45,029 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">47,404 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Other Financial Assets and Liabilities The Company's financial instruments consist primarily of cash and cash equivalents, accounts receivable, accounts payable, accrued expenses, lease liabilities, and long-term debt. The carrying amount of cash and cash equivalents, accounts receivable, accounts payable and accrued expenses approximates their fair value because of the short-term maturity of such instruments. The Company estimates the fair value of long-term debt and operating lease liabilities using the discounted cash flow analysis based on the interest rates for similar rated debt securities (Level 2). As of September 30, 2024 and December 31, 2023, the fair value of long-term debt was $138,501 and $140,241, respectively. The fair value of operating lease liabilities as of September 30, 2024 and December 31, 2023 approximated their carrying value. The fair value of these instruments was as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.404%"><tr><td style="width:1.0%"></td><td style="width:47.852%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.876%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.876%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.876%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.879%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt">

</td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Liabilities</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:middle">Contingent royalty obligation payable to Evolus Founders</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">45,029 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">45,029 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.404%"><tr><td style="width:1.0%"></td><td style="width:47.852%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.876%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.876%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.876%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.847%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.879%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Liabilities</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Contingent royalty obligation payable to Evolus Founders</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">45,030 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">45,030 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 45029000 0 0 45029000 45030000 0 0 45030000 0.140 0.150 <div style="margin-bottom:9pt">The following table shows a reconciliation of the beginning and ending fair value measurements of the contingent royalty obligation payable:</div><div style="margin-bottom:9pt;margin-top:5pt;text-align:center"><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:53.005%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.750%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.724%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.633%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Fair value, beginning of period</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">44,606 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">47,081 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">45,030 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">46,310 </td><td style="background-color:#cceeff;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">Payments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,005)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,479)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-

size:10pt;font-weight:400;line-height:100%">(5,612)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,038)</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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Change in fair value recorded in operating expenses</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,428 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 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1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">45,029 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">47,404 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">45,029 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">47,404 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 44606000 47081000 45030000 46310000 2005000 1479000 5612000 4038000 -2428000 -1802000 -5611000 -5132000 45029000 47404000 45029000 47404000 138501000 140241000 Goodwill and Intangible Assets The table below shows the weighted-average life, original cost, accumulated amortization and net book value by major intangible asset classification: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.255%"><tr><td style="width:1.0%"></td><td style="width:40.879%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.891%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.844%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.892%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.847%"></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="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average Life (Years)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Original Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Net Book Value</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Definite-lived intangible assets</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Distribution rights</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">20</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">60,552 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(16,791)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">43,761 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Capitalized software</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">2</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,397 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9,571)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,826 </td><td style="background-color:#cceeff;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 2px 25.75pt;text-align:left;vertical-align:bottom">Intangible assets, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">72,949 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(26,362)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">46,587 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Indefinite-lived intangible asset</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Goodwill</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">*</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,208 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,208 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total as of September 30,

2024</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">94,157 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(26,362)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">67,795 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table></div><div style="margin-bottom:9pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.255%"><tr><td style="width:1.0%"></td><td style="width:40.879%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.891%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.844%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.892%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.847%"></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">Weighted-Average Life (Years)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Original Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Net Book Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Definite-lived intangible assets</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Distribution rights</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">20</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">60,552 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(14,500)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">46,052 </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:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Capitalized software</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">2</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,804 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(8,746)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,058 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 25.75pt;text-align:left;vertical-align:bottom">Intangible assets, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">70,356 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(23,246)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">47,110 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Indefinite-lived intangible asset</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Goodwill</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">*</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,208 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,208 </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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total as of December 31, 2023</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">91,564 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(23,246)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">68,318 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> * Intangible assets with indefinite lives have an indeterminable average life.
 The following table outlines the estimated future amortization expense related to intangible assets held as of September 30, 2024 that are subject to amortization: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:98.214%"><tr><td style="width:1.0%"></td><td style="width:71.627%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:26.173%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Fiscal year</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Remaining in 2024</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New

Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,019 </td><td style="background-color:#cceeff;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">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,498 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,179 </td><td style="background-color:#cceeff;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">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,054 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,054 </td><td style="background-color:#cceeff;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">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30,783 </td><td style="background-color:#ffffff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">46,587 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table> The Company capitalized $1,116 and $349 for the three months ended September 30, 2024 and 2023, respectively, and $2,593 and $919 for the nine months ended September 30, 2024 and 2023, respectively, related to costs of computer software developed for internal use. The software is amortized over a two-year period using the straight-line method. The Company recorded total intangible assets amortization expense of $803 and $1,053 for the three months ended September 30, 2024 and 2023, respectively, and $3,115 and $3,005 for the nine months ended September 30, 2024 and 2023, respectively, within depreciation and amortization on the accompanying condensed consolidated statements of operations and comprehensive loss.</div> <div style="margin-bottom:9pt">The table below shows the weighted-average life, original cost, accumulated amortization and net book value by major intangible asset classification:</div><div style="margin-bottom:9pt;margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.255%"><tr><td style="width:1.0%"></td><td style="width:40.879%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.891%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.844%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.892%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.847%"></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="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average Life (Years)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Original Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Net Book Value</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Definite-lived intangible assets</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Distribution rights</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">20</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">60,552 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(16,791)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">43,761 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Capitalized software</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">2</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,397 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9,571)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,826 </td><td style="background-color:#cceeff;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 2px 25.75pt;text-align:left;vertical-align:bottom">Intangible assets, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">72,949 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(26,362)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">46,587 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Indefinite-lived intangible asset</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Goodwill</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">*</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,208 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,208 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total as of September 30, 2024</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-

bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">94,157 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(26,362)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">67,795 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.255%"><tr><td style="width:1.0%"></td><td style="width:40.879%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.891%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.844%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.892%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.847%"></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">Weighted-Average Life (Years)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Original Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Net Book Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Definite-lived intangible assets</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Distribution rights</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">20</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">60,552 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(14,500)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">46,052 </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:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Capitalized software</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">2</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,804 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(8,746)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,058 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 25.75pt;text-align:left;vertical-align:bottom">Intangible assets, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">70,356 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(23,246)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">47,110 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Indefinite-lived intangible asset</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Goodwill</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">2</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">21,208 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,208 </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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total as of December 31, 2023</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">91,564 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(23,246)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">68,318 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> * Intangible assets with indefinite lives have an indeterminable average life. P20Y 60552000 16791000 43761000 P2Y 12397000 9571000 2826000 72949000 26362000 46587000 21208000 21208000 94157000 26362000 67795000 P20Y 60552000 14500000 46052000 P2Y 9804000 8746000 1058000 70356000 23246000 47110000 21208000 21208000 91564000 23246000 68318000 The following table outlines the estimated future amortization expense related to intangible assets held as of September 30, 2024 that are subject to amortization: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:98.214%"><tr><td style="width:1.0%"></td><td style="width:71.627%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:26.173%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Fiscal year</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Remaining in 2024</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-

