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1831868icu:SalesBasedMilestoneMembericu:LicenseAndDistributionAgreementMembericu:NuwellisIncorporatedMember2022-12-310001831868icu:PIPEInvestorWarrantsMember2023-12-31iso4217:USDxbrli:sharesxbrli:purexbrli:sharesicu:Patientiso4217:USD Â UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Â FORM 10-Q Â (Mark One) â˜’ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 For the quarterly period ended September 30, 2024 OR â˜ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 FOR THE TRANSITION PERIOD FROM TO Commission File Number 001-39927 Â SEASTAR MEDICAL HOLDING CORPORATION (Exact name of Registrant as specified in its Charter) Â Delaware 85-3681132 (State or other jurisdiction ofincorporation or organization) (I.R.S. EmployerIdentification No.) 3513 Brighton Blvd., Suite 410Denver, CO 80216 (Address of principal executive offices) (Zip Code) Registrantâ€™s telephone number, including area code: (844) 427-8100 Â Securities registered pursuant to Section 12(b) of the Act: Title of each class Â TradingSymbol(s) Â Name of each exchange on which registered Common Stock, $0.0001 par value Â ICU Â The NasdaqÂ Stock Market LLC Warrants, each whole warrant exercisable for one share of Common Stock for $11.50 per share Â ICUCW Â The NasdaqÂ Stock Market LLC Indicate by check mark whether the Registrant: (1) has 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 the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes â˜ No â˜’ Indicate by check mark whether the Registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (Â§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the Registrant was required to submit such files). Yes â˜’ No â˜ Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, 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. Â Â Large accelerated filer â˜ Accelerated filer â˜ Non-accelerated filer â˜’ Smaller reporting company â˜’ Emerging growth company Â â˜’ Â Â Â 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˜ Indicate by check mark whether the Registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes â˜ No â˜’ Indicate by check mark whether the registrant has filed all documents and reports required to be filed by Sections 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court. Yes â˜’ No â˜ As of November 6, 2024, the registrant had 4,463,148 shares of common stock, $0.0001 par value per share, outstanding. Â Â SeaStar Medical Holding Corporation September 30, 2024 Table of Contents Page PART I. FINANCIAL INFORMATION 1 Item 1. Condensed Consolidated Financial Statements (Unaudited) 1 Condensed Consolidated Balance Sheets (September 2024 Unaudited) 1 Condensed Consolidated Statements of Operations (Unaudited) 2 Condensed Consolidated Statements of Changes in Stockholders' Deficit (Unaudited) 3 Condensed Consolidated Statements of Cash Flows (Unaudited) 4 Notes to Unaudited Condensed Consolidated Financial Statements 5 Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations 24 Item 3. Quantitative and Qualitative Disclosures About Market Risk 33 Item 4. Controls and Procedures 33 PART II. OTHER INFORMATION 35 Â Item 1. Legal Proceedings 35 Item 1A. Risk Factors 35 Item 2. Unregistered Sales of Equity Securities and Use of Proceeds 37 Item 3. Defaults Upon Senior Securities 38 Item 4. Mine Safety Disclosures 38 Item 5. Other Information 38 Item 6. Exhibits 39 Signatures 40 Â Â i Â PART Iâ€”FINANCIAL INFORMATION Item 1. Condensed Consolidated Financial Statements. SeaStar Medical Holding Corporation Condensed Consolidated Balance Sheets (in thousands, except for share and per-share amounts) Â Â Â Â Â Â Â Â Â Â As ofSeptember 30, 2024 Â Â As ofDecember 31, 2023 Â Â Â (unaudited) Â Â Â Â ASSETS Â Current assets Â Â Â Â Â Â Cash Â $ 2,082 Â Â $ 176 Â Accounts receivable Â Â 68 Â Â $ â€” Â Prepaid expenses Â Â 1,466 Â Â Â 2,132 Â Total current assets Â Â 3,616 Â Â Â 2,308 Â Other assets Â Â 970 Â Â Â 1,205 Â Total assets Â $ 4,586 Â Â $ 3,513 Â Â Â Â Â Â Â Â LIABILITIES AND STOCKHOLDERS' DEFICIT Â Current liabilities Â Â Â Â Â Â Accounts payable Â $ 3,687 Â Â $ 4,372 Â Accrued expenses Â Â 2,291 Â Â Â 1,523 Â Contract liabilities Â Â 550 Â Â Â 100 Â Notes payable, net of deferred financing costs Â Â â€” Â Â Â 565 Â Convertible notes, current portion Â Â â€” Â Â Â 4,179 Â Liability classified warrants Â Â 110 Â Â Â 2,307 Â Total current liabilities Â Â 6,638 Â Â Â 13,046 Â Notes payable, net of deferred financing costs Â Â â€” Â Â Â 4,143 Â Convertible notes, net of current portion Â Â â€” Â Â Â 194 Â Total liabilities Â Â 6,638 Â Â Â 17,383 Â Commitments and contingencies (Note 11) Â Â Â Â Â Â Stockholders' deficit Â Â Â Â Â Â Preferred stock - $0.0001Â par value per share; 10,000,000Â shares authorized at September 30, 2024 and December 31, 2023; noÂ shares issued and outstanding at September 30, 2024 and December 31, 2023 Â Â Â â€” Â Â Â â€” Â Common stock - $0.0001Â par value per share; 500,000,000Â shares authorized; 4,214,399Â and 2,016,045Â shares issued and outstanding at September 30, 2024 and December 31, 2023, respectively Â Â 1 Â Â Â 1 Â Additional paid-in capital Â Â 133,092 Â Â Â 100,863 Â Accumulated deficit Â Â (135,145) Â Â (114,734) Total stockholders' deficit Â Â (2,052) Â Â (13,870) Total liabilities and stockholders' deficit Â $ 4,586 Â Â $ 3,513 Â Â The accompanying notes are an integral part of these unaudited condensed consolidated financial statements. Â 1 Â SeaStar Medical Holding Corporation Condensed Consolidated Statements of Operations (unaudited) (in thousands, except for share and per-share amounts) Â Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net revenue Â $ 68 Â Â $ â€” Â Â $ 68 Â Â $ â€” Â Cost of goods sold Â Â â€” Â Â Â â€” Â Â â€” Â Â Â â€” Â Gross profit Â Â 68 Â Â Â â€” Â Â 68 Â Â Â â€” Â Operating expenses Â Â Â Â Â Â Â Â Â Â Â Â Research and development Â Â 2,336 Â Â Â 1,087 Â Â Â 6,367 Â Â Â 4,798 Â General and administrative Â Â 2,188 Â Â Â 1,855 Â Â Â 6,776 Â Â Â 6,475 Â Total operating expenses Â Â 4,524 Â Â Â 2,942 Â Â Â 13,143 Â Â Â 11,273 Â Loss from operations Â Â (4,456) Â Â (2,942) Â Â (13,075) Â Â (11,273) Other income (expense) Â Â Â Â Â Â Â Â Â Â Â Â Interest income Â Â 58 Â Â Â â€” Â Â 82 Â Â Â â€” Â Interest expense Â Â (272) Â Â (224) Â Â (497) Â Â (882) Change in fair value of convertible notes Â Â â€” Â Â Â (291) Â Â (6,145) Â Â (291) Change in fair value of liability classified warrants Â Â 192 Â Â Â 1,025 Â Â Â (773) Â Â 1,784 Â Change in fair value of forward option-prepaid forward contracts Â Â â€” Â Â Â â€” Â Â â€” Â Â Â (1,308) Loss on extinguishment of convertible notes Â Â â€” Â Â Â (4,949) Â Â â€” Â Â Â (4,949) Other income Â Â â€” Â Â Â 149 Â Â â€” Â Â Â 149 Â Total other income (expense), net Â Â (22) Â Â (4,290) Â Â (7,333) Â Â (5,497) Loss before provision for income taxes Â Â (4,478) Â Â (7,232) Â Â (20,408) Â Â (16,770) Provision for income taxes Â Â â€” Â Â Â â€” Â Â Â 3 Â Â Â 5 Â Net loss Â $ (4,478) Â $ (7,232) Â $ (20,411) Â $ (16,775) Net loss per share of common stock, basic and diluted Â $ (1.10) Â $ (9.02) Â $ (6.10) Â $ (26.16) Weighted-average shares of common stock outstanding, basic and diluted Â Â 4,086,871 Â Â Â 801,939 Â Â Â 3,348,490 Â Â Â 641,125 Â The accompanying notes are an integral part of these unaudited condensed consolidated financial statements. Â 2 Â SeaStar Medical Holding Corporation Condensed Consolidated Statements of Changes in Stockholders' Deficit (unaudited) (in thousands, except for share and per-share amounts) Â Â Â Stockholders' Deficit (unaudited) Â Â Â Common Shares Â Â Â Â Â Â Â Â Â Â Â Â Shares Â Â Amount Â Â Additional Paid-In Capital Â Â Accumulated Deficit Â Â Total Stockholders' Deficit Â Balance as of December 31, 2023 Â Â 2,016,078 Â Â $ 1 Â Â $ 100,863 Â Â $ (114,734) Â $ (13,870) Issuance of shares - conversion of convertible notes Â Â 507,912 Â Â Â â€” Â Â Â 9,389 Â Â Â â€” Â Â Â 9,389 Â Issuance of shares - exercise of warrants Â Â 352,074 Â Â Â â€” Â Â Â 3,959 Â Â Â â€” Â Â Â 3,959 Â Issuance of shares - equity offerings, net of issuance costs Â Â 252,182 Â Â Â â€” Â Â Â 8,309 Â Â Â â€” Â Â Â 8,309 Â Stock-based compensation Â Â â€” Â Â Â â€” Â Â Â 434 Â Â Â â€” Â Â Â 434 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (12,697) Â Â (12,697) Balance as of March 31, 2024 Â Â 3,128,246 Â Â $ 1 Â Â $ 122,954 Â Â $ (127,431) Â $ (4,476) Issuance of shares - conversion of convertible notes Â Â 92,858 Â Â Â â€” Â Â Â 826 Â Â Â â€” Â Â Â 826 Â Issuance costs - registration of previously issued warrants Â Â â€” Â Â Â â€” Â Â Â (56) Â Â â€” Â Â Â (56) Stock-based compensation Â Â â€” Â Â Â â€” Â Â Â 41 Â Â Â â€” Â Â Â 41 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (3,236) Â Â (3,236) Balance as of June 30, 2024 Â Â 3,221,104 Â Â $ 1 Â Â $ 123,765 Â Â $ (130,667) Â $ (6,901) Issuance of shares - equity offerings, net of issuance costs Â Â 960,086 Â Â Â â€” Â Â Â 8,917 Â Â Â â€” Â Â Â 8,917 Â Issuance of shares - stock issued for Board compensation in-lieu of cash Â Â 10,120 Â Â Â â€” Â Â Â 210 Â Â Â â€” Â Â Â 210 Â Issuance of shares - vesting of RSUs Â Â 12,766 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Issuance of shares - stock issued for employee bonuses Â Â 10,323 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Stock-based compensation Â Â â€” Â Â Â â€” Â Â Â 200 Â Â Â â€” Â Â Â 200 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (4,478) Â Â (4,478) Balance as of September 30, 2024 Â Â 4,214,399 Â Â $ 1 Â Â $ 133,092 Â Â $ (135,145) Â $ (2,052) Â Â Â Â Â Â Â Â Â Â Â Â Â Â

Â Â â€” Â Â Â 505 Â Â Â â€” Â Â Â 505 Â Net loss Â Â â€” Â Â Â â€” Â Â Â (7,096) Â Â (7,096) Balance as of March 31, 2023 Â Â 531,861 Â Â $ 1 Â Â $ 72,222 Â Â $ (95,598) Â $ (23,375) Issuance of shares - equity line of credit Â Â 1,080 Â Â Â â€” Â Â Â 55 Â Â Â â€” Â Â Â 55 Â Issuance of shares - conversion of convertible notes Â Â 123,527 Â Â Â â€” Â Â Â 1,937 Â Â Â â€” Â Â Â 1,937 Â Issuance of shares - vesting of RSUs Â Â 6,136 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Issuance of shares - prepaid forward contracts Â Â 43,879 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Forward Purchase Agreement Derivative Liability Â Â â€” Â Â Â â€” Â Â Â 11,519 Â Â Â â€” Â Â Â 11,519 Â Stock-based compensation Â Â 18,367 Â Â Â â€” Â Â Â 555 Â Â Â â€” Â Â Â 555 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (2,447) Â Â (2,447) Balance as of June 30, 2023 Â Â 724,850 Â Â $ 1 Â Â $ 86,288 Â Â $ (98,045) Â $ (11,756) Issuance of shares - equity line of credit Â Â 9,383 Â Â Â â€” Â Â Â 120 Â Â Â â€” Â Â Â 120 Â Issuance of shares - conversion of convertible notes Â Â 337,301 Â Â Â â€” Â Â Â 2,411 Â Â Â â€” Â Â Â 2,411 Â Issuance of shares - prepaid forward contracts Â Â 1,314 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Stock-based compensation Â Â 15,197 Â Â Â â€” Â Â Â 440 Â Â Â â€” Â Â Â 440 Â Net loss Â Â - Â Â Â â€” Â Â Â â€” Â Â Â (7,232) Â Â (7,232) Balance as of September 30, 2023 Â Â 1,088,045 Â Â $ 1 Â Â $ 89,259 Â Â $ (105,277) Â $ (16,017) The accompanying notes are an integral part of these unaudited condensed consolidated financial statements Â 3 Â SeaStar Medical Holding Corporation Condensed Consolidated Statements of Cash Flows (unaudited) (in thousands, except for shares and per-share amounts) Â Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â Â Â Â Â Â Â Cash flows from operating activities Â Â Â Â Â Â Net loss Â $ (20,411) Â $ (16,775) Adjustments to reconcile net loss to net cash used in operating activities Â Â Â Â Â Â Amortization of deferred financing costs Â Â 102 Â Â Â 37 Â Change in fair value of convertible notes (issued, converted and outstanding) Â Â 6,145 Â Â Â 291 Â Change in fair value of forward purchase agreement derivative liability Â Â â€” Â Â Â 1,308 Â Change in fair value of liability classified warrants (exercised and outstanding) Â Â 773 Â Â Â (1,784) Stock-based compensation Â Â 675 Â Â Â 1,544 Â Loss on extinguishment of convertible notes Â Â â€” Â Â Â 4,949 Â Changes in operating assets and liabilities Â Â â€” Â Â Â Â Accounts receivable Â Â (68) Â Â Â â€” Â Other receivables Â Â â€” Â Â Â 12 Â Prepaid expenses Â Â 666 Â Â Â 805 Â Other assets Â Â 235 Â Â Â â€” Â Accounts payable Â Â (858) Â Â 3,115 Â Accrued expenses Â Â 932 Â Â Â 698 Â Other liabilities Â Â 495 Â Â Â â€” Â Net cash used in operating activities Â Â (11,314) Â Â (5,800) Â Â Â Â Â Â Â Cash flows from financing activities Â Â Â Â Â Â Proceeds from issuance of convertible notes Â Â 979 Â Â Â 6,500 Â Payment of convertible notes Â Â (700) Â Â (282) Proceeds from issuance of shares Â Â 13,582 Â Â Â 1,283 Â Proceeds from exercise of convertible note warrants Â Â 853 Â Â Â â€” Â Proceeds of pre-funded warrants Â Â 3,766 Â Â Â â€” Â Payment of commitment fee - equity line of credit Â Â â€” Â Â Â (500) Proceeds from sale of recycled shares Â Â â€” Â Â Â 1,870 Â Proceeds from notes payable Â Â â€” Â Â Â 100 Â Payment of notes payable Â Â (5,260) Â Â (3,145) Net cash provided by financing activities Â Â 13,220 Â Â Â 5,826 Â Net increase in cash Â Â 1,906 Â Â Â 26 Â Cash, beginning of period Â Â 176 Â Â Â 47 Â Cash, end of period Â $ 2,082 Â Â $ 73 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Supplemental disclosure of cash flow information Â Â Â Â Â Â Cash paid for interest Â $ 523 Â Â $ 707 Â Exercise of liability classified warrants Â $ 3,106 Â Â $ â€” Â Shares issued as payment of convertible notes Â $ 10,210 Â Â $ 4,348 Â Shares issued to settle forward option-prepaid forward contracts Â $ â€” Â Â $ 558 Â Board compensation settled in shares of common stock in-lieu-of-cash Â $ 210 Â Â $ â€” Â Issuance of convertible note warrants Â $ 586 Â Â $ 2,705 Â Â The accompanying notes are an integral part of these unaudited condensed consolidated financial statements. Â 4 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â Note 1. Description of BusinessOrganization and Description of BusinessÂ SeaStar Medical Holding Corporation, a Delaware corporation ("SeaStar") and its wholly owned subsidiary, SeaStar Medical, Inc., are collectively referred to as the "Company". SeaStar Medical, Inc. was incorporated as a Delaware corporation in June 2007, and it is headquartered in Denver, Colorado. The Company is a commercial stage medical technology company developing a proprietary platform therapy, its Selective Cytopheretic Device (â€œSCDâ€), to reduce the consequences of hyperinflammation on vital organs. The initial target of this technology is for the treatment of acute kidney injuries. The Company received FDA approval for our pediatric SCD on February 22, 2024, under a Humanitarian Device Exemption ("HDE"), and shipped its first commercial units in July 2024. A pivotal clinical trial for the SCD in adult patients with Acute Kidney Injury ("AKI") is underway with 51 patients enrolled. Â On October 28, 2022, LMF Merger Sub, Inc., a wholly owned subsidiary of LMF Acquisition Opportunities, Inc., (â€œLMAOâ€) merged with and into SeaStar Medical, Inc. (the "Business Combination"), with SeaStar Medical, Inc. surviving the Business Combination as a wholly owned subsidiary of LMAO. Following the consummation of the Business Combination, LMAO was renamed "SeaStar Medical Holding Corporation."Â Basis of Presentation and ConsolidationÂ The accompanying unaudited condensed consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP") and the rules and regulations of the Securities and Exchange Commission ("SEC") for interim reporting. As permitted under those rules and regulations, certain notes or other financial information normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted. The interim unaudited condensed consolidated financial statements have been prepared on the same basis as the annual consolidated financial statements and, in the opinion of management, reflect all adjustments, which include only normal, recurring adjustments that are necessary to present fairly the Companyâ€™s results for the interim periods presented. The results from operations for the three and nine months ended September 30, 2024, are not necessarily indicative of the results to be expected for the year ended December 31, 2024, or for any future annual or interim period.Â The accompanying interim unaudited condensed consolidated financial statements should be read in conjunction with the annual consolidated financial statements and the related notes for the year ended December 31, 2023. There have been no material changes in our significant accounting policies as described in our Annual Report on Form 10-K for the year ended December 31, 2023 except for inclusion of the (i) Companyâ€™s policy for revenue recognition, and (ii) adoption of the expected credit loss model pursuant to Topic 326 - Credit Losses, which is discussed in Note 2 of this Form 10-Q.Â The interim unaudited condensed consolidated financial statements include the consolidated accounts of the Company's wholly owned subsidiary, SeaStar Medical, Inc. All significant intercompany transactions have been eliminated in consolidation.Â On June 7, 2024, the Company effected a 1-for-25 reverse stock split (the â€œReverse Stock Splitâ€) of its issued and outstanding shares of common stock, par value $0.0001 (the "common stock"). Following the effect of the Reverse Stock Split, each 25 shares of the Companyâ€™s common stock that were issued and outstanding automatically converted into one outstanding share of common stock. All stock options and warrants of the Company outstanding immediately prior to the Reverse Stock Split were proportionally adjusted except for the Listed Warrants and the private placement warrants that were issued as part of the SPAC transaction that closed on October 28, 2022, which total 16,788,000 outstanding warrants in the aggregate (the â€œUnadjusted Warrantsâ€). The Unadjusted Warrants retained an $11.50 exercise price each and require the exercise of 25 warrants to purchase one share of common stock. Unless otherwise indicated, all other share and per share amounts in this quarterly report reflect the effect of the Reverse Stock Split. The par value of the Companyâ€™s common stock remained unchanged at $0.0001 per share and the number of authorized shares of common stock remained the same after the Reverse Stock Split. Â 5 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â Â Segment InformationÂ The Company operates in one operating segment and, accordingly, no segment disclosures have been presented herein.Â Liquidity and Going ConcernÂ The Company incurred losses of $4.5 million and $20.4 million for the three- and nine-months ended September 30, 2024, respectively. As of September 30, 2024, the Company has an accumulated deficit of $135.1 million and cash of $2.1 million. We do not believe our cash will be sufficient to enable us to fund our operations, including clinical trial expenses and capital expenditure requirements for at least 12 months from the issuance of these unaudited interim condensed consolidated financial statements. We believe that these conditions raise substantial doubt about our ability to continue as a going concern. Â The Company's need for additional capital will depend in part on the scope and costs of its development activities. Through September 30, 2024, the Company generated approximately $0.1 million in revenue as a result of the commencement of commercial sales of the Company's pediatric SCD devices during the three-months ended September 30, 2024. The Company's ability to generate sufficient product revenue to generate positive operating cash flows will depend on continued commercialization of the Company's pediatric SCD and FDA approval and commercialization of its adult SCD devices. Until such time, if ever, the Company expects to finance its operations through the sale of its pediatric SCD, equity or debt, borrowing under credit facilities, through potential collaborations, other strategic transactions or grants. Adequate capital may not be available to the Company when needed or on acceptable terms.Â Risks and UncertaintiesÂ The Company is subject to risks common to early-stage companies in the medical technology industry including, but not limited to, the success of its clinical trials, new medical and technological innovations, dependence on key personnel, supply of key components, protection of proprietary technology, and product liability. There can be no assurance that the Company's products or services will be accepted in the marketplace, nor can there be any assurance that any future products or services can be developed or deployed at an acceptable cost and with appropriate performance characteristics, or that such products or services will be successfully marketed, if at all. These factors could have a materially adverse effect on the Company's future financial results, financial position and cash flows. Â Note 2. Summary of Significant Accounting PoliciesÂ Use of EstimatesÂ The preparation of the unaudited interim condensed consolidated financial statements in conformity with U.S. GAAP requires management to make estimates, assumptions and judgments that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the period. Significant estimates include (i) revenue recognition, (ii) the valuation of the liability classified warrants, (iii) prepaid forward purchase agreement derivative liability, (iv) provision for income taxes, (v) convertible debt measured at fair value, and (vi) the amount of stock-based compensation expense. Although actual results could differ from those estimates, such estimates are developed based on the best information available to management and management's best judgments at the time.