family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">1,019 </td><td style="background-color:#ceceff;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">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,498 </td><td style="background-color:#ffffff;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:#ceceff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#ceceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,179 </td><td style="background-color:#ceceff;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">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,054 </td><td style="background-color:#ffffff;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:#ceceff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#ceceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,054 </td><td style="background-color:#ceceff;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">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30,783 </td><td style="background-color:#ffffff;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:#ceceff;padding:0 1pt"></td><td style="background-color:#ceceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">46,587 </td><td style="background-color:#ceceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table></div> 1019000 4498000 4179000 3054000 3054000 30783000 46587000 1116000 349000 2593000 919000 P2Y 803000 1053000 3115000 3005000 Accrued Expenses<div style="margin-bottom:9pt">Accrued expenses consisted of:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.107%"><tr><td style="width:1.0%"></td><td style="width:57.909%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.869%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.871%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ceceff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accrued revenue contract liabilities</td><td style="background-color:#ceceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,231 </td><td style="background-color:#ceceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td style="background-color:#ceceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,033 </td><td style="background-color:#ceceff;border-top:1pt solid #000;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">Accrued payroll and related benefits</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,907 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,433 </td><td style="background-color:#ffffff;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:#ceceff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accrued royalties under the Medytox Settlement Agreement</td><td colspan="2" style="background-color:#ceceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,658 </td><td style="background-color:#ceceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,657 </td><td style="background-color:#ceceff;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">Other accrued expenses</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,153 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,690 </td><td style="background-color:#ffffff;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="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td style="background-color:#ceceff;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:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">34,949 </td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">33,813 </td><td style="background-color:#ceceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table></div><div style="margin-bottom:9pt">Accrued expenses consisted of:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.107%"><tr><td style="width:1.0%"></td><td 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style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ceceff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accrued revenue contract liabilities</td><td style="background-color:#ceceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ceceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,231 </td><td style="background-color:#ceceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceceff;padding:0 1pt"></td><td style="background-color:#ceceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceceff;border-top:1pt solid #000;padding:2px 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Pursuant to the terms of the agreement, Pharmakon agreed to make term loans to the Company in two tranches (the “Pharmakon Term Loans”). The first tranche of $75,000 was funded on December 29, 2021. On December 5, 2022, the Company entered into a Second Amendment to the loan agreement to extend the Company’s option to draw down the second tranche of $50,000 until December 31, 2023, and paid an amendment fee of $500 to Pharmakon. The Pharmakon Term Loans will mature on the sixth-year anniversary of the closing date of the first tranche (the “Maturity Date”). On May 9, 2023, the Company entered into the Third Amendment to the loan agreement. Under the Third Amendment, Pharmakon agreed to advance the second tranche of $50,000 to the Company in two installments: (i) $25,000 advanced on May 31, 2023 and (ii) $25,000 advanced on December 15, 2023. The Third Amendment amended the principal payment terms to seven quarterly payments, each in an amount equal to 1/12th of the outstanding principal amount of the Pharmakon Term Loans following the 51st-month anniversary of the closing date of the first tranche and the remaining principal balance of the Pharmakon Term Loans on the Maturity Date. The Third Amendment replaced the interest rates based on London Interbank Offered Rate (“LIBOR”) with interest rates based on the Secured Overnight Financing Rate (“SOFR”) throughout the remaining term of the Pharmakon Term Loans. Initially, the Pharmakon Term Loans accrued interest at a per annum rate equal to the 3-month U.S. Dollar LIBOR rate (subject to a LIBOR rate floor of 1.0%) plus 8.5% per annum. Beginning May 2023, the Pharmakon Term Loans accrue interest at a per annum rate equal to the 3-month SOFR rate (subject to a SOFR rate floor of 1.0%) plus 8.5% per annum. The Company may elect to prepay all amounts, not less than $20,000, owed prior to the Maturity Date. Prepayments of the second tranche installment prior to the second anniversary of the date on which the second tranche installment is drawn by the Company will be accompanied by a make whole amount equal to the sum of all interest that would have accrued through such second anniversary. Prepayments of the Pharmakon Term Loans will also be accompanied by a prepayment premium equal to the principal amount so prepaid multiplied by 3.0% if made prior to the third anniversary of the closing date of the first tranche, 2.0% if made on or after the third anniversary of the closing date of the first tranche but prior to the fourth anniversary of the closing date of the first tranche, and 1.0% if made on or after the fourth anniversary of the closing date of the first tranche but prior to the Maturity Date. If the Pharmakon Term Loans are accelerated following the occurrence of an event of default, including a material adverse change, the Company is required to immediately pay Pharmakon an amount equal to the sum of all outstanding principal, unpaid interest, and applicable make whole and prepayment premiums. The Pharmakon Term Loans are secured by substantially all of the Company’s assets. The Pharmakon Term Loans contain customary affirmative and restrictive covenants and representations and warranties. The affirmative covenants include, among others, certain information delivery requirements, obligations to maintain certain insurance, and certain notice requirements. The restrictive covenants include, among others, incurring certain additional indebtedness, consummating certain change in control transactions, or incurring any non- permitted lien or other encumbrance on the Company’s assets, without Pharmakon’s prior written consent. The Pharmakon Term Loans do not contain covenants requiring the Company to maintain a minimum cash threshold or minimum revenues or earnings. As of September 30, 2024, the Company was in compliance with its debt covenants. At the closing date of the first tranche, the Company incurred $3,042 and $3,263 in debt discounts and issuance costs related to the Pharmakon Term Loans, respectively. Debt discounts and issuance costs related to the entire Pharmakon Term Loans have been allocated pro rata between the funded and unfunded portions. Debt discounts and issuance costs allocated to the first tranche of $75,000 have been presented as a deduction to the debt balance and amortized into interest expense using the effective interest method. Debt discounts and issuance costs associated with the unfunded second tranche are deferred as assets until the tranche is drawn and are amortized into interest expense using the straight-line method over the term of the debt. Upon the first draw of the second tranche in May 2023, debt discounts and issuance costs associated with the second tranche were reclassified from assets to debt as a deduction to the debt balance.</div><div style="margin-bottom:9pt">As of September 30, 2024, the borrowings outstanding under the Pharmakon Term Loans were classified as long-term debt in the accompanying condensed consolidated balance sheets. The overall effective interest rate was approximately 15.27% and 13.95% for the first and second tranche, respectively, as of September 30, 2024.</div><div style="margin-bottom:9pt">As of September 30, 2024, the principal amounts of long-term debt maturities for each of the next five fiscal years are as follows:</div><div style="margin-bottom:10pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.501%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:30.299%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Fiscal year</td><td colspan="3" style="padding:0 1pt"></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></tr><tr><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></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">41,667 </td><td style="background-color:#cceeff;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">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">83,333 </td><td style="background-color:#ffffff;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="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total principal payments</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">125,000 </td><td style="background-color:#cceeff;border-top:1pt solid #000;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">Unamortized debt discounts and issuance costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,792)</td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Long term debt, net of discounts and issuance costs</td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">121,208 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table></div> 2 75000000 50000000 500000 50000000 2 25000000 25000000 7 P51M 0.010 0.085 0.010 0.085 20000000 0.030 0.020 0.010 3042000 3263000 75000000 0.1527 0.1395 <div style="margin-bottom:9pt">As of September 30, 2024, the principal amounts of long-term debt maturities for each of the next five fiscal years are as follows:</div><div style="margin-bottom:10pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.501%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:30.299%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Fiscal year</td><td colspan="3" style="padding:0 1pt"></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></tr><tr><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></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">41,667 </td><td style="background-

color:#cceeff;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">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">83,333 </td><td style="background-color:#ffffff;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="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total principal payments</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">125,000 </td><td style="background-color:#cceeff;border-top:1pt solid #000;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">Unamortized debt discounts and issuance costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,792)</td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Long term debt, net of discounts and issuance costs</td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">121,208 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table>
41667000 83333000 125000000 3792000 121208000 Operating Leases On May 15, 2019, the Company entered into a five-year non-cancelable operating lease (the “Lease Agreement”), which was set to expire January 31, 2025, for its corporate headquarters in Newport Beach, California. Lease payments increase each year on February 1 based on an annual rent escalation clause. The Company has an option to extend the term of the lease for an additional 60 months, which was not recognized as part of its ROU assets and lease liabilities. On July 27, 2023, the Company entered into the First Amendment to the Lease Agreement (the “First Lease Amendment”) for its corporate headquarters. The First Lease Amendment includes a lease extension to January 31, 2030 with a three-month rent abatement period and additional office space. On July 27, 2023, the effective date of the First Lease Amendment, the Company recognized additional ROU assets and lease liabilities in the amount of $4,550. On August 1, 2024, the lease commencement date for the additional office space, the Company recognized additional ROU assets and lease liabilities in the amount of $3,002.</div><div style="margin-bottom:9pt">On October 16, 2024, the Company entered into the Second Amendment to the Lease Agreement (the “Second Lease Amendment”) to acquire additional office space for its corporate headquarters.</div><div style="margin-bottom:9pt">The Company’s lease agreement does not contain any residual value guarantees or material restrictive covenants. The payments associated with the renewal will only be included in the measurement of the lease liability and ROU assets if the exercise of the renewal option is determined to be reasonably certain. The Company considers the timing of the renewal period and other economic factors such as the financial implications of a decision to extend or not to extend a lease in determining if the renewal option is reasonably certain to be exercised.</div><div style="margin-bottom:9pt">The components of operating lease expense are as follows:</div><div style="margin-bottom:9pt;margin-top:5pt;text-align:center"><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:49.862%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.603%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.837%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.418%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.837%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.751%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.837%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.755%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Fixed operating lease expense</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">387 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">286 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,055 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">833 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Variable operating lease expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">48 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">96 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">110 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">413 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">334 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#333333;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,151 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">943 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The weighted-average remaining lease term and discount rate are as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:97.916%"><tr><td style="width:1.0%"></td><td style="width:73.520%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.058%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.863%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.059%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-family:'Times New