Â Concentrations of Credit RiskÂ Financial instruments that potentially subject the Company to a significant concentration of credit risk consist primarily of cash. Periodically, the Company may maintain deposits in financial institutions in excess of government Â 6 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â insured limits. Any loss incurred or a lack of access to such funds could have a significant adverse impact on the Company's financial condition, results of operations, and cash flows.Â Fair Value of Financial InstrumentsÂ The following provides a summary of those assets or liabilities for which the Company is required to measure at fair value either on a recurring basis, the valuation techniques and summary of inputs used to arrive at the measure of fair value. Changes in fair value of these assets or liabilities are recognized as a component of net income in the consolidated statements of operations. Changes in fair value of these assets or liabilities are considered unrealized gains or losses and therefore are classified as non-cash adjustments to reconcile net income to operating cash flows. Significant increases (decreases) in unobservable inputs used in fair value measurements could, in isolation, potentially result in a significantly lower or higher valuation for those assets or liabilities requiring recurring fair value measurements at each reporting date. Â The Company uses a Black-Scholes option pricing model to the fair value of liability classified warrants, using standard option pricing inputs such as the strike price of each warrant tranche, estimated volatility, time to maturity, and the risk-free interest rate. The risk-free interest rate is the U.S. Treasury rate at the date of issuance, and the time to maturity is based on the contractual life at the date of issuance, which is an interpolated value based on the remaining term of each individual instrument. The change in fair value of the liability classified warrants in each reporting period is recorded to the change in fair value of warrants liability in the consolidated statements of operations.Â Revenue Recognition Â OverallÂ Under ASC Topic 606, the Company recognizes revenue when a customer obtains control of promised goods or services, in an amount that reflects the consideration that the Company expects to receive in exchange for those goods or services. To determine revenue recognition for arrangements that the Company determines are within the scope of Topic 606, the Company evaluates the following criteria: (i) identify the contract with a customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price, including variable consideration, if any; (iv) allocate the transaction price to the performance obligations in the contract; and (v) recognize revenue when (or as) performance obligations are satisfied. Â At contract inception, once the contract is determined to be within the scope of ASC 606, the Company assesses whether the goods or services promised within each contract are distinct and, therefore, represent a separate performance obligation. Goods and services that are determined not to be distinct are combined with other promised goods and services until a distinct combined performance obligation is identified. The Company then allocates the transaction price to each performance obligation and recognizes the associated revenue when (or as) each performance obligation is satisfied. The estimate of the transaction price for each contract includes all variable consideration to which the Company expects to be entitled, subject to the constraint on variable consideration. The Company constrains revenue by giving consideration to factors that could otherwise lead to a probable reversal of revenue. Variable consideration is not constrained if the potential reversal of cumulative revenue recognized at the contract level is not significant.Â The Company records any payments received from customers prior to the Company fulfilling its performance obligation(s) as contract obligations. Amounts expected to be recognized as revenue within the one year following the balance sheet date are classified as current contract obligations. Amounts not expected to be recognized as revenue within the one year following the balance sheet date are classified as contract obligations, net of current portion. See Note 3 â€“ Revenue and Contract Obligations for further details.Â Product Sales RevenueÂ The Company has sold and intends to continue to sell its products either through a combination of distributor(s) and/or directly to end-user qualified customers through the Company's own internal commercial/sales resources. The acting distributor during the three- and nine-months ended September 30, 2024, subsequently resold and was to Â 7 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â continue to resell the products to present and future customers, until such time the Company terminated its agreement with the distributor (see Notes 3, 11, and 15). â€¢Timing of Revenue Recognition â€” During the brief history (commenced July 2024) of selling pediatric SCDs, revenue has been recognized based on a freight-on-board destination ("FOB Destination") requirement. â€¢Chargebacks, Government Rebates and Discounts â€” During the brief history of selling pediatric SCDs commercially, the Company has not agreed to chargebacks, government rebates or discounts.â€¢Returns â€” Returns are specific to each order, but generally the Company allows for returns of any damaged or non-conforming product within 30 days of receipt of product. Given the (i) overall rate of product shipped that is defective/damaged, (ii) overall volume of sales to individual end-user customers, (iii) expected supply in the customer channel, and (iv) expected usage by customers, the Company does not anticipate that there will be significant risk of product returns overall. â€¢Variable Consideration â€” based on the above and given the materiality of current sales (less than $0.1 million sold through the three- and nine-months ended September 30, 2024), the Company does not currently estimate a constraint on revenue recognized on product sales.â€¢Transaction Price â€” based on the above, as currently constructed, the Company's transaction price is fixed, based on the agreed-upon price per each purchase order submitted by each customer. Milestone or up-front payments unique to the distributor were disclosed in Note 3 (also see Notes 11 and 15), and are not expected to be recognized as revenue, but merely returned as a result of a settlement to cease the relationship with the distributor.â€¢Allocation of Consideration â€” each sale of a pediatric SCD is independent of any and all other sales. The entire transaction price for each pediatric SCD is allocated to the sale of that pediatric SCD.Â The Company will continue to monitor all of the above as the Company continues to commercialize and increase its customer base, which could result with each distributor or end-user customer agreement resulting in its own unique terms and conditions, that will potentially impact the timing and amount of revenue recognition pursuant to US GAAP.Â Cost of Goods SoldÂ Prior to July 2024, the Company only manufactured/assembled pediatric or adult SCDs for research oriented and/or clinical trial related activities. Accordingly, as of and during the three-and nine-months ended September 30, 2024, all inventory on-hand or utilized had $0 value, as it was expensed to research and development expense at the time of purchase. Accordingly, for pediatric SCDs sold during the three-and nine-months ended September 30, 2024, the Company recognized no cost of goods sold, as there was no value attributed to those units sold. As the Company procures inventory in the future, the Company will place value on raw materials and component parts,, as there is the potential that the raw materials could be used either for (i) commercial purposes (pediatric SCD sales) or (ii) research and development purposes (adult SCDs used in ongoing clinical trials). Â Accounts Receivable, netÂ The need for a credit loss allowance is evaluated each reporting period based on the Company's assessment of the credit worthiness of its customers or any other potential circumstances that could result in a credit loss. The Company uses an aging schedule method for estimating expected credit losses. As the Company just commenced commercial operations during the three-months ended September 30, 2024, with a limited customer base, the Company's estimates are based on customer specific facts, until such time that the Company has developed sufficient collection history data in which to apply a portfolio-wide expected credit loss estimate based on an aging schedule.Â The Company believes that the entire accounts receivable balance as of September 30, 2024, is collectible and there is no reserve for a credit loss allowance provided as of September 30, 2024. Â Emerging Growth Company Status Â 8 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â Â The Company is an â€œemerging growth companyâ€, as defined in the Jumpstart Our Business Startups Act of 2012 ("JOBS Act"). Under the JOBS Act, emerging growth companies can take advantage of an extended transition period for complying with new or revised accounting standards, delaying the adoption of these accounting standards

until they would apply to private companies. The Company has elected to use this extended transition period for complying with certain new or revised accounting standards that have different effective dates for public and private companies until the earlier of the date that it is (1) no longer an emerging growth company or (2) affirmatively and irrevocably opt out of the extended transition period provided in the JOBS Act. Â Recently issued accounting standardsÂ Accounting Standards Update 2023-09 â€" In December 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued ASU 2023-09 Income Taxes (Topic 740) Improvements to Income Tax Disclosures. ASU 2023-09 enhances the transparency and decision usefulness of income tax disclosures. The amendments in this update are effective for public business entities for annual periods beginning after December 15, 2024. Early adoption is permitted. We are currently assessing the impact of this guidance on our disclosures. Â Accounting Standards Update 2023-07 â€" In November 2023, the FASB issued Accounting Standards Update 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. This guidance improves reportable segment disclosure requirements, primarily through enhanced disclosures about significant expenses, and is effective for fiscal years beginning after December 15, 2023 on a retrospective basis. The Company is currently assessing the impact of this guidance on our disclosures, but does not expect adoption to have an impact on our consolidated financial statements. Â Note 3. Revenues and Contract ObligationsÂ In December 2022, the Company entered into a License and Distribution Agreement (the "Distribution Agreement") with Nuwellis, Inc. ("Nuwellis") granting exclusive distribution rights of the Company's pediatric SCD within the United States of America. Under the terms of the Distribution Agreement, Nuwellis would pay the Company consideration comprising both (i) a per unit sales price for each unit shipped and (ii) a royalty for all units sold to customers.Â In addition, Nuwellis also agreed to pay (i) a $100 thousand upfront payment at contract inception (the "Up-front Payment"), and (ii) two contingent milestones payments consisting of (a) $450 thousand payment upon meeting the regulatory milestone of receiving HDE approval from the FDA (the "Regulatory Milestone Payment"), and (b) $300 thousand payment upon meeting a sales-based milestone (the "Sales Based Milestone Payment"). Â The Company had the following performance obligations within the Distribution Agreement: (i) a material right to Nuwellis consisting of an exclusive option for Nuwellis to purchase additional pediatric SCDs during the term of the Distribution Agreement for a discounted price, (ii) to provide training to Nuwellis personnel and medical professionals at end-user customers of Nuwellis and (iii) upon each receipt of a valid Nuwellis purchase order, delivery of pediatric SCDs. The transaction price for the Nuwellis material right and training is comprised of the Upfront Payment, the Regulatory Milestone Payment and the Sales Based Milestone Payment. The transaction price for each pediatric SCD device sold was the actual price for each device and the estimated royalties to be received.Â As of September 30, 2024, the Company received full consideration for the Up-front Payment and the Regulatory Milestone Payment. No revenue had been recognized from this consideration as of September 30, 2024, which has been accounted for and disclosed as contract liabilities and was to be recognized over the remaining term of the Distribution Agreement beginning with the first commercial shipment to Nuwellis.Â The following table summarizes the changes in the Company's contract liability balance for the nine months ended September 30, 2024 and 2023:Â Â 9 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â Â Â Â Nine Months Ended Â Â Year-Ended Â ($ in thousands) Â Â September 30, 2024 Â Â December 31, 2023 Â Contract liabilities, beginning of period Â Â $ 100 Â Â $ â€" Â Consideration received Â Â Â 450 Â Â Â 100 Â Revenue Â Â Â â€" Â Â Â â€" Â Contract liabilities, end of period Â Â $ 550 Â Â $ 100 Â Â As of September 30, 2024, the aggregate amount of the transaction price allocated to remaining performance obligations was equal to the contract liability balance. Â The Company and Nuwellis entered into a confidential settlement agreement on October 20, 2024 (the "Settlement Agreement"), in connection with the Company's termination of the Distribution Agreement on August 18, 2024. Under the Settlement Agreement the Company agreed to refund Nuwellis the entire $550 thousand contract liability; comprised of the Upfront Payment and Regulatory Milestone; plus an additional $350 thousand. See Note 15 to our unaudited consolidated financial statements for the three- and nine- months ended September 30, 2024, included elsewhere in this Form 10-Q for additional information.Â As a result, the Company (i) was precluded from recognizing revenue of approximately $0.1 million for product shipments to Nuwellis during the three-months ended September 30, 2024, (ii) was precluded from recognizing any revenues related to contract liabilities arising the Upfront Payment and Regulatory Milestone through September 30, 2024, (see below), and (iii) does not anticipate there will be any future shipments of pediatric SCDs to Nuwellis going forward. Due to the termination of the Distribution Agreement and related Settlement Agreement, the Company will be unable to recognize any revenue from the Up-Front Payment or the Regulatory Milestone Payment already received.Â Since the termination of the Distribution Agreement, the Company developed its own commercial operations and sold approximately $0.1 million of pediatric SCDs to an end-user customer during the three-months ended September 30, 2024. Â The Company's sales during the three- and nine-months ended September 30, 2024, were all within the same reportable segment (the Company is a single reportable/operating segment due to its size and business operations). In addition, as the Company can only commercially sell pediatric SCDs within the United States of America. There are no sales to foreign jurisdictions. Â Â Note 4. Trade Accounts ReceivableÂ The table below presents the opening and closing balances of accounts receivable, on a gross and net basis, with the total change in expected credit losses. Â ($ in thousands) Â Accounts Receivable, Gross Â Expected Credit Losses Â Accounts Receivable, Net Â December 31, 2023 Â $ â€" Â $ â€" Â $ â€" Â Â Â Â Â Â Increase in trade accounts receivable, gross Â Â 68 Â Â â€" Â Â 68 Â September 30, 2024 Â $ 68 Â $ â€" Â $ 68 Â Â Â Note 5. Accrued ExpensesÂ Accrued expenses consisted of the following amounts as of September 30, 2024, and December 31, 2023: Â 10 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â ($ in thousands) As of September 30,2024 Â Â As of December 31,2023 Â Accrued bonus $ 1,184 Â Â $ 501 Â Accrued director compensation Â 296 Â Â Â 427 Â Accrued research and development expenses Â 281 Â Â Â 507 Â Accrued legal Â 42 Â Â Â 43 Â Accrued interest Â â€" Â Â Â 19 Â Contract settlement contingent liability (*) Â 350 Â Â Â â€" Â Other Â 138 Â Â Â 26 Â Total accrued expenses $ 2,291 Â Â $ 1,523 Â Â (*) - The Company and Nuwellis entered into the Settlement Agreement in connection with the Company's termination of the Distribution Agreement on August 18, 2024. A contingent liability of $350,000 was recognized in connection with the Settlement Agreement to reflect that the circumstances that gave rise to this obligation existed as of September 30, 2024. See Note 15 to our unaudited consolidated financial statements for the three- and nine- months ended September 30, 2024, included elsewhere in this Form 10-Q for additional information. Note 6. Notes PayableNotes payable activity was as follows for the nine-month period ended September 30, 2024: ($ in thousands) Â LMFA Â Â LMFAO Â Â Maxim Â Â Insurance Financing Â Â Investor D Note Â Â Unamortized deferred financing costs Â Balance as of December 31, 2023 Â $ 296 Â Â $ 1,128 Â Â $ 2,771 Â Â $ 565 Â Â $ â€" Â Â $ (52) Note issued in exchange for warrants Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â â€" Â Â $ 450 Â Â Â â€" Â Payments Â Â (296) Â Â (1,128) Â Â (2,771) Â Â (565) Â Â (450) Â Â (50) Amortization of costs Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â 102 Â Balance as of September 30, 2024 Â $ â€" Â Â $ â€" Â Â $ â€" Â Â $ â€" Â Â $ â€" Â Â $ â€" Â Â $ â€" Â Â There are no future maturities of any of the above formerly existing notes payable, as further explained below. Â Â Investor D NoteÂ On June 28, 2024, the Company and Investor D agreed to exchange all of the remaining outstanding warrants held by Investor D, which were issued in connection with Investor D's convertible debt issued between March 2023 and January 2024, into a short-term note of approximately $0.5 million. The interest rate on the loan was 7.0% per annum and the note was paid in full during the three-months ending September 30, 2024.Â Senior Secured LMFA Note PayableÂ The company entered into a senior secured note with LMFA in September 2022. The interest rate on the loan was 7.0% and was to mature on March 27, 2025. The Company paid this note in full during the quarter ended March 31, 2024.Â Senior Secured LMFAO Note PayableÂ Â 11 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â The company entered into a senior secured note with LMFAO in October 2022. The interest rate on the loan was 7.0% and was to mature on March 27, 2025. The Company paid this note in full during the quarter ended March 31,2024.Â Unsecured Maxim Note PayableÂ In October 2022, the Company entered into an unsecured promissory note with Maxim, for an aggregate principal amount of $4.2 million (the "Maxim Note"). The interest rate on the note was 7.0%. As a result of the Reverse Stock Split, the approximately $2.6 million remaining Maxim Note balance became due within 90 days of the June 2024 Reverse Stock Split event. The Maxim Note was paid in full during the three-months ended September 30, 2024.Â Insurance FinancingÂ In October 2023, the Company entered into a financing arrangement with a lender to finance a portion of the annual premium of an insurance policy in the amount of $0.7 million. The Company paid the remaining two monthly installments of principal and interest with the last payment being made in August 2024. Â Note 7. Convertible NotesÂ The activity for the convertible notes is disclosed in the table below for the nine month period ended September 30, 2024. See our Annual Report on Form 10-K for the year-ended for December 31, 2023, for other details relating to the Investor D convertible notes issued prior to December 31, 2023. ($ in thousands) Â 3rd Investor D Note3-1 Â Â 3rd Investor D Note3-2 Â Â 3rd Investor D Note3-3 Â Â 3rd Investor D Note3-4 Â Â 4th Investor D Note Â Â 5th Investor D Note Â Â 6th Investor D Note Â Â Total Â Balance as of December 31, 2023 $ Â 1,012 Â Â $ Â 999 Â Â $ Â 972 Â Â $ Â 568 Â Â $ Â 822 Â Â $ â€" Â Â $ Â â€" Â Â $ 4,373 Â Issuance (Face Value) Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â 272 Â Â Â 815 Â Â Â 1,087 Â Fair value of detachable warrants at issuance Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â (147) Â Â (439) Â Â (586) (Gain)/loss on conversion Â Â 1,201 Â Â Â 636 Â Â Â 615 Â Â Â 381 Â Â Â 77 Â Â Â 482 Â Â Â 2,005 Â Â Â 5,397 Â Conversion to common stock Â Â (2,213) Â Â (1,635) Â Â (1,587) Â Â (949) Â Â (947) Â Â (607) Â Â (2,381) Â Â (10,319) (Gain)/loss on reporting period remeasurement Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â 748 Â Â Â â€" Â Â Â â€" Â Â Â 748 Â Redemption Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â â€" Â Â Â (700) Â Â â€" Â Â Â â€" Â Â Â (700) Balance as of September 30, 2024 $ Â â€" Â Â $ Â â€" Â Â $ Â â€" Â Â $ Â â€" Â Â $ Â â€" Â Â $ Â â€" Â Â $ Â â€" Â Â The Company completed additional closings related to the Second Amendment to the Investor D Securities Purchase Agreement on January 12, 2024 and January 24, 2024, issuing notes in principal amounts of $0.3 million and $0.8 million, respectively, each at 7.00% per annum (collectively the "2024 Investor D Notes"). The 2024 Investor D Notes were to mature on April 12, 2025 and April 24, 2025, respectively. The 2024 Investor D Notes have an initial conversion price of $14.00 per share and were convertible into shares of the Company's common stock, beginning on the earlier of June 11, 2024 (or earlier upon mutual written agreement of the Company and the purchaser), or the date of an event of default. The Company also issued warrants to purchase up to 5,278 and 15,382 shares of common stock, respectively, with an exercise price of $14.00 per share, and additional warrants to purchase up to 5,278 and 15,382 shares of common stock, respectively, with an exercise price of $14.00 per share.On January 30, 2024, the institutional investor agreed to waive its Optional Redemption Rights and any event of default that may arise thereunder with respect to this offering and suspend the Optional Redemption Rights for a period of sixty (60) days following the closing of this offering (the â€œSuspension Periodâ€), and the Company granted the institutional investor a right to redeem all or a portion of the then outstanding Conversion Amount within three (3) trading days after the Suspension Period at an amount equal to 200% of the Conversion Amount.Â During the quarter-ended March 31, 2024, the institutional investor converted approximately $3.3 million (face value) of outstanding debt, by converting the outstanding debt into approximately $9.5 million of the Company's common stock. As of March 31, 2024, the Company still owed the institutional investor approximately $1.0 million Â 12 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â (face value) in convertible debt, with a fair value of approximately $1.1 million, which as disclosed below, was ultimately either converted or redeemed by June 30, 2024.Â The Company incurred a loss of approximately $5.8 million as a result of the following: (i) $4.7 million loss on conversion into equity as a result of the difference between the fair value of the convertible notes being converted and the equity being delivered, (ii) $0.7 million loss on issuance of the Investor D convertible notes issued during the three-months ended March 31, 2024, as a result of the combination of the fair value of detachable warrants issued in conjunction to the Investor D Notes issues during the three-months ended March 31, 2024, and the excess fair value over the proceeds received for the Investor D convertible notes issues during the three-months ended March 31, 2024, and (iii) $0.4 million loss on the change in fair value of those Investor D convertible notes still outstanding as of March 31, 2024.Â Investor D April 2024 Side Letter On April 1, 2024, the Company and Investor D entered into a side letter agreement (the "April 2024 Side Letter") whereby each party agreed to suspend certain rights of Investor D for a 60-day period, extending those rights from March 30, 2024, to May 30, 2024. Those rights included a 10-day notice period for any subsequent financing and rights to review terms of such financing arrangements. Finally, Investor D waived its rights and notice of default in the event of such financings. In addition, after the end to the May 30, 2024, suspension period being reached, Investor D has the right to require the Company to redeem all or a portion of any outstanding Investor D convertible notes at 200% of the conversion amount (the "Make-Whole Amount"). On June 5, 2024, Investor D completed the following two transactions, eliminating the remaining outstanding convertible debt:Â â€¢Converted approximately $0.6 million of outstanding principal and $0.7 million of accrued interest and Make-Whole Amount, by issuing 92,858 shares of the Company's common stock, resulting in a loss of approximately $0.4 million, andÂ â€¢Redeemed the remaining $0.7 million of outstanding convertible debt and Make-Whole Amount, andÂ â€¢As of June 30, 2024, there were no remaining outstanding convertible debt instruments. There were no additional issuances of convertible debt during the three-months ended September 30, 2024. Â Note 8. Equity TransactionsÂ January 2024 OfferingÂ On January 26, 2024, the Company entered into a Securities Purchase Agreement with a single institutional investor, pursuant to which the Company issued to the investor (the "Q1 2024 SPA"), (i) in a registered direct offering, 252,182 shares of the Companyâ€™s common stock, par value $0.0001 per share, and pre-funded warrants to purchase 181,449 shares of Common Stock (the "Pre-Funded Warrants") with an exercise price of $0.0001 per share, and (ii) in a concurrent private placement, series A warrants to purchase 433,631 shares of common stock (the "Series A Common Warrants") and series B warrants to purchase 216,816 shares of common stock each with an exercise price of $20.76 (the "Series B Common Warrants" and together with the Series A Common Warrants, the "Investor E Warrants"). Such registered direct offering and concurrent private placement are referred to herein as the â€œJanuary 2024 Offering".Â The Company received aggregate gross proceeds from the January 2024 Offering of approximately $9.0 million, before deducting fees to the Maxim Group LLC and other estimated offering expenses payable by the Company. The Investor E Warrants became exercisable on June 4, 2024, the effective date of stockholder approval for the issuance of the shares of common stock issuable upon exercise of the Investor E Warrants (the "Stockholder Approval Date"). The Series A Common Warrants will expire on the fifth anniversary of the Stockholder Approval Date and the Series B Common Warrants will expire on the twelve-month anniversary of the Stockholder Approval Date. The Pre-Funded Warrants will not expire and will be exercisable commencing on January 26, 2024, and at any time until all of the Â 13 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â Pre-Funded Warrants are exercised in full. All Pre-Funded Warrants were exercised during the first quarter ended March 31, 2024.Â The Company paid approximately $0.7 million in fees to Maxim Group LLC and issued 21,682 warrants (the "PA Warrants") to purchase shares of the Company's common stock, with a fair value of approximately $0.3 million at issuance. The exercise price of these warrants is $22.83 per share and the warrants become exercisable on July 30, 2024, expiring five years after the closing date. Â July 2024 OfferingÂ On July 10, 2024, the Company entered into a securities purchase agreement (the â€œQ3 2024 SPAâ€) with certain institutional investors, pursuant to which the Company agreed to issue and sell, in a registered direct offering priced at-the-market consistent with the rules of the Nasdaq Stock Market: (i) 947,868 shares of the Companyâ€™s common stock, $0.0001 par value per share and (ii) Common Stock purchase warrants to purchase up to 947,868 shares of Common Stock (the â€œJuly 2024 Investor Warrantsâ€) in a concurrent private placement (together the "July 2024 Offering"). The July 2024 Investor Warrants were immediately exercisable, expire five years following the issuance date and have an exercise price of $10.55 per share. The Company agreed to register the shares of Common Stock underlying the Common Warrants within 30 days of the date of the Purchase Agreement. The combined purchase price of each share of Common Stock and July 2024 Investor Warrant is $10.55. The gross proceeds to the Company from the Offering were approximately $10.0 million, before deducting placement agent fees and other offering expenses payable by the Company.Â On May 17, 2024, the Company entered into an engagement letter with H.C. Wainwright & Co., LLC (â€œWainwrightâ€), pursuant to which Wainwright agreed to serve as the exclusive placement agent for the Company, on a reasonable best-efforts basis, in connection with the offering. The Company paid Wainwright an aggregate cash fee equal to (i) 6.4% and 1% management fee of the gross proceeds of the July 2024 Offering and (ii) for certain expenses incurred by Wainwright totaling approximately $0.8 million. Additionally, the Company has agreed to issue to Wainwright or its designees as compensation, warrants to purchase up to 66,351 shares of Common Stock, equal to 7.0% of the aggregate number of Shares placed in the Offering (the â€œJuly 202 4 PA Warrantsâ€, which combined with the July 2024 Investor Warrants are herein referred to as the "July 2024 Warrants"). The Placement Agent Warrants have a term of five years from the commencement of sales under the Offering and an exercise price of $13.1875 per share of Common Stock (equal to 125% of the offering price). Â August 2024 At-The-Market OfferingÂ On August 20, 2024, the Company entered into an At-The-Market Offering Agreement (the â€œATM Agreementâ€) with Wainwright as sales agent, to sell shares of its common stock, from time to time, through an â€œat the market offeringâ€ program under which Wainwright will act as sales agent. The sales, if any, of the Company's Common Stock made under the ATM Agreement will be made by any method permitted by law deemed to be an â€œat the market offeringâ€ as defined in Rule 415 promulgated under the Securities Act of 1933, as amended (the â€œSecurities Actâ€), including sales made directly on or through the Nasdaq Capital Market or on any other existing trading market for the Companyâ€™s common stock (the

"ATM").Â Through September 30, 2024, the Company raised approximately $0.1 million utilizing the ATM, issuing 12,218 shares of the Company's Common Stock. Â Tumin Equity Line of CreditÂ During the year ended December 31, 2023, the Company sold 6,500,000 shares of common stock to Tumim for proceeds of approximately $4.7 million as part of the Tumin Equity Line of Credit (see the Company's Annual Report on Form 10-K for the year-ended December 31, 2023, for additional information on the structure and purpose). As of December 31, 2023, approximately $95.3 million was available to draw. In February 2024, the Company and Tumim agreed to terminate the Equity Line of Credit. Â 14 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â Note 9. WarrantsÂ Warrants Issued in FY 2024Â July 2024 WarrantsÂ As discussed in Note 7, as part of the Q3 2024 SPA, the Company issued on July 11, 2024 the following warrants to purchase the Company's common stock to certain institutional investors and the placement agent:Â â€¢July 2024 Investor Warrants - warrants to purchase 947,868 shares of the Company's common stock with an exercise price of $10.55, expiring July 10, 2029.â€¢July 2024 PA Warrants - warrants to purchase 66,351 shares of the Company's common stock, with an exercise price of $13.1875, expiring July 10, 2029.Â Investor E (January 2024) WarrantsÂ As discussed in Note 7, as part of the Q1 2024 SPA, the Company issued on January 26, 2024 the following warrants to purchase the Company's common stock to Investor E:Â â€¢Pre-Funded Warrants - warrants to purchase 181,449 shares of common stock with an exercise price of $0.0001. The Pre-Funded Warrants had no expiration date and were exercisable commencing on the date of issuance and at any time until all of the Pre-Funded Warrants are exercised in full. The Pre-Funded Warrants were exercised in full during the quarter ended March 31, 2024Â â€¢Series A and Series B Common Warrants - in a concurrent private placement, Series A Common Warrants to purchase 433,631 shares of Common Stock and Series B Common Warrants to purchase 216,816 shares of common stock each with an exercise price of $20.76.Â â€¢PA Warrants â€“ in a concurrent private placement, PA Warrants to purchase 21,682 shares of common stock with an exercise price of $22.83 per share.Â Investor E Warrants became exercisable on June 4, 2024, the effective date of stockholder approval for the issuance of the shares of common stock issuable upon exercise of the Investor E Warrants. The Series A Common Warrants will expire on June 4, 2029, and the Series B Common Warrants will expire on June 4, 2025.Â Maxim Group LLC ("Maxim") acted as the placement agent in connection with the transactions pursuant to the Placement Agency Agreement, dated January 26, 2024, by and between the Company and Maxim. On January 30, 2024, Maxim received warrants to purchase 21,682 shares of common stock covering a number of shares equal to 5% of the total number of shares of common stock sold in the Transactions. The PA Warrants became exercisable six months after the closing and will expire on January 30, 2029. The PA Warrants are exercisable at a price equal to 110.0% of the offering price in connection with the placement. In accordance with ASC 815-40, Derivatives and Hedging-Contracts in Entityâ€™s own Equity, the Company determined the Investor E and PA Warrants meet the conditions for equity classification and should be included on the consolidated balance sheet as a component of stockholders' equity (deficit). Â Investor D WarrantsÂ The Company, in conjunction with additional borrowing of convertible debt related to the Second Amendment to the Investor D SPA on January 12, 2024 and January 24, 2024, issued warrants to purchase up to 131,927 and 395,781 shares of common stock, respectively, with an exercise price of $0.56 per share, and additional warrants to purchase up to 131,927 and 395,781 shares of common stock, respectively, with an exercise price of $0.56 per share.Â Â 15 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â All remaining Investor D Warrants issued in connection with the Investor D SPA were exchanged for an approximately $0.5 million short-term note payable on June 28, 2024, eliminating all remaining Investor D Warrants issued in connection with the Investor D SPA as of June 30, 2024 (see Note 5).The Investor D Warrants issued in January 2024 in connection with the Investor D SPA were determined to be liability classified. The initial fair value of the convertible note warrants was determined using a Black-Scholes option pricing model, which considers variables such as estimated volatility, time to maturity, and the risk-free interest rate. The risk-free interest rate is the U.S. Treasury rate at the date of issuance, and the time to maturity is based on the contractual life at the date of issuance, which is five years. Subsequent changes in fair value were recognized through earnings at each reporting period end-date or settlement date.The Company had the following warrants outstanding at September 30, 2024, and December 31, 2023:Â Â Â As of September 30, 2024 Â Â As of December 31, 2023 Â Liability Classified Warrants Â Â Â Â Â Investor D Warrants Â Â â€” Â Â Â 254,732 Â Private Placement Warrants Â Â 229,520 Â Â Â 229,520 Â PIPE Investor Warrants Â Â 20,000 Â Â Â 20,000 Â Subtotal Â Â 249,520 Â Â Â 504,252 Â Â Â Â Â Â Â Â Equity Classified Warrants Â Â Â Â Â Â Investor E (January 2024) Warrants Â Â 650,446 Â Â Â â€” Â July 2024 Warrants Â Â 1,014,219 Â Â Â â€” Â Placement Agent Warrants Â Â 21,682 Â Â Â â€” Â Public Stockholder Warrants Â Â 422,000 Â Â Â 422,000 Â Legacy Warrants Â 1,957 Â Â Â 1,957 Â Subtotal Â Â 2,110,304 Â Â Â 423,957 Â Grand Total Â Â 2,359,824 Â Â Â 928,209 Â The following tables provides the weighted-average strike price and time to maturity for each warrant tranche as of September 30, 2024, and December 31, 2023:Â Â 16 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â As of September 30, 2024 Â Warrant Share Equivalents Â Â Weighted-Average Strike Price Â Â Weighted-Average Time to Maturity Â Liability Classified Warrants Â Â Â Â Â Â Â Â Â Private Placement Warrants Â Â 229,520 Â Â $ 287.50 Â Â Â 3.32 Â PIPE Investor Warrants Â Â 20,000 Â Â $ 287.50 Â Â Â 3.32 Â Â Â Â Â Â Â Â Â Â Â Equity Classified Warrants Â Â Â Â Â Â Â Â Investor E (January 2024) Warrants Â Â 650,446 Â Â $ 20.76 Â Â Â 4.03 Â July 2024 Warrants (*) Â Â 1,014,219 Â Â $ 10.72 Â Â Â 4.78 Â Placement Agent Warrants Â Â 21,682 Â Â $ 22.75 Â Â Â 4.75 Â Public Stockholder Warrants Â Â 422,000 Â Â $ 287.50 Â Â Â 3.32 Â Legacy SeaStar Inc. Warrants Â Â 1,957 Â Â $ 250.00 Â Â Â 1.88 Â As of December 31, 2023 Â Warrant Share Equivalents Â Â Weighted-Average Strike Price Â Â Weighted-Average Time to Expiration Â Liability Classified Warrants Â Â Â Â Â Â Â Â Investor D Warrants Â Â 254,732 Â Â $ 12.50 Â Â Â 4.65 Â Private Placement Warrants Â Â 229,520 Â Â $ 287.50 Â Â Â 3.82 Â PIPE Investor Warrants Â Â 20,000 Â Â $ 287.50 Â Â Â 3.82 Â Â Â Â Â Â Â Â Â Â Â Equity Classified Warrants Â Â Â Â Â Â Â Â Public Stockholder Warrants Â Â 422,000 Â Â $ 287.50 Â Â Â 3.82 Â Legacy SeaStar Inc. Warrants Â Â 1,957 Â Â $ 250.00 Â Â Â 2.38 Â (*) - The July 2024 Warrants comprise both the July 2024 Investor Warrants and the July 2024 PA Warrants. Accordingly, the reported exercise price is the weighted-average exercise price. Â Below is the warrant activity for the nine-months ended September 30, 2024:Â Â Â Investor D Warrants Â Â Investor E (January 2024) Warrants Â Â July 2024 Warrants Â Â Placement Agent Warrants Â Â Private Placement Warrants Â Â PIPE Investor Warrants Â Â Public Stockholders' Warrants Â Â Legacy Warrants Â Outstanding as of December 31, 2023 Â Â 254,732 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 229,520 Â Â Â 20,000 Â Â Â 422,000 Â Â Â 1,957 Â Issuance Â Â 42,217 Â Â Â 831,895 Â Â Â 1,014,219 Â Â Â 21,682 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Exercised Â Â (170,625) Â Â (181,449) Â Â Â â€” Â Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Forfeited / cancelled Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Exchanged for Investor D Note Â Â (126,324) Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Outstanding as of September 30, 2024 Â Â - Â Â Â 650,446 Â Â Â 1,014,219 Â Â Â 21,682 Â Â Â 229,520 Â Â Â 20,000 Â Â Â 422,000 Â Â Â 1,957 Â During the three months ended September 30, 2024, the Company incurred a gain of approximately $0.2 million from the mark-to-market adjustment for all remaining liability classified warrants. During the nine months ended September 30, 2024, the Company incurred (i) a $1.6 million loss from exercises of certain Investor D Warrants, (ii) a gain of $1.3 million from the exchange of all remaining Investor D Warrants in June 2024 for an approximately $0.5 million short-term Investor D Note which was paid in full during the three-months ended September 30, 2024. and (iii) a loss of approximately $0.5 million from the periodic mark-to-market adjustments for all liability classified warrants over that period. Note 10. Stock-Based Compensation AwardsThe following table sets forth the total stock-based compensation cost included in the Company's condensed Â 17 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â consolidated statements of operations for the period indicated: Â Â Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â ($ in thousands) Â Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Research and development Â Â Â Â Â $ 9 Â Â $ 198 Â Â $ 121 Â Â $ 333 Â General and administrative Â Â Â Â Â Â 191 Â Â Â 286 Â Â Â 554 Â Â Â 1,211 Â Total stock-based compensation Â Â Â Â Â Â $ 200 Â Â $ 484 Â Â $ 675 Â Â $ 1,544 Â Equity Incentive Plan - Summary2022 Omnibus Incentive PlanThe Company's Board of Directors adopted, and the shareholders approved the 2022 Omnibus Incentive Plan to provide long-term incentive for its employees and non-employee service providers. The vesting of stock options is stated in each individual grant agreement, which is generally either one or four years. Options granted expire 10 years after the date of grant. 