Roman';sans-serif;font-size:10pt;font-weight:700;line-height:100%">As of September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted-average remaining lease term (years)</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">5.3</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">6.3</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted-average discount rate</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11.0 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> Operating lease expenses were included in the selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss. Operating lease right-of-use assets and related current and noncurrent operating lease liabilities are presented in the accompanying condensed consolidated balance sheets. The following table presents the future minimum payments under the operating lease agreements with non-cancelable terms as of September 30, 2024: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.255%"><tr><td style="width:1.0%"></td><td style="width:68.914%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:28.886%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Fiscal year</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Remaining in 2024 </td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:top">388 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 3.25pt;text-align:left;vertical-align:bottom">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">1,714 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 3.25pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">2,138 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 3.25pt;text-align:left;vertical-align:bottom">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">2,212 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 3.25pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">2,290 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 3.25pt;text-align:left;vertical-align:bottom">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">2,569 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 3.25pt;text-align:left;vertical-align:bottom">Total operating lease payments</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">11,311 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Less: imputed interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">(2,644)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 3.25pt;text-align:left;vertical-align:bottom">Present value of operating lease liabilities</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:top">8,667 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr></table> P5Y P60M P3M 4550000 4550000 3002000 3002000 The components of operating lease expense are as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:49.862%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.603%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.837%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.418%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.837%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.751%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.837%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.755%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Fixed operating lease expense</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">387 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">286 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,055 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">833 </td><td style="background-color:#cceeff;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">Variable operating lease expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">48 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">96 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">110 </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><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">413 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">334 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,151 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#333333;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">943 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The weighted-average remaining lease term and discount rate are as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:97.916%"><tr><td style="width:1.0%"></td><td style="width:73.520%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.058%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.863%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.059%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">As of September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted-average remaining lease term (years)</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">5.3</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">6.3</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted-average discount rate</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11.0 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> 387000 286000 1055000 833000 26000 48000 96000 110000 413000 334000 1151000 943000 P5Y3M18D P6Y3M18D 0.096 0.110 The following table presents the future minimum payments under the operating lease agreements with non-cancelable terms as of September 30, 2024: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.255%"><tr><td style="width:1.0%"></td><td style="width:68.914%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:28.886%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Fiscal year</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Remaining in 2024 </td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:top">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:top">388 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 3.25pt;text-align:left;vertical-align:bottom">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">1,714 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 3.25pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">2,138 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 3.25pt;text-align:left;vertical-align:bottom">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">2,212 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 3.25pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">2,290 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 3.25pt;text-align:left;vertical-align:bottom">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">2,569 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 3.25pt;text-align:left;vertical-align:bottom">Total operating lease payments</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">11,311 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Less: imputed interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">(2,644)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 3.25pt;text-align:left;vertical-align:bottom">Present value of operating lease liabilities</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:top"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:top">8,667 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr></table> 388000 1714000 2138000 2212000 2290000 2569000 11311000 2644000 8667000 Commitments and Contingencies Purchase Commitments As of September 30, 2024, the Company has entered into commitments to purchase services and products for an aggregate amount of approximately $4,652. Certain minimum purchase commitments related to the purchase of Jeuveau® and Evolysse™ are described below. Daewoong Agreement The Daewoong Agreement includes certain minimum annual purchases that the Company is required to make in order to maintain the exclusivity of the license. The Company may, however, meet these minimum purchase obligations by achieving certain market share in the licensed territories. These potential minimum purchase obligations are contingent upon the occurrence of future events, including receipt of governmental approvals and the Company's future market share in various jurisdictions. Total inventory payments to Daewoong were $17,648 and $44,268 for the three and nine months ended September 30, 2024, respectively, and $8,785 and $36,537 for the three and nine months ended September 30, 2023, respectively. Symatese U.S. Agreement and Symatese Europe Agreement The Symatese U.S. Agreement and the Symatese Europe Agreement include certain minimum purchase requirements, and failure to meet such requirements may result in a reduction or termination of the Company's rights to exclusivity, subject to certain exceptions. These potential minimum purchase obligations are contingent upon the occurrence of future events, including receipt of governmental approvals and the Company's future market share in various jurisdictions. Legal Proceedings Securities Class Action Lawsuit