2019 Stock Incentive PlanThe Companyâ€™s Board of Directors adopted the 2019 Stock Incentive Plan on February 25, 2019, to provide long-term incentive for its employees and non-employee service providers. The Stock Incentive Plan was terminated on October 28, 2022, and no further awards were granted under such plan. Â Stock OptionsOption activity for the period ended September 30, 2024, is as follows:2022 Omnibus Incentive Plan - Stock Options Â Â Â Â Options Â Â Weighted-Average Exercise Price Â Â Total Intrinsic Value Â Â Weighted-Average Remaining Contractual Life (Years) Â Outstanding as of December 31, 2023 Â Â Â Â Â 14,045 Â Â $ 46.00 Â Â $ â€” Â Â Â 9.3 Â Exercised Â Â Â Â â€” Â Â Â Â Â Â Â Â Â Â Issued Â Â Â Â â€” Â Â Â Â Â Â Â Â Â Â Forfeited / cancelled Â Â Â Â (931) Â Â Â Â Â Â Â Â Â Â Outstanding at September 30, 2024 Â Â Â Â Â 13,114 Â Â $ 46.00 Â Â $ â€” Â Â Â 8.5 Â Vested and exercisable as of September 30, 2024 Â Â Â Â Â 13,114 Â Â $ â€” Â Â $ â€” Â Â Â 8.5 Â Â Â 18 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â 2019 Omnibus Incentive Plan - Options Â Â Â Â Options Â Â Weighted-Average Exercise Price Â Â Total Intrinsic Value Â Â Weighted-Average Remaining Contractual Life (Years) Â Outstanding as of December 31, 2023 Â Â Â Â 9,797 Â Â $ 46.00 Â Â $ â€” Â Â Â 6.7 Â Exercised Â Â Â Â â€” Â Â Â Â Â Â Â Â Â Â Issued Â Â Â Â â€” Â Â Â Â Â Â Â Â Â Â Forfeited / cancelled Â Â Â Â (980) Â Â Â Â Â Â Â Â Â Â Outstanding as of September 30, 2024 Â Â Â Â 8,817 Â Â $ 46.00 Â Â $ â€” Â Â Â 5.9 Â Vested and exercisable as of September 30, 2024 Â Â Â Â 8,238 Â Â $ 46.00 Â Â $ â€” Â Â Â 5.9 Â Restricted Stock UnitsA summary of the Companyâ€™s restricted stock unit (â€˜RSUâ€) activity is as follows:2022 Omnibus Incentive Plan - RSUs Â Â Â Â Number of RSU Â Â Weighted-Average Grand Date Fair Value (per share) Â Outstanding as of December 31, 2023 Â Â Â Â 9,361 Â Â $ 36.75 Â Granted Â Â Â Â 38,000 Â Â Â Â Vested Â Â Â Â (9,183) Â Â Â Forfeited / cancelled Â Â Â Â (178) Â Â Â Outstanding as of September 30, 2024 Â Â Â Â 38,000 Â Â $ 17.93 Â 2019 Stock Incentive Plan - RSUs Â Â Â Â Number of RSU Â Â Weighted-Average Grand Date Fair Value (per share) Â Outstanding as of December 31, 2023 Â Â Â Â 3,698 Â Â $ 200.00 Â Exercised Â Â Â Â â€” Â Â Â Â Vested Â Â Â Â (1,969) Â Â Â Forfeited / cancelled Â Â Â Â (422) Â Â Â Outstanding as of September 30, 2024 Â Â Â Â 1,307 Â Â $ 200.00 Â Â Note 11. Commitments and ContingenciesLease AgreementsThe Company is part of a membership agreement for shared office space and can cancel at any time. Rent expense was approximately $8 and $24 thousand for the three- and nine- months ended September 30, 2024 and 2023, respectively. Â 19 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â LitigationLiabilities for loss contingencies arising from claims, assessments, litigation, fines, penalties, and other sources are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated. From time to time, the Company may become involved in legal proceedings arising in the ordinary course of business. 2022 Demand LetterIn connection with the Business Combination, LMAO proposed, for stockholder approval, various amendments to its Amended and Restated Certificate of Incorporation, which included among other things a proposal to increase the authorized shares of common stock. A purported stockholder sent a Stockholder Litigation Demand letter (the â€œDemandâ€) to the Board of Directors of LMAO alleging that the Delaware General Corporation Law required a separate class vote of the Class A common stockholders to increase the authorized shares of common stock. Following receipt of the Demand, the Company canceled and withdrew the proposal to increase the authorized shares of common stock. The stockholderâ€™s counsel thereafter demanded that the Company pay counsel fees for the purported benefit conferred upon the Companyâ€™s shareholders by causing the Company to withdraw the allegedly invalid proposal to increase the authorized shares of common stock. The Company paid approximately $0.2 million for a legal settlement during the year ended December 31, 2023, and this matter has been closed.2024 Securities Class Action LawsuitOn July 5, 2024, Forrest A K Wells (the â€œPlaintiffâ€), a purported stockholder of the Company, filed a putative class action complaint in the United States District Court for the State of Colorado, captioned Wells v. SeaStar Medical Holding Corporation et al, Case No. 1:24-cv-0187 (D. Colorado) (the â€œClass Actionâ€). The Class Action alleges that the Company, its Chief Executive Officer and former Chief Financial Officer made or caused to be made material misstatements or omissions regarding the Companyâ€™s business and operations, allegedly culminating in the Companyâ€™s restatement of its consolidated financial statements, disclosed in a Form 8-K and filed on March 27, 2024. The Class Action asserts claims pursuant to the Securities Exchange Act of 1934, including Section 10(b), Rule 10b-5 promulgated thereunder and Section 20(a). The Class Action seeks to recover, among other remedies, compensatory damages. The Company intends to vigorously defend the action. Â The Company has not recognized a contingent liability for this Class Action event as it does not qualify for the recognition criteria under ASC 450 - Contingencies. Confidential Settlement AgreementOn October 20, 2024, the Company entered into the Settlement Agreement with Nuwellis whereby the Company has agreed to pay Nuwellis $0.9 million in connection with the Company's termination of the Distribution Agreement. Of the $0.9 million, $550 thousand represented contract liabilities previously recognized (see Note 3), and $350 thousand of additional consideration. See Note 15 to our unaudited consolidated financial statements for the three- and nine- months ended September 30, 2024, included elsewhere in this Form 10-Q for additional information. Note 12. Fair Value MeasurementsFair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (exit price). Inputs used to measure fair value are classified into the following hierarchy:Level 1 â€“ quoted prices in active markets for identical assets and liabilities.Level 2 â€“ other significant observable inputs (including quoted prices for similar assets and liabilities, interest rate, credit risk, etc.).Level 3 â€“ significant unobservable inputs (including the Companyâ€™s own assumptions in determining the fair value of assets and liabilities).The fair value of the forward option on prepaid forward contracts, convertible notes, and the warrants liability is Â 20 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â classified as Level 3 in the fair value hierarchy.Â Fair Value Measurement Hierarchy The following table presents the Company's financial assets and/or liabilities that were accounted for at fair value on a recurring basis as of September 30, 2024 and December 31, 2023, by level within the fair value hierarchy. There were no non-recurring fair value measurements, as the Company does not have any long-lived assets, including fixed assets, intangible assets or goodwill which can require non-recurring measurements for impairment. Â Â Â Fair Value Measurements as of September 30, 2024 Â ($ in thousands) Â (Level 1) Â Â (Level 2) Â Â (Level 3) Â Â Â Total Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Liability classified warrants Â $ â€” Â Â $ â€” Â Â $ 110 Â Â Â $ 110 Â Â Â $ â€” Â Â $ â€” Â Â $ 110 Â Â Â $ 110 Â Fair Value Measurements as of December 31, 2023 Â Â Â (Level 1) Â Â (Level 2) Â Â (Level 3) Â Â Total Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Convertible notes Â $ â€” Â Â $ â€” Â Â $ 4,179 Â Â $ 4,179 Â Liability classified warrants Â Â â€” Â Â Â Â â€” Â Â Â 2,307 Â Â Â 2,307 Â Total Â $ â€” Â Â $ â€” Â Â $ 6,486 Â Â $ 6,486 Â Â Summary of Level 3 Input ChangesThe following table presents the changes in the forward option-prepaid forward contracts, convertible notes measured at fair value, warrants liability, and the notes derivative liability for the periods ended September 30, 2024 and December 31, 2023 (in thousands):Â Level 3 Roll Forward ($ in thousands) Â Â Convertible Notes Â Â Liability Classified Warrants Â Balance as of December 31, 2023 Â Â $ 4,373 Â Â $ 2,307 Â Additions Â Â Â 501 Â Â Â 586 Â Cash paid to settle Â Â Â (700) Â Â â€” Â Exchange for short-term note payable Â Â Â â€” Â Â Â (450) Shares issued upon conversion or exercise Â Â Â (4,922) Â Â (3,106) Changes in fair value Â Â Â 748 Â Â Â 773 Â Balance as of September 30, 2024 Â Â $ â€” Â Â $ 110 Â Â Level 3 InputsÂ For assets or liabilities for which the Company is required to remeasure the fair value on a recurring basis at each reporting date, generally the Company is required to disclose certain quantitative data related to the inputs used at the most recent reporting period date. However, for those assets or liabilities for which the Company has elected to take the FVO in accordance with ASC 825, Financial Instruments, then such quantitative disclosures are not required. Â Liability Classified WarrantsÂ The liability classified warrants as of September 30, 2024 and December 31, 2023, include three classes of warrants, and therefore, the range of assumptions used has been provided. Significant assumptions used in valuing warrants which require liability classification were as follows as of September 30, 2024 and December 31, 2023. Â Â 21 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â Â Â As of September 30, 2024 Â Â Â Â Â Expected volatility Â Â 120.00 % Equivalent term Â Â 3.08 Â Risk-free rate Â Â 3.58 % Dividend yield Â Â 0.00 % Stock price Â $ 4.26 Â Strike price Â $ 287.50 Â Â Â As of December 31, 2023 Â Â Â Minimum Â Â Â Maximum Â Expected volatility Â Â 85.00 % Â Â Â 90.00 % Equivalent term Â Â 4.04 Â Â Â Â 4.65 Â Risk-free rate Â Â 3.84 % Â Â Â 3.90 % Dividend yield Â Â 0.00 % Â Â Â 0.00 % Stock price $ Â 11.00 Â Â $ Â 11.00 Â Strike price $ Â 12.50 Â Â $ Â 287.50 Â Â Note 13. Income TaxesIn accordance with U.S. GAAP, a valuation allowance should be provided if it is more likely than not that some or all of the Companyâ€™s deferred tax assets will not be realized. The Companyâ€™s ability to realize the benefit of its deferred tax assets will depend on the generation of future taxable income. Except as noted below, due to the uncertainty of future profitable operations and taxable income, the Company has recorded a full valuation allowance against its net deferred tax assets. The Company has recognized an insignificant provision for certain minimum state taxes of less than $0.1 million as of September 30, 2024, and December 31, 2023. The Company

believes its tax filing position and deductions related to tax periods subject to examination will be sustained under audit and, therefore, has no reserve for uncertain tax positions. Note 14. Net Loss Per ShareÂ The following table presents the calculation of basic and diluted net loss per share (in thousands except share and per share information):Â Â Â Â Three Months Ended September 30, Â Â Â Nine Months Ended September 30, Â ($ in thousands except share and per share amounts) Â Â Â 2024 Â Â 2023 Â Â Â 2024 Â Â 2023 Â Net loss Â Â Â $ (4,478) Â $ (7,232) Â Â $ (20,411) Â $ (16,775) Weighted-average shares outstanding - basic and diluted Â Â Â Â 4,086,871 Â Â Â 801,939 Â Â Â Â 3,348,490 Â Â Â 641,125 Â Basic and diluted net loss per share Â Â Â $ (1.10) Â $ (9.02) Â Â $ (6.10) Â $ (26.16) The following weighted-average outstanding shares of potentially dilutive securities were excluded from the computation of diluted net loss per share attributable to common stockholders for the periods presented because including them would have been anti-dilutive: Â 22 SeaStar Medical Holding CorporationNotes to the Unaudited Condensed Consolidated Financial StatementsSeptember 30, 2024Â Â Â Â Â As of September 30, Â Â Â Â Â Â Â 2024 Â Â 2023 Â Investor D warrants Â Â Â Â Â Â â€” Â Â Â 301,170 Â Investor E (January 2024) warrants Â Â Â Â Â Â 650,446 Â Â Â â€” Â July 2024 Warrants Â Â Â Â Â Â 1,014,219 Â Â Â â€” Â Placement Agent warrants Â Â Â Â Â Á 21,682 Â Â Â â€” Â Public Stockholders' warrants Â Â Â Â Â 422,000 Â Á Á 414,000 Â Private Placement warrants Â Â Â Â Â Â 229,520 Â Â Â 229,520 Â PIPE Investor warrants Â Â Â Â Â Â 20,000 Â Â Â 28,000 Â Legacy warrants Â Â Â Â Â Â 1,957 Â Â Â 2,789 Â Employee based options to purchase common stock Â Â Â Â Â Â 21,352 Â Â Â 15,933 Â Unvested employee based restricted stock units Á Á Á Á Á Á 39,307 Â Â Â 12,572 Â Total Â Â Â Â Â Â 2,420,483 Â Â Â 1,003,984 Â Â Note 15. Subsequent EventsConfidential Settlement Agreement Â In December 2022, the Company entered into the Distribution Agreement with Nuwellis, pursuant to which the Company appointed Nuwellis as its exclusive distributor for the sale and distribution of its pediatric SCD product throughout the United States. In May 2024, the Company provided notice to Nuwellis that Nuwellis had breached the Distribution Agreement and that the Distribution Agreement would terminate effective August 18, 2024. Nuwellis disputed the validity of the termination and on October 20, 2024, the Company entered into a confidential settlement agreement and release with Nuwellis, pursuant to which the Company agreed to pay Nuwellis an aggregate of $900 thousand, payable in three installments through December 31, 2024. The Company paid the first installment of $500 thousand on October 22, 2024.Â Â At-The-Market OfferingÂ Subsequent to September 30, 2024 and as of November 11, 2024, the Company raised approximately $2.0 million by issuing approximately 0.6 million shares of the Company's common stock for net proceeds of approximately $1.9 million under the Company's At-the-Market offering facility which was registered on August 21, 2024. Â 23 Â Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations. The following discussion and analysis are intended to help you understand our business, financial condition, results of operations, liquidity, and capital resources. You should read this discussion in conjunction with our consolidated financial statements and related notes included elsewhere in this Form 10-Q and in our Annual Report on Form 10-K for the year ended December 31, 2023. In addition to historical financial analysis, this discussion and analysis contains forward-looking statements based upon current expectations that involve risks, uncertainties, and assumptions, as described under the heading â€œCautionary Note Regarding Forward Looking Statements.â€ Actual results and timing of selected events may differ materially from those anticipated in these forward-looking statements as a result of various factors, risks and uncertainties, including those set forth under â€œRisk Factorsâ€ included elsewhere (or incorporated by reference) in this Form 10-Q and in our Annual Report on Form 10-K for the year ended December 31, 2023. Unless the context otherwise requires, references in this â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€ to â€œSeaStar Medical", â€œwe", â€œus", â€œour,â€ and â€œthe Companyâ€ are intended to mean the business and operations of SeaStar Medical Holding Corporation and its consolidated subsidiaries following the Business Combination. Overview On October 28, 2022, LMAO consummated a series of transactions that resulted in the combination of LMF Merger Sub, Inc. and SeaStar Medical, Inc. pursuant to an Agreement and Plan of Merger (the "Business Combination"), resulting in the formation of the Company. Â We are a commercial stage medical technology company developing a proprietary platform therapy, our Selective Cytopheretic Device (â€œSCDâ€), to reduce the consequences of hyperinflammation on vital organs. We received Food and Drug Administration ("FDA") approval for our pediatric SCD on February 22, 2024, under a Humanitarian Device Exemption ("HDE"), and shipped our first commercial pediatric SCD in July 2024. A pivotal clinical trial for the SCD in adult patients with Acute Kidney Injury ("AKI") is underway with 59 patients enrolled as of November 12, 2024. The inflammatory response is critical to fend off infections and repair damaged tissue in the body. Central to inflammation are the cells within blood and lymph circulatory systems, called white blood cells (primarily neutrophils and monocytes), also referred to commonly as â€œpusâ€ cells. In a normal inflammatory response, neutrophils are the first immune cells to arrive at the site and are key to the entire immune response that kills pathogens and promotes tissue repair. These inflammatory cells release chemicals (cytokines) that trigger the immune system to eliminate foreign pathogens or damaged tissue, enhancing the immune response. If the inflammatory response becomes excessive and dysregulated (referred as proinflammatory), normal neutrophil cells die off (â€œapoptosisâ€), allowing the inflammatory cells to continue to produce cytokines, further enhancing the dysregulated immune response, and altering feedback mechanisms that regulate the immune system. This results in damaging hyperinflammation spreading uncontrollably to other parts of the body, often leading to acute chronic solid organ dysfunction or failure, including heart, lung, kidney and liver diseases. This hyperinflammatory response is also known as the â€œcytokine storm,â€ referring to the bodyâ€™s reaction to the category of small-secreted proteins released by hyperinflammatory cells that affect communication between cells. The cytokine storm, when left uncontrolled, can lead to organ damage and even death. Based on clinical and preclinical studies conducted over the last 15 years, our technology has shown promise in modulating the degree of activity of proinflammatory cells to help reduce tissue damage and speed the repair and recovery of organ function. We believe this approach, if successful, will transform the ability of clinicians to treat acute organ failure in the intensive care unit (â€œICUâ€) and to improve organ function in hospitalized patients. Currently, few therapeutics are available to clinicians to address hyperinflammation and for those options that do exist, such options are either immunosuppressive or only target one cytokine. We believe our technology has the potential to overcome limitations in existing anti-inflammatory treatments and address the challenge of selectively targeting activated neutrophils and monocytes. We are leveraging our patent protected and scalable SCD technology platform to develop proprietary therapies that are organ agnostic and target both acute and chronic indications. Preclinically, our SCD was tested in various animal models, which include acute myocardial infarction, intracranial hemorrhage, chronic heart failure, sepsis, and acute respiratory distress syndrome. The animal models demonstrated the inflammatory response and how it was modified by our SCD. We will continue Â 24 Â to explore the application of our SCD technology across a broad range of markets and indications where proinflammatory activated neutrophils and monocytes may contribute to disease progression or severity in both acute and chronic indications. We are using our SCD to clinically validate several acute and chronic organ injury indications, which include kidneys, heart, liver, brain and lungs. Our investigational SCD for adults is an extracorporeal synthetic membrane device that is currently being evaluated in a pivotal clinical trial in the US for pre-market clearance by the FDA. The SCD for adults is designed to be easily integrated into existing continuous renal replacement therapy (â€œCRRTâ€) systems that are commonly installed in hospitals, including in ICUs throughout the United States. Similar to our pediatric SCD, once approved and commercialized, our adult SCD is expected to initially target acute kidney injury in adults on CRRT. In addition, we are developing our SCD to address inflammation associated with liver disease, acute respiratory distress syndrome, chronic dialysis and chronic heart failure in adult populations. We have incurred net losses in each year since our inception in 2007. As of September 30, 2024 and December 31, 2023, we had an accumulated deficit of $135.2 million and $114.7 million, respectively. Our net losses were $20.4 million and $16.8 million for the nine months ended September 30, 2024, and 2023, respectively. Substantially all our net losses resulted from costs incurred in connection with our research and development programs and from general and administrative costs associated with our operations. As of September 30, 2024, and December 31, 2023, we had cash of $2.1 million and $0.2 million, respectively. Our accompanying unaudited consolidated