On October 16 and 28, 2020, two putative securities class action complaints were filed in the U.S. District Court for the Southern District of New York by Evolus shareholders Armin Malakouti and Clinton Cox, respectively, naming the Company and certain of its officers as defendants. The complaints assert violations of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 and Rule 10b-5 promulgated thereunder, claiming that the defendants made false and materially misleading statements and failed to disclose material adverse facts related to the Company's acquisition of the right to sell Jeuveau®, the complaint against the Company filed by Allergan and Medytox in the U.S. International Trade Commission related to Jeuveau® (the "ITC Action"), and risks related to the ITC Action. The complaints assert a putative class period of February 1, 2019 to July 6, 2020. The court consolidated the actions on November 13, 2020, under the caption In re Evolus Inc. Securities Litigation, No. 1:20-cv-08647 (PGG). On September 17, 2021, the court appointed a lead plaintiff and lead counsel. On November 17, 2021, the lead plaintiff filed an amended class action complaint against the Company, three of its officers, and Alphaeon Corporation, the Company's former majority shareholder. On January 18, 2022, the Company and the officer defendants served their motion to dismiss the amended complaint. The motion was fully briefed on June 16, 2022. On September 26, 2024, the court granted the Company's motion to dismiss the amended complaint and provided plaintiffs with the ability to move to amend their complaint by October 17, 2024. Plaintiffs did not submit a motion to amend their complaint by October 17, 2024, and on October 18, 2024, the court entered final judgment in favor of the defendants. Plaintiffs' deadline to file a notice of appeal is November 18, 2024. The outcome of the legal proceeding is uncertain at this point. Based on information available to the Company at present, management cannot reasonably estimate a range of loss with respect to this matter. Shareholder Derivative Lawsuit On November 27, 2020 and December 2, 2020, two putative Evolus shareholders filed substantially similar shareholder derivative actions in the U.S. District Court for the Southern District of New York against certain of the Company's officers and directors as defendants. The complaints alleged substantially similar facts as those in the Securities Class Action and assert claims for, among other things, breach of fiduciary duty, waste of corporate assets, unjust enrichment, and violations of Section 14(a) of the Exchange Act and for contribution under Sections 10(b) and 21(D) of the Exchange Act. On December 29, 2020, the plaintiffs filed a joint stipulation to consolidate their actions and on February 5, 2021, the court consolidated the action under the caption In re Evolus, Inc. Derivative Litigation, No. 1:20-cv-09986-PPG, and adjourned defendants' time to move, answer or otherwise respond to the complaints. On September 20, 2021, the court so-ordered the parties' stipulated stay of the consolidated derivative suit pending the court's decision on the defendants' motion to dismiss the Securities Class Action. It is possible that additional suits will be filed, or additional allegations will be made by stockholders, with respect to these same or similar or other matters and also naming the Company and/or its officers and directors as defendants. The Company believes that the complaints are without merit and intends to vigorously defend against it. However, the outcome of the legal proceeding is uncertain at this point. Based on information available to the Company at present, management cannot reasonably estimate a range of loss with respect to this matter. Books and Records Demand On March 5, 2021, the Company received a letter from a putative stockholder demanding inspection of specified categories of the Company's books and records under Section 220 of the Delaware General Corporations Law. The Company was subsequently informed that the stockholder sold his shares of the Company's common stock. On October 13, 2021, the Company received a substantially similar demand to inspect specified categories of the Company's books and records under Section 220 of the Delaware General Corporations Law from another putative stockholder. The subject of the demand is substantially similar to the allegations in the putative securities class action and derivative complaints described above. The Company responded to the demand in December 2021. The outcome of this matter is uncertain at this point. Based on information available to the Company at present, management cannot reasonably estimate a range of loss with respect to this matter. Other Legal Matters The Company is, from time to time, involved in various litigation matters or regulatory encounters arising in the ordinary course of business that could result in unasserted or asserted claims or litigation. These other matters may raise difficult and complex legal issues and are subject to many uncertainties, including, but not limited to, the facts and circumstances of each particular case or claim, the jurisdiction in which each suit or regulatory encounter is brought, and differences in applicable laws and regulations. Except as set forth above, the Company does not believe that these other matters would have a material adverse effect on its accompanying financial position, results of operations or cash flows. However, the resolution of one or more of the other matters in any reporting period could have a material adverse impact on the Company's financial results for that period. In the normal course of business, the Company enters into contracts and agreements that contain a variety of representations and warranties and provide for general indemnifications. The Company's exposure under these agreements is unknown because they involve claims that may be made against the Company in the future, but have not yet been made. The Company accrues a liability for such matters when it is probable that future expenditures will be made, and such expenditures can be reasonably estimated. No amounts were accrued as of September 30, 2024 and December 31, 2023. Medytox Settlement Agreements Medytox Settlement Agreements In February 2021, the Company settled litigation claims related to a complaint against us filed by Allergan, Inc. and Allergan Limited (together, "Allergan") and Medytox, Inc. ("Medytox") in the U.S. International Trade Commission related to Jeuveau® (the "ITC Action") and certain related matters by entering into a Settlement and License Agreement with Medytox and Allergan (the "U.S. Settlement Agreement"), and another Settlement and License Agreement with Medytox (the "ROW Settlement Agreement"). The Company refers to the U.S. Settlement Agreement and the ROW Settlement Agreement collectively as the "Medytox Settlement Agreements". In the first quarter of 2023, the Company made a final milestone payment of $5,000. From September 17, 2022 to September 16, 2032, the Company pays Medytox a quarterly, mid-single digit royalty on net sales of Jeuveau® sold in other Evolus territories pursuant to the Medytox Settlement Agreements. As of September 30, 2024, the Company accrued $3,658 for royalties to Medytox under the Medytox Settlement Agreements. As of December 31, 2023, the Company accrued $3,657 for royalties to Medytox under the Medytox Settlement Agreements. 4652000 17648000 44268000 8785000 36537000 2 3 2 0 0 Stockholders' Equity Preferred Stock The Company has 10,000,000 authorized shares of preferred stock with a par value of $0.00001 per share. As of September 30, 2024, no shares of its preferred stock were issued and outstanding. Common Stock The Company has 100,000,000 authorized shares of common stock with a par value of $0.00001 per share. As of September 30, 2024, 63,251,148 shares of its common stock were issued and outstanding. In March 2024, the Company completed a follow-on offering and issued 3,554,000 shares of its common stock, at a price to the public of $14.07 per share. The Company received net proceeds of $46,794 from the offering, after deducting underwriting discounts and commissions and other offering expenses. In addition, the Company granted the underwriters an option, exercisable for 30 days, to purchase up to 533,100 additional shares of common stock ("option shares") at the purchase price. In April 2024, the underwriters elected to exercise their option to purchase 318,100 of the allotted option shares. The net proceeds to the Company from the sale of the option shares, after deducting the underwriters' discounts and commissions, was $4,169. 2024 Employee Stock Purchase Plan ("ESPP") On June 6, 2024, the Company approved the adoption of the 2024 Employee Stock Purchase Plan. The 2024 ESPP provides an opportunity to purchase shares of the Company's common stock at a favorable price and upon favorable terms in consideration of the participating employees' continued services. Eligible employees will be entitled to purchase, by means of payroll deductions, limited amounts of the Company's common stock at a discount during periodic offering periods. There were 579,648 shares initially reserved for issuance under the 2024 ESPP, which shall automatically increase on March 5 of each calendar year, by an amount equal to the lesser of (i) 1.0% of the total number of shares of common stock issued and outstanding on March 4 of the year in which such increase is to occur, (ii) 579,648 shares of common stock, or (iii) such number of shares of common stock as may be established by the Board of Directors. There were no shares issued under the 2024 ESPP during the nine months ended September 30, 2024. "At-the-market" Offerings of Common Stock On March 8, 2023, the Company entered into the ATM Sales Agreement with Leerink Partners LLC (formerly known as SVB Securities LLC) (the "Sales Agent") pursuant to which shares of the Company's common stock can be sold from time to time for aggregate gross proceeds of up to $50,000 (the "ATM Program"). Under the ATM Sales Agreement, the Sales Agent is entitled to compensation, at a commission rate equal to 3.0% of the gross proceeds from sales of the Company's common shares under the ATM Program. The Company has not sold any shares under the ATM Sales Agreement. 2017 Omnibus Incentive Plan The Company's 2017 Omnibus Incentive Plan (the "Plan") provides for the grant of incentive options to employees of the Company, and for the grant of non-statutory options, restricted stock awards, restricted stock unit awards, stock appreciation rights, performance stock awards and other forms of stock compensation to the Company's officers, directors, consultants and employees of the Company. The maximum number of shares of common stock that may be issued under the Plan is 4,361,291 shares, plus an annual increase on each anniversary of November 21, 2017 equal to 4.0% of the total issued and outstanding shares of the Company's common stock as of such anniversary (or such lesser number of shares as may be determined by the Company's Board of Directors). As of September 30, 2024, the Company had an aggregate of 1,336,000 shares of its common stock available for future issuance under the Plan. 2023 Inducement Incentive Plan In September 2023, the Company's Board of Directors adopted the Company's 2023 Inducement Incentive Plan (the "Inducement Plan") in accordance with Nasdaq Listing Rule 5635(c)(4). The Company's Inducement Plan provides for the grant of equity awards to selected individuals in connection with their commencing employment with the Company as an inducement material to their accepting such employment. The Board of Directors reserved 1,000,000 shares of common stock for issuance under the Inducement Plan. As of September 30, 2024, the Company had an aggregate of 265,548 shares of its common stock available for future issuance under the Inducement Plan. <span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-style:italic;font-weight:700;line-