financial statements have been prepared on a going concern basis, which contemplates the realization of assets and liabilities in the normal course of business. Our consolidated financial statements do not include any adjustments relating to the recoverability and classification of asset amounts or the classification of liabilities that might be necessary should we be unable to continue as a going concern. The recurring losses, working capital deficiency, the need for capital to fund our operations, including clinical trial and regulatory approval expenses, and the amount of cash reserve are factors that raise substantial doubt about our ability to continue as a going concern for the twelve-month period from the date the unaudited consolidated financial statements are made available. See Note 1 to our unaudited consolidated financial statements for the three- and nine- months ended September 30, 2024, included elsewhere in this Form 10-Q for additional information on our assessment. Our need for additional capital will depend in part on the scope and costs of our development activities. To date, we have generated revenue of approximately $0.1 million from the sale of commercialized pediatric SCD products. Our ability to generate product revenue in the future will depend on the successful roll-out of our QUELIMMUNE pediatric SCD to hospitals and the development and eventual successful commercialization of our adult SCD. Until such time we are able to generate significant revenue from product sales, we expect to finance our operations through the sale of equity or debt, borrowings under credit facilities, potential collaborations, other strategic transactions or government and other grants. Adequate capital may not be available to us when needed or on acceptable terms. If we are unable to raise capital, we could be forced to delay, reduce, suspend or cease our research and development programs and any future commercialization efforts, which would have a negative impact on our business, prospects, operating results and financial condition. See Part I, Item 1A â€œRisk Factorsâ€ for additional information. Key Components of Results of Operations Recent Developments Confidential Settlement Agreement In December 2022, we entered into a license and distribution agreement (the â€œDistribution Agreementâ€) with Nuwellis, Inc. (â€œNuwellisâ€), pursuant to which we appointed Nuwellis as our exclusive distributor for the sale and distribution of its pediatric SCD throughout the United States. In May 2024, we provided notice to Nuwellis that Nuwellis had breached the Distribution Agreement and that the Distribution Agreement would terminate effective August 18, 2024. Nuwellis disputed the validity of the termination and on October 20, 2024, the Company entered into a confidential settlement agreement and release with Nuwellis (the "Settlement Agreement"), pursuant to which the Company agreed to pay Nuwellis an aggregate of $900,000 payable in three installments through December 31, 2024. The Company made the first payment of $0.5 million on October 22, 2024. Â Revenue Â 25 Â Our pediatric SCD received HDE approval from the FDA in February 2024. Since that time, we have begun to build out our commercial operations, develop our customer base and initiate commercial sales of QUELIMMUNE. We shipped our first commercial QUELIMMUNE units in July 2024. Through September 30, 2024, we have recognized approximately $0.1 million of revenue from the sale of QUELIMMUNE. Historically, prior period revenue has been primarily derived from government and other grants. We will continue to focus our efforts on generating revenue in the future based on product sales of QUELIMMUNE, as well as potential future payments from license or collaboration agreements and government and other grants. We expect that any revenue we generate will fluctuate from quarter to quarter as we introduce QUELIMMUNE to pediatric hospital customers. We also continue to develop our adult SCD for which we are enrolling patients in a pivotal study to support a FDA approval. If we fail to complete the development of, or fail to obtain regulatory approval for commercialization of our adult SCD in a timely manner, our ability to generate future revenue, and our results of operations and financial position, could be materially adversely affected. Research and Development Expenses Since inception, we have focused our resources on research and development activities, including conducting preclinical studies and clinical trials, and developing our process and activities related to regulatory filings for our products. Subject to the availability of additional funding, we plan to further increase our research and development expenses for the foreseeable future as we continue the development of our SCD as well as a next generation SCD. Research and Development expenses also include salaries and related costs for employees in clinical and medical affairs roles, which include stock-based compensation expenses and benefits for such employees . General and Administrative Expenses General and administrative expenses consist primarily of salaries and related costs for employees in executive and finance roles, which also include stock-based compensation expenses and benefits for such employees. Other significant general and administrative expenses include facilities costs, insurance, professional fees for accounting and legal services and expenses associated with obtaining and maintaining patents and obtaining financing. As we continue to expand and grow our operations, we expect that our general and administrative expenses will increase, including additional expenses relating to new hires, travel, an enterprise resource planning platform, and branding. Other Income (Expense), Net Total other income (expense), net primarily consists of interest expense relating to interest incurred on our notes, interest incurred on our convertible notes, change in the fair value of warrants liability, change in fair value of convertible notes, gain on issuance of convertible notes, change in fair value of forward-option forward contracts, and gain on sale of recycled shares. Net Loss Net loss consists of the loss from operations, less other expense. Factors Affecting Operating Results We believe that our performance and future success depend on a number of factors that present significant opportunities for us but also pose risks and challenges. Please see the factors discussed elsewhere in this Form 10-Q, including those discussed in Part II, Item 1A, â€œRisk Factors,â€ for additional information. Results of Operations Comparison of the Three Months Ended September 30, 2024 to the Three Months Ended September 30, 2023 The following table sets forth a summary of our results of operations. This information should be read together with our unaudited consolidated financial statements and related Notes included elsewhere in this Form 10-Q. Â 26 Â Â Â Â Three Months Ended Â Â Â Â Â Â Â Â Â Â Â Â September 30, Â Â Â Change Â ($ in thousands) Â Â 2024 Â Â Â 2023 Â Â Â $ Â % Â Revenue Â Â $ 68 Â Â Â $ â€” Â Â Â $ 68 Â Â * Â Operating expenses Â Â Â Â Â Â Â Â Â Â Â Â Â Â Research and development Â Â Â 2,336 Â Â Â 1,087 Â Â Â Â 1,249 Â Â Â 115 % General and administrative Â Â Â 2,188 Â Â Â Â 1,855 Â Â Â Â 333 Â Â Â 18 % Total operating expenses Â Â Â 4,524 Â Â Â Â 2,942 Â Â Â 1,582 Â Â Â 54 % Loss from operations Â Â Â (4,456) Â Â Â (2,942) Â Â Â (1,582) Â Â 54 % Total other income (expense) Â Â Â (22) Â Â Â (4,290) Â Â Â 4,268 Â Â Â (99)% Loss before income tax provision Â Â Â (4,478) Â Â Â (7,232) Â Â Â 2,686 Â Â Â (37)% Income tax provision (benefit) Â Â Â â€” Â Â Â Â â€” Â Â Â Â â€” Â Â Â â€” Â Net loss Â Â $ (4,478) Â Â $ (7,232) Â Â $ 2,686 Â Â Â (37)% Revenue Revenue increased $0.1 million for the three-months ended September 30, 2024 compared to the three-months ended September 30, 2023, as the Company commenced commercial sales in July 2024. This was made possible because the Company obtained an HDE for the pediatric SCD in February 2024, and final regulatory clearance to sell commercially from the FDA under this HDE in July 2024. Research and Development Expenses The following table discloses the breakdown of research and development expenses: Â Â Â Three Months Ended Â Â Â Â Â Â Â Â Â Â Â Â September 30, Â Â Â Change Â ($ in thousands) Â Â 2024 Â Â Â 2023 Â Â Â $ Â Â % Â Clinical trials Â $ Â 1,161 Â Â Â Â 447 Â Â $ Â 714 Â Â Â 160 % External services Â Â Â 179 Â Â Â 76 Â Â Â Â 103 Â Â Â 136 % Payroll and personnel expenses Â Â Â 935 Â Â Â Â 551 Â Â Â 384 Â Â Â 70 % Other research and development expenses Â Â Â 61 Â Â Â Â 13 Â Â Â Â 48 Â Â Â 369 % Â $ Â 2,336 Â Â $ Â 1,087 Â Â $ Â 1,249 Â Â Â 115 % Research and development expenses for the three months ended September 30, 2024 and 2023 were $2.3 million and $1.1 million, respectively. The increase in research and development expenses of approximately $1.2 million, or 115%, was primarily driven by (i) a $0.7 million increase in clinical trial costs due to the Company's increased efforts related to patient treatments and obtaining regulatory approval to commercially market and sell its adult SCD devices, (ii) a $0.4 million increase in personnel costs related to increased headcount during the three-months ended September 30, 2024 compared to this same period ended September 30, 2023, and (iii) $0.2 million increase in external costs due to the use of certain 3rd party vendors in conjunction with the Company's regulatory compliance and maintenance efforts. General and Administrative Expenses General and administrative expenses for the three months ended September 30, 2024 and 2023 were $2.2 million and $1.9 million, respectively. The increase in general and administrative expenses of approximately $0.3 million was the result of (i) $0.3 million increases in fees, primarily related to the settlement for contract termination with Nuwellis, Inc., (ii) $0.1 million increase professional services, driven primarily by increased accounting, investor relations related expenses, and employee training, and (iii) and approximately $0.1 million in compensation expense. This was offset by (i) a decline in insurance expense of approximately $0.1 million, and (ii) a $0.1 million decline in marketing expenses. Other Income (Expense) Other expenses (net) decreased approximately $4.3 million, or close to an 100% decline for the three months ended September 30, 2024, compared to the three months ended September 30, 2023. The key drivers for this decrease were the following: (i) $1.3 million loss on change in fair value of a forward purchase option-prepaid forward contract that occurred during the three-months ended September 30, 2023, but for which there was no activity during the three-months ended September 30, 2024, as the forward purchase option-prepaid forward contract did not exist during the three-months ended Â 27 Â September 30, 2024, and (ii) $5.3 million loss on the change in fair value or extinguishments of convertible notes that occurred during the three-months ended September 30, 2023, but there was no such activity for the three months ended September 30, 2024, as all convertible notes were fully redeemed or converted by June 30, 2024. Â The above charges were offset by (i) $1.3 million gain from the change in fair value of forward purchase agreement derivative liabilities during the three-months ended September 30, 2023, but for which there was no activity during the three-months ended September 30, 2024, as the forward purchase agreement did not exist during the three-and-nine months ended September 30, 2024, and (ii) a $0.8 million decline in gains from the change in fair value of liability classified warrants, with $1.0 million gain recognized for the three-months ended September 30, 2023, compared to only a $0.2 million gain recognized during the same period in 2024. The reason for the

decline was the number of outstanding liability classified warrants declined as all of the Investor D warrants were either exercised or exchanged for a short term note by June 30, 2024, and (iii) $0.2 million decline in other income. Income Tax Provision (Benefit) SeaStar Medical recorded a provision for income taxes of $0.0 million for the three months ended September 30, 2024, and a provision for income taxes of $0.0 million for the nine months ended September 30, 2023. Under Accounting Standards Codification (â€œASCâ€) 740-10-30-5, Income Taxes, deferred tax assets should be reduced by a valuation allowance if, based on the weight of available evidence, it is more-likely-than-not (i.e., a likelihood of more than 50%) that some portion or all of the deferred tax assets will not be realized. SeaStar Medical considers all positive and negative evidence available in determining the potential realization of deferred tax assets including, primarily, the recent history of taxable earnings or losses. Based on operating losses reported during 2022 and 2021, the Company concluded there was not sufficient positive evidence to overcome this recent operating history. As a result, we believe that a valuation allowance continues to be necessary based on the more-likely-than-not threshold noted above. Net Loss During the three months ended September 30, 2024, SeaStar Medical had a net loss of $4.5 million compared to a net loss of $7.2 million for the three months ended September 30, 2023. The decreased net loss of $2.7 million has been disclosed in the above discussion. Comparison of the Nine Months Ended September 30, 2024 to the Nine Months Ended September 30, 2023 Â Â Â Â Nine Months Ended Â Â Â Â Â Â Â Â Â Â Â Â Â Â September 30, Â Â Â Change Â ($ in thousands) Â Â 2024 Â Â Â 2023 Â Â Â $ Â Â % Â Revenue Â Â $ 68 Â Â Â Â $ â€” Â Â Â $ â€” Â Â * Â Operating expenses Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Research and development Â Â Â 6,367 Â Â Â Â 4,798 Â Â Â Â 1,569 Â Â Â 33 % Â General and administrative Â Â Â 6,776 Â Â Â Â 6,475 Â Â Â Â 301 Â Â Â 5 % Â Total operating expenses Â Â Â 13,143 Â Â Â Â 11,273 Â Â Â Â 1,870 Â Â Â 17 % Loss from operations Â Â Â (13,075) Â Â Â (11,273) Â Â Â (1,870) Â Â 17 % Total other income (expense) Â Â Â (7,333) Â Â Â (5,497) Â Â Â (1,836) Â Â 33 % Loss before income tax provision Â Â Â (20,408) Â Â Â (16,770) Â Â Â (3,706) Â Â 22 % Income tax provision (benefit) Â Â Â 3 Â Â Â Â 5 Â Â Â Â (2) Â Â (40)% Net loss Â Â $ (20,411) Â Â $ (16,775) Â Â $ (3,704) Â Â 22 % Â Revenue Revenue increased $0.1 million for the nine-months ended September 30, 2024 compared to the nine-months ended September 30, 2023, as the Company did not commence commercial sales until the three-months ended September 30, 2024. This was made possible because the Company obtained an HDE for the pediatric SCD devices in February 2024, and final regulatory clearance to sell commercially from the FDA under this HDE in July 2024. Â 28 Â Â Research and Development Â The following table discloses the breakdown of research and development expenses: Â Â Â Nine Months Ended Â Â Â Â Â Â Â Â Â Â Â Â Â Â September 30, Â Â Â Change Â ($ in thousands) Â Â 2024 Â Â Â 2023 Â Â Â $ Â Â % Â Clinical trials Â $ Â 3,099 Â Â Â Â 1,761 Â Â $ Â 1,338 Â Â Â 76 % External services Â Â Â 833 Â Â Â Â 1,163 Â Â Â Â (330) Â Â (28)% Payroll and personnel expenses Â Â Â 2,258 Â Â Â Â 1,775 Â Â Â Â 483 Â Â Â 27 % Other research and development expenses Â Â Â 177 Â Â Â Â 99 Â Â Â Â 78 Â Â Â 79 % Â $ Â 6,367 Â Â $ Â 4,798 Â Â $ Â 1,569 Â Â Â 33 % Â Research and development expenses for the nine months ended September 30, 2024 and 2023 were $6.4 million and $4.8 million, respectively, an increase of approximately $1.6 million, or 3%. The increase in research and development expenses was primarily driven by (i) $1.3 million increase in clinical trial expense due to the ongoing efforts related to the Company's adult SCD device clinical trial and continuing additional clinical trial efforts on the pediatric SCD device, (ii) $0.5 million increase in personnel costs related to increased headcount during the nine-months ended September 30, 2024 compared to this same period ended September 30, 2023, and (iii) a $0.1 million increase in other research and development expenses primarily driven by employee training programs. These increases were offset by a $0.3 million decrease in external services as the Company invested in medical training and educational materials necessary for both clinical sites and future commercialization. General and Administrative General and administrative expenses for the nine months ended September 30, 2024 and 2023 were $6.8 million and $6.5 million, respectively. The increase in general and administrative was driven by (i) a $0.4 million increase in accounting, finance, legal, and SEC related fees, primarily due to the restatement of 2022 and 2023 annual and interim financial statements during 2024, (ii) a $0.1 million increase in investor relations activities, (iii) a $0.4 million increase in fees primarily related to the settlement for contract termination with Nuwellis, Inc., (iv) a $0.1 million increase in recruiting costs (vi) a $0.2 million increase in employee related expenses due to head count increases, and (v) a $0.1 million increase in all other expenses. These increases were offset by (i) an approximately $0.3 million decrease in insurance expense; (ii) a $0.3 million decrease in sales and marketing expenses as the Company reduced trade show and advertising expenses, and (iii) a $0.4 million decrease in SEC reporting and filing fees by insourcing preparation of SEC filings. Other Income (Expense) Other expenses increased by approximately $1.8 million, or approximately 33% for the nine-months ended September 30, 2024, compared to the nine-months ended September 30, 2023. The key drivers for this increase were the following: (i) a $5.3 million loss on the change in fair value or extinguishments of convertible notes that occurred during the nine-months ended September 30, 2023 compared to a loss of $6.1 million for the same period ended September 30, 2024, an increase in losses of approximately $0.9 million, and (ii) a $2.6 million decline in gains from the change in fair value of liability classified warrants, with $1.8 million gain recognized for the nine-months ended September 30, 2024, compared to a loss of $0.8 million recognized during the same period in 2024. This was primarily due to the losses incurred as a result of liability classified warrants exercised during the nine-months ended September 30, 2024, and net losses incurred from mark-to-market adjustments at each quarterly reporting period end date. Â Â These increases were offset by (i) a $1.3 million loss on change in fair value of a forward purchase option-prepaid forward contract that occurred during the nine-months ended September 30, 2023, but for which there was no activity during the nine-months ended September 30, 2024, as the forward purchase option-prepaid forward contract did not exist during the nine-months ended September 30, 2024, and (ii) $0.1 million in interest income for the nine-months ended September 30, 2024 compared to $0 for the same period in 2023 due to the Company utilizing an overnight sweep option with its main commercial financial institution and (iii) $0.4 million decline in interest expense for the nine-months ended September 30, 2024, as the Company incurred $0.5 million in interest expense for the nine-months ended September 30, 2024, compared to $0.9 million in interest expense for the same period ended September 30, 2023, due to the Company's reduction of its outstanding notes to $0 as of September 30, 2024. Â 29 Â Income Tax Provision (Benefit) SeaStar Medical recorded a provision for income taxes of $0.0 million for the three- and nine-months ended September 30, 2024, and a provision for income taxes of $0.0 million for the three and nine months ended September 30, 2023. Under Accounting Standards Codification (â€œASCâ€) 740-10-30-5, Income Taxes, deferred tax assets should be reduced by a valuation allowance if, based on the weight of available evidence, it is more-likely-than-not (i.e., a likelihood of more than 50%) that some portion or all of the deferred tax assets will not be realized. SeaStar Medical considers all positive and negative evidence available in determining the potential realization of deferred tax assets including, primarily, the recent history of taxable earnings or losses. Based on operating losses reported during 2022 and 2021, the Company concluded there was not sufficient positive evidence to overcome this recent operating history. As a result, we believe that a valuation allowance continues to be necessary based on the more-likely-than-not threshold noted above. Net Loss During the nine months ended September 30, 2024, SeaStar Medical had a net loss of $20.4 million compared to a net loss of $16.8 million for the