height:120%">Inducement Grants From time to time, the Company has granted equity awards to its newly hired employees, including executives, in accordance with Nasdaq Listing Rule 5635(c)(4) and outside of the Company's Plan and Inducement Plan. Such grants were made pursuant to a stand-alone nonstatutory stock option agreement and a stand-alone RSU agreement, which were approved by the Compensation Committee of the Board of Directors. Any shares underlying the inducement grants are not, upon forfeiture, cancellation or expiration, returned to a pool of shares reserved for future issuance. Stock Options Options to purchase the Company's stock are granted at exercise prices based on the Company's common stock price on the date of grant. The option grants generally vest over a one- to four-year period. The options have a contractual term of ten years. The fair value of options is estimated using the Black-Scholes option pricing model, which has various inputs, including the grant date common share price, exercise price, risk-free interest rate, volatility, expected life and dividend yield. The change of any of these inputs could significantly impact the determination of the fair value of the Company's options as well as significantly impact its results of operations. The Company records stock-based compensation expense net of actual forfeitures when they occur. The weighted-average assumptions used in determining the fair value of stock options granted were as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:50.460%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.341%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.341%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.787%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.789%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Volatility</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">81.8 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">86.7 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">84.2 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">83.5 </td><td style="background-color:#cceeff;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">Risk-free interest rate</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.84 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.39 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.09 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.64 </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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Expected life (years)</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">6.25</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">6.25</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">6.21</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">6.20</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Dividend yield rate</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> A summary of stock option activity for the nine months ended September 30, 2024, is presented below: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.255%"><tr><td style="width:1.0%"></td><td style="width:47.925%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.894%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.844%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.843%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.847%"></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="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Average</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Average</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Remaining</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Aggregate</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Stock</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Exercise</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Contractual</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Intrinsic

</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Options</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Per Share</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Terms (Years)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Value</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 5.5pt;text-align:left;text-indent:-4.5pt;vertical-align:bottom">Outstanding, December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,753,466 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">9.46 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom">6.69</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,111 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;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"> Granted </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,061,390 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12.83 </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:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Exercised </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(472,207)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7.15 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></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"> Canceled/forfeited </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(153,979)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10.68 </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:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 5.5pt;text-align:left;vertical-align:bottom">Outstanding, September 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,188,670 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">10.18 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">6.36</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">38,022 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;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 2px 5.5pt;text-align:left;vertical-align:bottom">Exercisable, September 30, 2024</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,612,214 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #000000;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="border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">9.97 </td><td style="border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">4.81</td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">23,296 </td><td style="border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table> The aggregate intrinsic value of outstanding and exercisable options represents the excess of the fair market value of the Company's common stock over the exercise price of underlying options as of September 30, 2024 and December 31, 2023. Restricted Stock Units RSU grants generally vest over a one- to four-year period. The fair value of RSU grants is determined at the grant date based on the common share price. A summary of RSU activity for the nine months ended September 30, 2024, is presented below: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.107%"><tr><td style="width:1.0%"></td><td style="width:57.909%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.869%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.871%"></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:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted Average</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Grant Date</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Restricted</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Stock Units</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Per Share</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Outstanding, December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,281,045 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8.88 </td><td style="background-color:#cceeff;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 2px 12.25pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,167,127 </td><td style="background-

color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12.76 </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:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Vested</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(988,769)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8.79 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(257,570)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9.84 </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:#cceeff;padding:2px 1pt 2px 5.5pt;text-align:left;vertical-align:bottom">Outstanding, September 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,201,833 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">10.25 </td><td style="background-color:#cceeff;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-bottom:10pt">Performance Restricted Stock Units</div><div style="margin-bottom:10pt">In January 2023, the Company's Board of Directors granted 292,349 shares of performance restricted stock units ("PRSUs") to certain executive officers under the Plan. The PRSU awards function in the same manner as restricted stock units except that vesting terms are based on achievement of certain pre-established performance measures. As of September 30, 2024, all of the pre-established performance measures were met, and stock-based compensation expense has been recognized for these awards using the accelerated attribution model, based on the fair value of the awards as of the date of grant.</div><div style="margin-bottom:10pt">In February 2024, the Company's Board of Directors granted 219,485 shares of PRSUs to certain executive officers under the Plan. The PRSU awards are measured on a cumulative two-year period ending in 2025. The performance measure milestones have not been met, and all were outstanding as of September 30, 2024. As of September 30, 2024, the achievement of the performance measure milestones was considered probable.</div><div style="margin-bottom:10pt">A summary of PRSU activity for the nine months ended September 30, 2024, is presented below:</div><div style="margin-bottom:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.851%"><tr><td style="width:1.0%"></td><td style="width:58.512%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.721%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.545%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.722%"></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:left;vertical-align:bottom"><div style="text-align:center">Performance</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Weighted Average</div></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Restricted</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Grant Date</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Stock</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Units</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Per Share</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 5.5pt;text-align:left;text-indent:-4.5pt;vertical-align:bottom">Outstanding, December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">233,880 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">10.25 </td><td style="background-color:#cceeff;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 2px 11.5pt;text-align:left;text-indent:-4.5pt;vertical-align:bottom">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">219,485 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13.15 </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:#cceeff;padding:2px 1pt 2px 11.5pt;text-align:left;text-indent:-4.5pt;vertical-align:bottom">Vested</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(97,451)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10.25 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 11.5pt;text-align:left;text-indent:-4.5pt;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </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:#cceeff;padding:2px 1pt 2px 5.5pt;text-align:left;vertical-align:bottom">Outstanding, September 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">355,914 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12.04 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> CEO Performance Award For RSUs granted to employees that vest based on market conditions, such as the trading price of the Company's common stock exceeding certain price targets, the Company uses a Monte Carlo Simulation in estimating the fair value at grant date and recognizes compensation cost over the requisite service period. On May 8, 2023, the Company granted the Company's Chief Executive Officer ("CEO") an award of 560,000 PRSUs under the Plan. The stock units subject to the award are subject to both performance- and time-based vesting requirements. 40% of the stock units subject to the award are eligible to vest if the average of the closing prices for a share of the Company's common stock over a period of 20 consecutive trading days is $30 or more and an additional 60% of the stock units subject to the award are eligible to vest if the average of the closing prices for a share of the Company's common stock over a period of 20 consecutive trading days is $50 or more, in each case within five years after the grant of the award and while the CEO is employed by the Company (or, in certain circumstances, within 20 days following a termination of his employment). Any stock units that become eligible to vest based on stock price will vest, subject to the CEO's continued service, over the four-year period after the grant date. The Company used a Monte Carlo simulation to determine that the grant date fair value of the awards was $3,774. Compensation expense is recorded if the service condition is met regardless of whether the market condition is satisfied. The following table summarizes stock-based compensation expense: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:50.757%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.341%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.044%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.787%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.789%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td

colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Selling, general and administrative</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,955 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">4,295 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">15,370 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,445 </td><td style="background-color:#cceeff;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">Research and development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">265 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">301 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">713 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">616 </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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">5,220 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">4,596 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">16,083 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#333333;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">12,061 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 10000000 0.00001 0 0 100000000 0.00001 63251148 63251148 3554000 14.07 46794000 P30D 533100 318100 4169000 579648 0.010 579648 0 50000000 0.030 0 4361291 0.040 1336000 1000000 265548 P4Y P10Y The weighted-average assumptions used in determining the fair value of stock options granted were as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:50.460%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.341%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.341%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.787%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.789%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Volatility</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">81.8 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">86.7 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">84.2 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">83.5 </td><td style="background-color:#cceeff;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">Risk-free interest rate</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.84 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.39 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.09 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.64 </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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Expected life (years)</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">6.25</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">6.25</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">6.21</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">6.20</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Dividend yield rate</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> 0.818 0.867 0.842 0.835 0.0384 0.0439 0.0409 0.0364 P6Y3M P6Y3M P6Y2M15D P6Y2M12D 0 0 0 0 A summary of stock option activity for the nine months ended September 30, 2024, is presented below: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.255%"><tr><td style="width:1.0%"></td><td style="width:47.925%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.894%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.844%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.843%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.849%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.847%"></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="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Average</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Average</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Remaining</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Aggregate</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Stock</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Exercise</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Contractual</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Intrinsic</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Options</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Per Share</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Terms (Years)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Value</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 5.5pt;text-align:left;text-indent:-4.5pt;vertical-align:bottom">Outstanding, December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,753,466 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">9.46 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom">6.69</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,111 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;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"> Granted </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,061,390 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12.83 </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:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Exercised </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(472,207)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7.15 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></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"> Canceled/forfeited </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(153,979)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10.68 </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:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 5.5pt;text-align:left;vertical-align:bottom">Outstanding, September 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,188,670 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">10.18 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">6.36</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">38,022 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;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 2px 5.5pt;text-align:left;vertical-align:bottom">Exercisable, September 30,

2024</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,612,214 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #000000;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="border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">9.97 </td><td style="border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">4.81</td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">23,296 </td><td style="border-bottom:3pt double #000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table> 5753466 9.46 P6Y8M8D 11111000 1061390 12.83 472207 7.15 153979 10.68 6188670 10.18 P6Y4M9D 38022000 3612214 9.97 P4Y9M21D 23296000 P4Y A summary of RSU activity for the nine months ended September 30, 2024, is presented below: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.107%"><tr><td style="width:1.0%"></td><td style="width:57.909%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.869%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.871%"></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:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted Average</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Grant Date</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Restricted</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Stock Units</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Per Share</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Outstanding, December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,281,045 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8.88 </td><td style="background-color:#cceeff;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 2px 12.25pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,167,127 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12.76 </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:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Vested</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(988,769)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8.79 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(257,570)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9.84 </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:#cceeff;padding:2px 1pt 2px 5.5pt;text-align:left;vertical-align:bottom">Outstanding, September 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,201,833 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#333333;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">10.25 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> A summary of PRSU activity for the nine months ended September 30, 2024, is presented below: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.851%"><tr><td style="width:1.0%"></td><td style="width:58.512%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.721%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.545%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.722%"></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:left;vertical-align:bottom"> Performance </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Weighted Average </td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Restricted</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Grant Date</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Stock</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Units</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Per Share</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 5.5pt;text-align:left;text-indent:-4.5pt;vertical-align:bottom">Outstanding, December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">233,880 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">10.25 </td><td style="background-color:#cceeff;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 2px 11.5pt;text-align:left;text-indent:-4.5pt;vertical-align:bottom">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">219,485 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13.15 </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:#cceeff;padding:2px 1pt 2px 11.5pt;text-align:left;text-indent:-4.5pt;vertical-align:bottom">Vested</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(97,451)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10.25 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 11.5pt;text-align:left;text-indent:-4.5pt;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"

style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </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:#cceeff;padding:2px 1pt 2px 5.5pt;text-align:left;vertical-align:bottom">Outstanding, September 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">355,914 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12.04 </td><td style="background-color:#cceeff;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> 3281045 8.88 1167127 12.76 988769 8.79 257570 9.84 3201833 10.25 292349 219485 P2Y 233880 10.25 219485 13.15 97451 10.25 0 0 355914 12.04 560000 0.40 20 30 0.60 20 50 P5Y P20D P4Y 3774000 <div style="margin-bottom:10pt">The following table summarizes stock-based compensation expense:</div><div style="margin-bottom:9pt;padding-right:9pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:50.757%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.341%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.044%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.787%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.789%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Selling, general and administrative</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,955 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">4,295 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">15,370 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,445 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Research and development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">265 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">301 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">713 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">616 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">5,220 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">4,596 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#333333;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">16,083 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">12,061 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 4955000 4295000 15370000 11445000 265000 301000 713000 616000 5220000 4596000 16083000 12061000 5000000 3658000 3657000