nine months ended September 30, 2023. The increased net loss of $3.6 million has been disclosed in the above discussion. Liquidity and Capital Resources Sources of Liquidity To date, we have financed our operations primarily through the sale of equity securities and convertible debt and, to a lesser extent, through grants from governmental and other agencies. Since our inception, we have incurred significant operating losses and negative cash flows. As of September 30, 2024 and December 31, 2023, we had an accumulated deficit of $135.1 million and $114.7 million, respectively. As of September 30, 2024 and December 31, 2023, we had cash of $2.1 million and $0.2 million, respectively. Based on our results of operations and liquidity as of September 30, 2024, we believe our cash and cash equivalents, including the cash we obtained from the registered direct financing in the first quarter of 2024 and the registered direct offering in July 2024, are not sufficient to meet our working capital and capital expenditure requirements for a period of at least twelve months from the date of our unaudited consolidated financial statements for the nine months ended September 30, 2024, are made available. We believe that this raises substantial doubt about our ability to continue as a going concern. To finance our operations, we will need to raise additional capital. As described below, we do not expect to receive any cash proceeds from the exercise of warrants in the near term, because the trading price of our common stock is currently below the exercise price of such warrants. We are seeking additional cash to fund our growth through future debt or equity financing transactions; however, there can be no assurance that we will be able to obtain additional capital on terms acceptable to us, if at all, or that we will generate sufficient future revenues and cash flows to fund our operations. We do not currently have any committed external source of funds. We have concluded that these circumstances raise doubt about our ability to continue as a going concern within one year after the issuance date of this Form 10-Q. See Note 1 to our unaudited condensed consolidated financial statements for the period ended September 30, 2024. To the extent that we raise additional capital through the sale of equity or convertible debt securities, the ownership interest of our stockholders may be diluted, and the terms of these securities may include liquidation or other preferences that adversely affect the rights of existing stockholders. Debt financing and preferred equity financing, if available, may involve agreements that include covenants limiting or restricting our ability to take specific actions, such as incurring additional debt, making acquisitions or capital expenditures. Debt financing would also result in fixed payment obligations. If we are unable to raise additional funds through equity or debt financings or other arrangements when needed, we may be required to delay, reduce, suspend or cease our research and development programs or any future commercialization efforts, which would have a negative impact on our business, prospects, operating results, and financial condition. See the section titled â€œRisk Factorsâ€ for additional risks associated with our substantial capital requirements. We would receive the proceeds from any exercise of warrants that are exercised for cash pursuant to their terms. To the extent any warrants are exercised on a â€œcashless basis,â€ the amount of cash we would receive from the exercise of the warrants will decrease. We would expect to use any such proceeds received from warrants that are exercised for cash in the future for general corporate and working capital purposes, which would increase our liquidity. However, we will only receive such proceeds if and when the warrant holders exercise the warrants. The exercise of the warrants, and any proceeds we may receive Â 30 Â from their exercise, are highly dependent on the price of our common stock and the spread between the exercise price of the warrant and the price of our common stock at the time of exercise. There is no assurance that the warrant holders will elect to exercise for cash any or all of such warrants, and we believe that any such exercise currently is unlikely to occur. The likelihood that warrant holders will exercise the warrants, and therefore the amount of cash proceeds that we would receive from such exercise, is dependent upon the trading price of our common stock. If the trading price for our common stock remains less than the respective exercise price of our outstanding warrants, we believe our warrant holders will be unlikely to exercise their warrants. There is no guarantee that the warrants will be in the money following the time they become exercisable and prior to their expiration, and as such, the warrants may expire worthless, and we may not receive any proceeds from the exercise of the warrants. To the extent that any of the warrants are exercised on a â€œcashless basis,â€ the amount of cash we would receive from the exercise of the warrants will decrease. As of the date of this Quarterly Report, we have neither included nor intend to include any potential cash proceeds from the exercise of our warrants in our short-term or long-term liquidity projections. We will continue to evaluate the probability of warrant exercise over the life of our warrants and the merit of including potential cash proceeds from the exercise in our liquidity projections. Future Funding Requirements We expect to incur significant expenses in connection with our ongoing activities as we seek to (i) continue clinical development of our adult SCD for approval by the FDA, invest in our commercialization of our pediatric SCD, and (ii) if regulatory approval is obtained, to launch and commercialize our adult SCD in the U.S. market, including potential subsequent launches in key international markets. We will need additional funding in connection with these activities. Our future funding requirements, both short-term and long-term, will depend on many factors, including: â€¢our ability to receive cash proceeds from new and existing funding sources; â€¢the progress and results of our clinical trials and interpretation of those results by the FDA and other regulatory authorities; â€¢the costs and timing of preparing, filing and prosecuting patent applications, maintaining and enforcing our intellectual property rights and defending any intellectual property-related claims; and â€¢the costs of operating as a public company, including personnel expense as well as increased director and officer insurance premiums, audit and legal fees, investor relations fees and expenses related to compliance with public company reporting requirements under the Securities Exchange Act of 1934, as amended, and rules implemented by the SEC and Nasdaq. Â Our estimates of our results of operations, working capital and capital expenditure requirements may be different than our actual needs, and those estimates may need to be revised if, for example, our actual revenue is lower, and our net operating losses are higher, than we project, and our cash and cash equivalents position is reduced faster than anticipated. Until such time, if ever, as we are able to generate significant revenue from the commercialization of our products, we expect to continue financing our operations through the sale of equity, debt, borrowings under credit facilities or through potential collaborations with other companies, other strategic transactions or government or other grants. Adequate capital may not be available to us when needed or on acceptable terms. Â Contractual Obligations and Commitments Â The following table summarizes our contractual obligations as of September 30, 2024: Â ($ in thousands) Â Total Â Â Less than1 year Â Â 1-3 years Â Â 3-5 years Â Â More than5 years Â Contractual Obligations: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â None Â $ â€” Â Â $ â€” Â Â $ â€” Â Â $ â€” Â Total contractual obligations Â $ â€” Â Â $ â€” Â Â $ â€” Â Â $ â€” Â Â Investor D Note Â On June 28, 2024, Investor D agreed to exchange all of the remaining outstanding warrants held by Investor D, which were issued in connection with Investor Dâ€™s convertible debt issued between March 2023 and January 2024, into a short-term note of approximately $0.5 million. The interest rate on the loan is 7.00% per annum and the note is due in full during the Â 31 Â three-months ending September 30, 2024. In August 2024, the Company paid the remaining $0.4 million and there are no further obligations. Â Unsecured Maxim Note Payable Â In October 2022, we entered into an unsecured promissory note with Maxim, for an aggregate principal amount of $4.2 million. The interest rate on the note is 7%. As a result of the Reverse Stock Split in June 2024, the Maxim Note became due within 90 days of the Reverse Stock Split event. In addition, the Maxim Note provides for a mandatory prepayment in connection with any subsequent financing we conduct, in an amount equal to 25% of the gross proceeds from such subsequent financing. As a result of the registered direct offering we conducted in July 2024, we were required to pay down $2.5 million of the outstanding Maxim Note in July 2024, leaving a remaining balance of approximately $0.1 million plus accrued interest that was paid down in full in August 2024. The Company has no further obligations to Maxim outstanding as of September 30, 2024. Â Insurance Financing Â In October 2023, we entered into a financing arrangement with a lender to finance a portion of the annual premium of an insurance policy in the amount of $0.7 million. We paid down the remaining principal and interest payments during the three months ended September 30, 2024. Â Â Cash Flows The following table shows a summary of our cash flows for each of the periods shown below: Cash Flow from Operating Activities Â Â Nine Months Ended Â Â Â September 30, Â ($ in thousands) Â 2024 Â Â 2023 Â Statement of cash flow data: Â Â Â Â Â Â Total cash (used in)/provided by: Â Â Â Â Â Â Operating activities Â $ (11,314) Â $ (5,800) Investing activities Â Â â€” Â Â Â â€” Â Financing activities Â Â 13,220 Â Â Â Â 5,826 Â Â Â $ 1,906 Â Â $ 26 Â Â Net cash used in operating activities for the nine months ended September 30, 2024 was $11.3 million compared to $5.8 million for the nine months ended September 30, 2023. The increase in cash used for operating activities of $5.5 million is primarily due to the (i) increase in operating expenditures of approximately $2.0 million, and (ii) coupled with the timing of certain payments to vendors to reduce our outstanding payables resulted in an increase in cash outflows for operating activities. Â Net cash provided by financing activities for the nine months ended September 30, 2024 was $13.2 million, was primarily related to (i) $13.6 million received from the issuance of new shares of common stock, (ii) $3.8 million in proceeds from issuance of pre-funded warrants, (iii) $0.9 million from proceeds received from the exercise of warrants to purchase shares of the our common stock, and (iv) $1.0 million received from the issuance of convertible notes. This was offset by (i) $5.3 million paid to settle outstanding notes payable and (ii) $0.7 million paid to cover a redemption of certain outstanding convertible notes. Â Critical Accounting Policies and Estimates Â The preparation of the unaudited consolidated financial statements and related disclosures in conformity with U.S. GAAP requires management to make estimates, assumptions and judgments that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the consolidated financial statements, and income and expenses during the periods reported. Although actual results could materially differ from those estimates, such estimates are developed based on the best information available to management and management's best judgments at the time. There has been no material change from the policies or methods disclosed in our Annual Report to Form 10-K filed April 16, 2024, as amended by Form 10-K/A filed April 26, 2024, and Form 10-K/A filed July 3, 2024, for the year-ended December Â 32 Â 31, 2023. Emerging Growth Company Status We are an emerging growth company (â€œEGCâ€), as defined in the Jumpstart Our Business Startups (â€œJOBSâ€) Act. The JOBS Act permits companies with EGC status to take advantage of an extended transition period to comply with new or revised accounting standards, delaying the adoption of these accounting standards until they apply to private companies. We have elected to use this extended transition period to enable us to comply with new or revised accounting standards that have different effective dates for public and private companies until the earlier of the date we (i) are no longer an emerging growth company or (ii) affirmatively and irrevocably opt out of the extended transition period provided in the JOBS Act. As a result, our consolidated financial statements may not be comparable to companies that comply with the new or revised accounting standards as of public company effective dates. In addition, we intend to rely on the other exemptions and reduced reporting requirements provided by the JOBS Act. Since we intend to rely on such

exemptions, we are not required to, among other things: (i) provide an auditorâ€™s attestation report on our system of internal controls over financial reporting pursuant to Section 404(b) of the Sarbanes-Oxley Act; (ii) provide all of the compensation disclosure that may be required of non-emerging growth public companies under the Dodd-Frank Wall Street Reform and Consumer Protection Act; (iii) comply with any requirement that may be adopted by the Public Company Accounting Oversight Board regarding mandatory audit firm rotation or a supplement to the auditorâ€™s report providing additional information about the audit and the consolidated financial statements (auditor discussion and analysis); and (iv) disclose certain executive compensation-related items such as the correlation between executive compensation and performance and comparisons of the Chief Executive Officerâ€™s compensation to median employee compensation. We will remain an EGC under the JOBS Act until the earliest of (i) the last day of our first fiscal year following the fifth anniversary of the closing of the Business Combination, (ii) the last date of our fiscal year in which we have total annual gross revenue of at least $1.235 billion, (iii) the date on which we are deemed to be a â€œlarge-accelerated filerâ€ under the rules of the SEC with at least $700.0 million of outstanding securities held by non-affiliates, or (iv) the date on which we have issued more than $1.0 billion in non-convertible debt securities during the previous three-years Â Item 3. Quantitative and Qualitative Disclosures About Market Risk. Â We are a smaller reporting company as defined by Rule 12b-2 of the Exchange Act and are not required to provide the information required under this item. Item 4. Controls and Procedures. This Item 4 includes information concerning the controls and controls evaluation referred to in the certifications of our Chief Executive Officer and Chief Financial Officer required by Rule 13a-14 of the Exchange Act included in this Form 10-Q as Exhibits 31.1 and 31.2. Evaluation of Disclosure Controls and Procedures Our management, including our Chief Executive Officer and Chief Financial Officer, evaluated as of the effectiveness of our disclosure controls and procedures (as defined in Rule 13a-15(e) under the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€)) as of September 30, 2024, and based on this evaluation, have concluded that, as a result of the material weaknesses in internal control over financial reporting as described below, our disclosure controls and procedures were not effective as of September 30, 2024. Pursuant to Rule 13a-15(e), the term â€œdisclosure controls and proceduresâ€ means controls and other procedures of an issuer that are designed to ensure that information required to be disclosed by the issuer in the reports that it files or submits under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SECâ€™s rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by an issuer in the reports that it files or submits under the Exchange Act is accumulated and communicated to the issuerâ€™s management, including its Chief Executive Officer and Chief Financial Officer, or persons performing similar functions, as appropriate to allow timely decisions regarding required disclosure. Material Weaknesses Â Â 33 Â A material weakness is a deficiency, or combination of deficiencies, in internal control over financial reporting such that there is a reasonable possibility that a material misstatement of our annual or interim financial statements will not be prevented or detected on a timely basis. In the course of preparing the audited consolidated financial statements as of and for the year-ended December 31, 2023, our management identified material weaknesses in its internal controls over financial reporting related to a deficiency in the design and operation of our financial accounting and reporting controls. To help address the material weaknesses, we have strengthened our accounting team with the addition of an experienced Controller and Chief Financial Officer and have added additional accounting resources that are expected to help to remediate the material weaknesses. We will also continue to review the overall internal control environment as we develop the requisite internal control framework. While we believe these efforts will remediate the material weakness, the material weakness cannot be considered fully remediated until the applicable remedial controls operate for a sufficient period of time and management has concluded, through testing, that these controls are operating effectively. Changes in Internal Control over Financial Reporting Except for the changes intended to remediate the material weakness described above, there were no changes in our internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) during the three-months ended September 30, 2024 that materially affected, or are reasonably likely to materially affect, our internal control over financial reporting. However, we are continually evaluating its processes and controls over financial reporting in order to implement substantive changes to remediate aforementioned material weaknesses. Â 34 Â PART IIâ€”OTHER INFORMATION Item 1. Legal Proceedings. On July 5, 2024, Forrest A K Wells (the â€œPlaintiffâ€), a purported stockholder of the Company, filed a putative class action complaint in the United States District Court for the State of Colorado, captioned Wells v. SeaStar Medical Holding Corporation et al, Case No. 1:24-cv-0187 (D. Colorado) (the â€œClass Actionâ€). The Class Action alleges that the Company, its Chief Executive Officer and former Chief Financial Officer made or caused to be made material misstatements or omissions regarding the Companyâ€™s business and operations, allegedly culminating in the Companyâ€™s restatement of its consolidated financial statements, disclosed in a Form 8-K and filed on March 27, 2024. The Class Action asserts claims pursuant to the Securities Exchange Act of 1934, including Section 10(b), Rule 10b-5 promulgated thereunder and Section 20(a). The Class Action seeks to recover, among other remedies, compensatory damages. The Company intends to vigorously defend the action. From time to time, we may become involved in various claims and legal proceedings. Other than as disclosed herein, we are not currently a party to any legal proceedings that, in the opinion of our management, are likely to have a material adverse effect on our business, financial condition or results of operations. Regardless of outcome, litigation can have an adverse impact on us because of defense and settlement costs, diversion of management resources and other factors. Item 1A. Risk Factors. In addition to the other information set forth in this report, you should carefully consider the factors discussed in the â€œRisk Factorsâ€ in our Annual Report on Form 10-K for the year ended December 31, 2023 and our other public filings, which could materially affect our business, financial condition or future results. Except as set forth below, there has been no material changes from risk factors previously disclosed in â€œRisk Factorsâ€ in our Form 10-K for the year ended December 31, 2023 and our other public filings: Â Risks Related to our Company Â Our Common Stock may be delisted from Nasdaq if we do not maintain compliance with Nasdaqâ€™s continued listing requirements. If our Common Stock is delisted, it could negatively impact the Company. Â Continued listing of a security on Nasdaq is conditioned upon compliance with various continued listing standards. There can be no assurance that we will be able to comply with the applicable listing standards. Â On June 14, 2023, we received a letter from the Nasdaq Staff notifying us that the MVLS of our Common Stock had been below the minimum $35,000,000 MVLS Requirement (the â€œMVLS Requirementâ€). Â The letter also stated that we would be provided 180 calendar days, or until December 11, 2023, to regain compliance with the MVLS Requirement. On December 13, 2023, we received a notification from the Listing Qualification Department of Nasdaq that we had not regained compliance with the MVLS Requirement and that our Common Stock would be subject to delisting unless we timely requested a hearing before a panel (the â€œPanelâ€). On December 19, 2023, we submitted a hearing request to the Panel to appeal the delisting determination. On the same date, we received a notice from Nasdaq stating that its delisting action had been stayed pending a final written decision by the Panel and that a hearing would be held on March 12, 2024. On February 6, 2024, we received notification from Nasdaq that we had regained compliance with the MVLS Requirement. Â On June 26, 2023, we received a letter from the Listing Qualifications Department of Nasdaq notifying us that the Company was not in compliance with the $1.00 per share minimum Bid Price Requirement for continued inclusion on Nasdaq pursuant to Nasdaq Listing Rule 5550(a)(2). Â This letter had no immediate effect on the listing of the Companyâ€™s Common Stock on Nasdaq and the Company had 180 calendar days from the date of the notice, or until December 26, 2023, to regain compliance with the Bid Price Requirement. On December 27, 2023, we received notification from Nasdaq that the Company had not regained compliance with the Bid Price Requirement and that the Panel would consider this matter in rendering a determination regarding the Companyâ€™s continued listing on Nasdaq. Pursuant to Listing Rule 5810(d), the Company should present its views with respect to this deficiency at its Panel hearing to be held on March 12, 2024. If we failed to address the aforementioned issue, the Panel would consider the record as presented at the hearing and would make its determination based upon that information. Â Â 35 Â On February 21, 2024, the Company made a pre-hearing submission to Nasdaq, outlining its plan to gain compliance with the minimum Bid Price Requirement. On March 6, 2024, we received a letter from the Nasdaq Staff granting the Company a temporary exception until June 24, 2024, subject to certain milestones, to regain compliance with the Bid Price Requirement by evidencing a closing bid price of $1.00 or more per share for a minimum of ten consecutive trading sessions. On June 7, 2024, the Company effected a reverse stock split to regain compliance with the Bid Price Requirement. On June 27, 2024, we received a letter from the Nasdaq Staff indicating the Company regained compliance with the minimum Bid Price Requirement for listing on Nasdaq. Â On June 24, 2024, we received a letter from the Nasdaq Staff indicating the Company was no longer in compliance with the MVLS of $35 million required for listing on Nasdaq. The Company has 180 days, or until December 23, 2024, to regain compliance with the MVLS Requirement. Â On July 3, 2024, the Company provided notice to the Listing Qualifications Department of Nasdaq regarding the Companyâ€™s possible violation of Nasdaq Listing Rule 5635(d)(2). The notification to Nasdaq related to the issuance of shares of the Companyâ€™s Common Stock upon conversion of certain convertible notes and upon exercise of certain warrants issued to an institutional investor in connection with a March 15, 2023 securities purchase agreement that may have required additional shareholder approval prior to the issuance of such securities. Â The Company believed at the time of these issuances and adjustments that the entire transaction had been approved by shareholders. The Company requested that Nasdaq determine whether the issuance of and adjustment to the conversion price of certain of the convertible notes to a price that was lower than the floor price initially agreed to in the subject securities purchase agreement, and the issuance of certain warrants (the "Additional Transactions") did not violate Nasdaq Listing Rule 5635(d)(2). Â The notification to Nasdaq was made in accordance with Nasdaq Listing Rule 5625. Pursuant to the notice, the Company committed to fully comply with all Nasdaq shareholder approval requirements, to involve certain advisers and to notify Nasdaq prior to the issuance of any securities for one year following the date of notice. Â While the Additional Transactions may have violated Nasdaq Listing Rule 5635(d)(2), Nasdaq has agreed to not issue a delisting letter if the Company obtains shareholder ratification of the Additional Transactions by the end of 2024. In order to obtain such approval and ratification of the Additional Transactions, the Company will hold a special meeting of its shareholders on November 26, 2024. The Company has filed with the Securities and Exchange Commission (â€œSECâ€) a proxy statement on Schedule 14A that contains more information on the special meeting and the voting rights of the Company's shareholders. If shareholder approval and ratification is not obtained, the Companyâ€™s Common Stock may be delisted from Nasdaq. Â If the Companyâ€™s Common Stock ultimately were to be delisted for any reason, it could negatively impact the Company by (i) reducing the liquidity and market price of the Companyâ€™s Common Stock; (ii) reducing the number of investors willing to hold or acquire the Companyâ€™s Common Stock, which could negatively impact the Companyâ€™s ability to raise equity financing; (iii) limiting the Companyâ€™s ability to use a registration statement to offer and sell freely tradable securities, thereby preventing the Company from accessing the public capital markets; and (iv) impairing the Companyâ€™s ability to provide equity incentives to its employees. If the Company fails to obtain additional financing, it would be forced to delay, reduce or eliminate its product development program, which may result in the cessation of its operations. Developing medical device products, including conducting preclinical studies and clinical trials, is expensive. The Company expects its research and development expenses to substantially increase in connection with its ongoing activities, particularly as it advances its clinical programs. As of September 30, 2024 and December 31, 2023, SeaStar Medical had negative working capital of $3.0 million and $10.7 million, respectively. The Company currently does not have sufficient capital to support its operations and complete its planned regulatory approval process. The Company will need to secure additional capital to continue its operation, and such funding may not be available on acceptable terms, or at all. Even if the Company receives sufficient capital in the future, the Company will be required to raise additional funds to support its own operations and complete its planned regulatory approval process, and such funding may not be available in sufficient amounts or on acceptable terms to the Company, or at all. If it is unable to raise additional capital when required or on acceptable terms, the Company may be required to: Â 36 Â â€¢significantly delay, scale back or discontinue the development or commercialization of its product candidates; â€¢seek corporate partners on terms that are less favorable than might otherwise be available; â€¢relinquish or license on unfavorable terms, its rights to technologies or product candidates that it otherwise would seek to develop or commercialize itself; If we are unable to raise additional capital in sufficient amounts or on acceptable terms, the Company will be prevented from pursuing development and commercialization efforts, including completing the clinical trials and regulatory approval process for its SCD product candidates, which would have a material adverse impact on its business, results of operations and financial condition. Â Risks Related to our Business Operations Supply interruptions affecting the availability of components used in the Companyâ€™s SCD Clinical Kits could have an adverse effect upon its clinical trials and revenue prospects. The Company currently outsources the manufacturing of all components used with its SCD which are then assembled (kitted) and shipped by the Company. Manufacturing of the Companyâ€™s SCD cartridge is an involved process and is currently limited to one approved supplier. Manufacturing of the Companyâ€™s SCD blood tubing set is straight-forward but is also currently limited to one approved supplier. Certain other SCD kit components are readily available from multiple sources. To support its current clinical trial needs and its commercial sales, the Company complies with, and intends to continue to comply with, current Good Manufacturing Practice (â€œcGMPâ€) for the outsourced manufacturing and in-house kitting of its products where applicable. The Companyâ€™s ability to adequately procure the outsourced components and supply its SCD in a timely matter is dependent on the uninterrupted and efficient operation of its third-party suppliers and manufacturers, and those of the parties producing raw materials and supplies upon which it relies for the manufacturing of its products. Availability of the Companyâ€™s products may be impacted by: â€¢the availability of specified components, particularly those for which it has no other currently approved supplier; â€¢the ability of the Company to assemble and fulfill orders for pediatric and adult SCDs; â€¢maintenance of its quality management system and facility qualifications; â€¢continued compliance with regulatory requirements and cGMP; â€¢facility environmental contamination or catastrophic loss or damage; â€¢product quality success rates and yields; and â€¢global viruses and pandemics. If efficient manufacture and supply of its SCD is interrupted, the Company may experience delayed shipments or supply constraints. If it is unable to provide an uninterrupted supply of its products, the Companyâ€™s ongoing clinical trials may be delayed, and/or commercial sales can be impaired, which could materially and adversely affect its business, results of operations, and financial condition. The Company recently terminated its exclusive distribution agreement with a third-party distribution partner. In August 2024, the Company terminated its Distribution Agreement with Nuwellis, which was the Companyâ€™s exclusive distribution agreement with a third-party distribution partner. The Company has currently elected to commercialize its FDA approved SCD-PED (SCD-pediatric, tradename â€˜QUELIMMUNEâ€™), using its own commercial resources. The Company does not have experience with selling and distributing QUELIMMUNE and its results may fall short of investorsâ€™ expectations. If the Company is unable to develop effective sales and distribution capabilities internally, we may not be able to successfully generate sales of our products, including QUELIMMUNE, and our business and results of operations may be adversely affected. Item 2. Unregistered Sales of Equity Securities and Use of Proceeds. During the three- and nine- months ended September 30, 2024, we did not have sales of unregistered securities not previously included in a Current Report on Form 8-K. Â 37 Â Item 3. Defaults Upon Senior Securities. N/A Item 4. Mine Safety Disclosures. N/A Item 5. Other Information. During the three- and nine- months ended September 30, 2024, no director or officer of the Company adopted or terminated a â€œRule 10b5-1 trading arrangementâ€ or â€œnon-Rule 10b5-1 trading arrangement,â€ as each term is defined in Item 408(a) of Regulation S-K. Â 38 Â Item 6. Exhibits Exhibit Index Â Â Â Â ExhibitNo. Description Â Â 4.1 Â Form of Common Stock Purchase Warrant (incorporated by reference to Exhibit 4.1 of Form 8-K filed by registrant on July 11, 2024). 4.2 Â Form of Placement Agent Warrant (incorporated by reference to Exhibit 4.2 of Form 8-K filed by registrant on July 11, 2024). 10.1 Â Securities Purchase Agreement (incorporated by reference to Exhibit 10.1 of Form 8-K filed by registrant on July 11, 2024) 10.2 Â At The Market Offering Agreement, dated August 20, 2024, by and between SeaStar Medical Holding Corporation, and H.C. Wainwright & Co., LLC (incorporated by reference to Exhibit 10.1 of Form 8-K filed by the registrant on August 21, 2024). 31.1** Certification of Principal Executive Officer Pursuant to Rules 13a-14(a) and 15d-14(a) under the Securities Exchange Act of 1934, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. 31.2** Certification of Principal Financial Officer Pursuant to Rules 13a-14(a) and 15d-14(a) under the Securities Exchange Act of 1934, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. 32.1** Certification of Principal Executive Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. 32.2** Certification of Principal Financial Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. 101.INS Inline XBRL Instance Document â€“ the instance document does not appear in the Interactive Data File because XBRL tags are embedded within the Inline XBRL document. 101.SCH Inline XBRL Taxonomy Extension Schema With Embedded Linkbase Documents 104 Cover Page Interactive Data File (embedded within the Inline XBRL document) Â ** Filed herewith Â Â 39 Â SIGNATURES Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this Report to be signed on its behalf by the undersigned, thereunto duly authorized. SeaStar Medical Holding Corporation Date: November 13, 2024 By: /s/ Eric Schlorff Eric Schlorff Chief Executive Officer (Principal Executive Officer) Date: November 13, 2024 By: /s/ David Green David Green Chief Financial Officer (Principal Financial and Accounting Officer) Â Â Â Â 40 EX-31.1 2 icu-ex31_1.htm EX-31.1 EX-31.1 EXHIBIT 31.1 Certification Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 I, Eric Schlorff, certify that: 1. I have reviewed this Quarterly Report on Form 10-Q of SeaStar Medical Holding Corporation; 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or

omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; 4. The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: a. designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; b. designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; c. evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and d. disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and 5. The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of registrantâ€™s board of directors (or persons performing the equivalent functions): a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Date: November 13, 2024 Â Â Â /s/ Eric Schlorff Eric Schlorff Chief Executive Officer Â EX-31.2 3 icu-ex31_2.htm EX-31.2 EX-31.2 EXHIBIT 31.2 Certification Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 I, David Green, certify that: 1. I have reviewed this Quarterly Report on Form 10-Q of SeaStar Medical Holding Corporation; 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; 4. The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; c) evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and d) disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and 5. The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of registrantâ€™s board of directors (or persons performing the equivalent functions): a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Date:November 13, 2024 Â Â Â /s/ David Green David Chief Financial Officer Â EX-32.1 4 icu-ex32_1.htm EX-32.1 EX-32.1 EXHIBIT 32.1 Certification Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 I, Eric Schlorff, Chief Executive Officer of SeaStar Medical Holding Corporation (the â€œCompanyâ€), certify that: 1. the Quarterly Report on Form 10-Q of the Company for the three and nine months ended September 30, 2024 as filed with the Securities and Exchange Commission (the â€œReportâ€) fully complies with the requirements of Section 13(a) or 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 the Company. Date: November 13, 2024 Â Â Â /s/ Eric Schlorff Eric Schlorff Chief Executive Officer Â EX-32.2 5 icu-ex32_2.htm EX-32.2 EX-32.2 EXHIBIT 32.2 Certification Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 I, David Green, Chief Financial Officer of SeaStar Medical Holding Corporation (the â€œCompanyâ€), certify that: 1. the Quarterly Report on Form 10-Q of the Company for the three and nine months ended September 30, 2024 as filed with the Securities and Exchange Commission (the â€œReportâ€) fully complies with the requirements of Section 13(a) or 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 the Company. Date: November 13, 2024 Â Â Â /s/ David Green David Green Chief Financial Officer Â EX-101.SCH 6 icu-20240930.xsd XBRL TAXONOMY EXTENSION SCHEMA WITH EMBEDDED LINKBASES DOCUMENT 100000 - Document - Cover Page link:presentationLink link:calculationLink link:definitionLink 100010 - Statement - Condensed Consolidated Balance Sheets link:presentationLink link:calculationLink link:definitionLink 100020 - Statement - Condensed Consolidated Balance Sheets (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 100030 - Statement - Condensed Consolidated Statements of Operations (Unaudited) link:presentationLink link:calculationLink link:definitionLink 100040 - Statement - Condensed Consolidated Statements of Changes in Stockholders' Deficit (Unaudited) link:presentationLink link:calculationLink link:definitionLink 100050 - Statement - Condensed Consolidated Statements of Cash Flows (Unaudited) link:presentationLink link:calculationLink link:definitionLink 995455 - Disclosure - Description of Business link:presentationLink link:calculationLink link:definitionLink 995465 - Disclosure - Summary of Significant Accounting Policies link:presentationLink link:calculationLink link:definitionLink 995475 - Disclosure - Revenues and Contract Obligations link:presentationLink link:calculationLink link:definitionLink 995485 - Disclosure - Trade Accounts Receivable link:presentationLink link:calculationLink link:definitionLink 995495 - Disclosure - Accrued Expenses link:presentationLink link:calculationLink link:definitionLink 995505 - Disclosure - Notes Payable link:presentationLink link:calculationLink link:definitionLink 995515 - Disclosure - Convertible Notes link:presentationLink link:calculationLink link:definitionLink 995525 - Disclosure - Equity Transactions link:presentationLink link:calculationLink link:definitionLink 995535 - Disclosure - Warrants link:presentationLink link:calculationLink link:definitionLink 995545 - Disclosure - Stock-Based Compensation Awards link:presentationLink link:calculationLink link:definitionLink 995555 - Disclosure - Commitments and Contingencies link:presentationLink link:calculationLink link:definitionLink 995565 - Disclosure - Fair Value Measurements link:presentationLink link:calculationLink link:definitionLink 995575 - Disclosure - Income Taxes link:presentationLink link:calculationLink link:definitionLink 995585 - Disclosure - Net Loss Per Share link:presentationLink link:calculationLink link:definitionLink 995595 - Disclosure - Subsequent Events link:presentationLink link:calculationLink link:definitionLink 995605 - Disclosure - Summary of Significant Accounting Policies (Policies) link:presentationLink link:calculationLink link:definitionLink 995615 - Disclosure - Revenues and Contract Obligations (Tables) link:presentationLink link:calculationLink link:definitionLink 995625 - Disclosure - Trade Accounts Receivable (Tables) link:presentationLink link:calculationLink link:definitionLink 995635 - Disclosure - Accrued Expenses (Tables) link:presentationLink link:calculationLink link:definitionLink 995645 - Disclosure - Notes Payable (Tables) link:presentationLink link:calculationLink link:definitionLink 995655 - Disclosure - Convertible Notes (Tables) link:presentationLink link:calculationLink link:definitionLink 995665 - Disclosure - Warrants (Tables) link:presentationLink link:calculationLink link:definitionLink 995675 - Disclosure - Stock-Based Compensation Awards (Tables) link:presentationLink link:calculationLink link:definitionLink 995685 - Disclosure - Fair Value Measurement (Tables) link:presentationLink link:calculationLink link:definitionLink 995695 - Disclosure - Net Loss Per Share (Tables) link:presentationLink link:calculationLink link:definitionLink 995705 - Disclosure - Description of Business - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995715 - Disclosure - Summary of significant accounting policies - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995725 - Disclosure - Revenues and Contract Obligations - Summary of Changes in the Contract Liability (Details) link:presentationLink link:calculationLink link:definitionLink 995735 - Disclosure - Revenues and Contract Obligations - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995745 - Disclosure - Accrued Expenses - Summary of Accrued Expenses (Details) link:presentationLink link:calculationLink link:definitionLink 995755 - Disclosure - Accrued Expenses - Summary of Accrued Expenses (Parenthetical) (Details) link:presentationLink link:calculationLink link:definitionLink 995765 - Disclosure - Trade Accounts Receivable - Schedule of Accounts Receivable, on Gross and Net Basis, with Change in Expected Credit Loss (Details) link:presentationLink link:calculationLink link:definitionLink 995775 - Disclosure - Notes Payable - Summary of Notes payable (Details) link:presentationLink link:calculationLink link:definitionLink 995785 - Disclosure - Notes Payable - Future Maturities of Principal Repayment of Convertible Notes (Details) link:presentationLink link:calculationLink link:definitionLink 995795 - Disclosure - Notes Payable - Investor D Note - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995805 - Disclosure - Notes Payable - Senior Secured LMFA Notes Payable - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995815 - Disclosure - Notes Payable - Senior Secured LMFAO Note Payable - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995825 - Disclosure - Notes Payable - Unsecured Maxim Note Payable - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995835 - Disclosure - Notes Payable - Insurance Financing - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995845 - Disclosure - Convertible Notes - Activity for the Convertible Notes (Details) link:presentationLink link:calculationLink link:definitionLink 995855 - Disclosure - Convertible Notes - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995865 - Disclosure - Equity Transactions - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995875 - Disclosure - Warrants - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995885 - Disclosure - Warrants - Schedule of Warrants Outstanding (Details) link:presentationLink link:calculationLink link:definitionLink 995895 - Disclosure - Warrants - Schedule of Weighted-Average Strike Price and Time to Maturity for Each Warrant Tranche (Details) link:presentationLink link:calculationLink link:definitionLink 995905 - Disclosure - Warrants - Schedule of Warrant Activity (Details) link:presentationLink link:calculationLink link:definitionLink 995915 - Disclosure - Stock-Based Compensation Awards - Schedule of Stock-based Compensation Expense (Details) link:presentationLink link:calculationLink link:definitionLink 995925 - Disclosure - Stock-Based Compensation Awards - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995935 - Disclosure - Stock-Based Compensation Awards - Summary of Option Activity (Details) link:presentationLink link:calculationLink link:definitionLink 995945 - Disclosure - Stock-Based Compensation Awards - Summary of RSU Activity (Details) link:presentationLink link:calculationLink link:definitionLink 995955 - Disclosure - Commitments and Contingencies - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995965 - Disclosure - Fair Value Measurements - Schedule of Financial Assets and Liabilities Measured at Fair Value on Recurring Basis (Detail) link:presentationLink link:calculationLink link:definitionLink 995975 - Disclosure - Fair Value Measurement - Summary of Changes in Forward Option and Convertible Notes Derivative Liability (Detail) link:presentationLink link:calculationLink link:definitionLink 995985 - Disclosure - Fair Value Measurement - Schedule of Significant Assumptions Valuing of Fair Value (Details) link:presentationLink link:calculationLink link:definitionLink 995995 - Disclosure - Income Taxes - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 996005 - Disclosure - Net Loss Per Share - Schedule of Earnings Per Share Basic And Diluted (Details) link:presentationLink link:calculationLink link:definitionLink 996015 - Disclosure - Net Loss Per Share - Summary of Weighted-Average Outstanding Shares (Detail) link:presentationLink link:calculationLink link:definitionLink 996025 - Disclosure - Subsequent Events - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink Statement [Line Items] Statement [Line Items] Notes payable Notes payable, net of deferred financing costs Total notes payable Notes Payable, Current Debt Instrument, Interest Rate During Period Interest rate on the loan Debt Instrument [Axis] Debt Instrument Significant Accounting Policies Table Significant accounting policies table. Accounts receivable Increase (Decrease) in Accounts Receivable Plan Name [Domain] Schedule of Warrants Outstanding Schedule of Stockholders' Equity Note, Warrants or Rights [Table Text Block] Entity Address, Postal Zip Code 3rd Investor D Note 3-1 Third Investor D Convertible Note 3-1[Member] Third Investor D Convertible Note 3-1. Maxim [Member] Maxim note payable. Maxim Note [Member] Fair Value, Recurring and Nonrecurring [Table] Entity Incorporation, State or Country Code Cash paid for interest Interest Paid, Excluding Capitalized Interest, Operating Activities Unsecured Maxim Note Payable [Member] Unsecured Maxim Note Payable [Member] Unsecured maxim note payable. Stockholders' Equity, Reverse Stock Split Reverse Stock Split Reverse stock split, description Accrued director compensation Accrued Director Compensation Current Accrued director compensation current. Shares, Outstanding Ending Balances (in shares) Beginning Balances (in shares) Fair Value Hierarchy and NAV [Axis] Auditor Name Suspention period Suspention period. Suspention period Level 2 [Member] Fair Value, Inputs, Level 2 [Member] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Long-Term Debt, Type [Domain] Cure period Cure period. Loss on coversion into equity Loss On Conversion Into Equity Loss on conversion into equity. Private Placement Warrants member. Private Placement Warrants [Member] Private Placement Warrants [Member] Private Placement Warrants [Member] 2024 (remaining) Future maturities of principal repayment of convertible notes remainder of fiscal year. Future Maturities Of Principal Repayment of Convertible Notes Remainder of Fiscal Year Commitments and Contingencies Commitments and Contingencies Disclosure [Text Block] Accrued research and development expenses Accrued Research and Development Expenses Current Accrued research and development expenses current. Summary of Changes in Forward Option and Convertible Notes Derivative Liability Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Table Text Block] Redeemable Warrants [Member] Redeemable Warrants. Product and Service [Axis] Lender Name [Axis] Future maturities of principal repayment of convertible notes due Future Maturities Of Principal Repayment Of Convertible Notes Due Total Collaborative Arrangement and Arrangement Other than Collaborative [Domain] August 2024 At-The-Market Offering [Member] August Twenty Twenty Four At The Market Offering [Member] August Twenty Twenty Four At The Market Offering [Member] Document Information [Table] Equity Transactions Equity [Text Block] Title and Position [Axis] Change in fair value of convertible notes Change in fair value of convertible notes. Change in Fair Value of Convertible Notes Class of Warrant or Right [Axis] Class of Warrant or Right Revenue from Contract with Customer [Text Block] Revenues and Contract Obligations Sale of Stock [Domain] Notes payable, Balance Notes payable, Balance Long term debt Notes payable, gross First convertible notes Line of Credit Facility, Remaining Borrowing Capacity Amount available to draw Forward purchase agreement derivative liabilities. Forward Purchase Agreement Derivative Liabilities Forward Purchase Agreement Derivative Liability Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Abstract] Entity Central Index Key Employee Based Options to Purchase Common Stock [Member] Employee Based Options To Purchase Common Stock [Member] Employee based options to purchase common stock. 2019 Stock Incentive Plan [Member] Two Thousand Nineteen Stock Incentive Plan [Member] Two thousand nineteen stock incentive plan. Warrants [Member] Legacy SeaStar Inc. Warrants [Member] SeaStar Medical Warrants [Member] SeaStar Warrants [Member] Forfeited / cancelled Forfeited Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures in Period Forfeited / cancelled Increase (Decrease) in Operating Capital [Abstract] Changes in operating assets and liabilities Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Table] Investor D Convertible Notes [Member] Investor D Convertible Notes [Member] Investor D convertible notes. Common Stock, Shares, Issued Common stock, shares issued Other Assets, Total Other Assets Other assets Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Tumim Stone Capital [Member] Tumim Stone Capital. Tumim Stone Capital [Member] Proceeds from issuance of convertible notes Proceeds from Convertible Debt Dividend Yield [Member] Measurement Input, Expected Dividend Rate [Member] Schedule of Warrant Activity Schedule of Stockholders' Equity Note, Warrants or Rights Activity [Table Text Block] Schedule of stockholders' equity note, warrants or rights activity. Increase in trade accounts receivable, net Increase in trade accounts receivable, net Increase in Trade Accounts Receivable, Net Increase in trade accounts receivable, net. Pay back outstanding amount Pay Back Outstanding Amount Pay back outstanding amount. Entity Address, State or Province Schedule of Weighted-Average Strike Price and Time to Maturity for Each

Warrant Tranche Schedule Of Weighted-average Strike Price And Time To Maturity For Each Warrant Tranche [Table Text Block] Schedule of weighted-average strike price and time to maturity for each warrant tranche. Loss before provision for income taxes Loss before income tax provision Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Class of Warrant or Right [Table] Notes Payable, Noncurrent, Total Notes Payable, Noncurrent Notes payable, net of deferred financing costs Payment of outstanding contract liabilities Payment of Outstanding Contract Liabilities Payment of outstanding contract liabilities. Fair value of convertible notes Convertible Debt, Fair Value Disclosures Unamortized deferred financing costs member. Unamortized deferred financing costs member Loss Contingencies [Table] Warrants expiration years. Warrants Expiration Years Warrants expire Notes Payable LineItems Notes Payable. Notes Payable [Line Items] Consideration received Contract with customer liability consideration received. Contract With Customer Liability Consideration Received Percentage of conversion amount Percentage Of Conversion Amount Percentage of conversion amount. Liability Class [Axis] Liability Class Two thousand twenty two omnibus stock incentive plan. Two Thousand Twenty Two Omnibus Stock Incentive Plan [Member] 2022 Omnibus Incentive Plan - Stock Options [Member] Cover [Abstract] Subsequent Event [Line Items] Net increase in cash Cash, Cash Equivalents, Restricted Cash and Restricted Cash Equivalents, Period Increase (Decrease), Excluding Exchange Rate Effect Stock Issued During Period Value Prepaid Forward Contracts, Shares. Stock Issued During Period Value Prepaid Forward Contracts, Shares Issuance of shares - prepaid forward contracts, Shares Basic net loss per share Net loss per share of common stock, basic Earnings Per Share, Basic, Total Earnings Per Share, Basic Sale of Pediatric Scds Sale of Pediatric Scds Sale of pediatric scds. Significant Accounting Policies [Line Items] Significant accounting policies line items Operating Expenses [Abstract] Operating expenses Contract liabilities Contract with Customer, Liability, Current Document Annual Report 3rd Investor D Note 3-2 Third Investor D Convertible Note 3-2[Member] Third Investor D Convertible Note 3-2. Proceeds from milestone payment Potential Proceeds from Milestone Payment Potential proceeds from milestone payment. Share-Based Payment Arrangement, Expense Stock-based compensation Stock-based compensation expense Balance Balance Long-Term Debt Long-term debt Total Outstanding Balance Outstanding Balance Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Outstanding, Number Warrants to purchase common stock from total shares percentage Warrants to Purchase Common Stock from Total Shares Percentage Warrants to purchase common stock from total shares percentage. Retained Earnings (Accumulated Deficit), Total Retained Earnings (Accumulated Deficit) Accumulated deficit Accumulated deficit Plan Name [Axis] Dow notes. Dow Notes [Member] Dow Notes [Member] Issued Stock Issued During Period Shares Stock Options Issuance Stock issued during period shares stock options issuance. Issuance of convertible note warrants Issuance of Convertible Note Warrant Issuance of convertible note warrants. Outstanding options Ending balance, Outstanding Beginning balance, Outstanding Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Assets, Current [Abstract] Current assets Issuance of shares - stock issued for employee bonuses, Shares Stock Issued During Period Shares Employee Bonuses Stock issued during period shares employee bonuses. Convertible notes, current portion Convertible Debt, Current Net Cash Provided by (Used in) Operating Activities Net cash used in operating activities Issuing notes in principal amounts Debt Instrument, Issued, Principal Vested and exercisable Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Exercisable, Number Product and Service [Domain] Debt Instrument [Line Items] Percentage of management fee of gross proceeds Percentage Of Management Fee Of Gross Proceeds Percentage of management fee of gross proceeds. Contract with Customer, Liability, Noncurrent Contract liabilities, net of current portion Net Cash Provided by (Used in) Operating Activities [Abstract] Cash flows from operating activities Fair Value, Recurring [Member] Fair Value, Recurring [Member] Schedule of Financial Assets and Liabilities Measured at Fair Value on Recurring Basis Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block] Pre-funded Warrants [Member] Pre-funded Warrants [Member] Pre-funded warrants. Option to purchase common stock, par value Warrant to purchase common stock, par value Common stock, par value Payments Payment of notes payable Repayments of Notes Payable Optional debt redemption rights suspension period Optional Debt Redemption Rights Suspension Period Optional debt redemption rights suspension period. Measurement Input Type [Domain] Contract liabilities Contract with Customer, Liability, Total Contract with Customer, Liability Contract liabilities, beginning of period Contract liabilities, end of period Accounts Receivable, net Accounts Receivable [Policy Text Block] Statement of Cash Flows [Abstract] Counterparty Name [Axis] Forward option-prepaid forward contracts, net Prepaid Forward Contracts Prepaid forward contracts Convertible Debt Securities Convertible Notes [Member] Convertible Debt Securities [Member] Antidilutive Securities, Name [Domain] Additional warrants to purchase Warrants to purchase Common stock Class of Warrant or Right, Number of Securities Called by Warrants or Rights Entity [Domain] Equity Components [Axis] Equity Components Income Taxes. Income Taxes [Table] Entity Address, Address Line One Percentage of placement warrant exercise price equal to offering price Percentage Of Placement Warrant Exercise Price Equal To Offering Price Percentage Of Placement Warrant Exercise Price Equal To Offering Price Summary of Weighted Average Shares Outstanding for Basic and Diluted Net Loss Per Share Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Issuance of shares - commitment fee for equity line of credit Stock issued during period, value, commitment fee for equity line. Stock Issued During Period, Value, Commitment Fee for Equity Line Granted Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Public Stockholders Warrants [Member] Public Stockholders Warrants [Member] Public stockholders' warrants. Other receivables Other receivables Increase (Decrease) in Other Receivables Subsequent Event Type [Axis] Debt redemption percentage Debt Instrument, Redemption Price, Percentage of Principal Amount Redeemed July 2024 Warrants [Member] July Two Thousand Twenty Four Warrants [Member] July 2024 Warrants. Summary of Weighted-Average Outstanding Shares Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block] Ending Balance, Outstanding Beginning Balance, Outstanding Outstanding restricted stock unit awards Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Entity Voluntary Filers Amendment Flag Ibt Notes Member IBT Notes [Member] Debt Instrument, Name [Domain] Debt Instrument, Name Key Employees and Non-Employee Service Providers [Member] Key employees and non-employee service providers. Gain (loss) on exercise of warrants. Gain Loss On Exercise Of Warrants Gain (loss) on exercises Receivables [Abstract] Net Income (Loss) Attributable to Parent, Total Net loss Exercised Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period Research and Development [Member] Research and Development Expense [Member] Research and development Summary of Notes Payable Schedule of Debt [Table Text Block] Equity Component [Domain] Equity Component Statistical Measurement [Domain] Statistical Measurement July 2024 Warrants [Member] July 2024 Warrants [Member] July 2024 Warrants. General and Administrative Expense, Total General and Administrative Expense General and administrative Gain loss On Reporting Period Remeasurement of Long Term Debt Gain loss on reporting period remeasurement of long term debt. (Gain)/loss on reporting period remeasurement Total other income (expense), net Other Nonoperating Income (Expense) Options expiration period Share-Based Compensation Arrangement by Share-Based Payment Award, Expiration Period Disaggregation of Revenue [Table] Net loss Net loss Net Income (Loss), Including Portion Attributable to Noncontrolling Interest Investor E (January 2024) Warrants [Member] Investor E Warrants [Member] Investor E Warrants. Change in fair value of forward purchase agreement derivative liability Change In Fair Value Of Forward Purchase Agreement Derivative Liability Change in fair value of forward purchase agreement derivative liability. Preferred stock, shares issued Preferred Stock, Shares Issued Fair value measurement with unobservable inputs reconciliation, recurring basis, liability, exchange for short-term note payable. Fair Value Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Exchange for Short-term Note Payable Exchange for short-term note payable Issuance of shares - exercise of warrants Stock Issued During Period, Value, Exercise of Warrants Stock issued during period, value, exercise of warrants. Union carbide notes. Union Carbide Notes [Member] Union Carbide Notes [Member] Proceeds from sale of recycled shares Proceeds from sale of recycled shares. Proceeds from sale of recycled shares Shares Issued From Conversion Of Convertible Notes. Shares Issued From Conversion Of Convertible Notes Shares issued from conversion of convertible notes Adjustments to Additional Paid in Capital, Warrant Issued Issuance costs - registratio of previously issued warrants Issuance costs - registration of previously issued warrants Schedule of Income Taxes. Schedule of Income Taxes [Line Items] Warrants exchanged for short term notes payable. Warrants Exchanged For Short Term Notes Payable Warrants exchanged for short term notes payable Short-Term Investments, Total Short-Term Investments Short-term note Investment right notice period Investment right notice period. Investment right notice period Operating Lease, Expense Rent expense Vested and exercisable Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Exercisable, Weighted Average Exercise Price Exercised Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Exercised In Period Share based compensation arrangement by share based payment award equity instruments other than options exercised in period. Preferred Stock, Liquidation Preference, Value Preferred stock, liquidation preference, value Collaborative Arrangement and Arrangement Other than Collaborative [Axis] Class of Stock [Domain] Class of Stock Stock Price [Member] Measurement Input, Share Price [Member] Common Stock, Shares, Outstanding, Ending Balance Common Stock, Shares, Outstanding, Beginning Balance Common Stock, Shares, Outstanding Common stock, shares outstanding Liability Classified Warrants [Member] Liability Classified Warrants [Member] Liability classified warrants. Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding [Roll Forward] Insurance Financing [Member] Insurance financing. Fair Value of Financial Instruments Fair Value Measurement, Policy [Policy Text Block] Equity Classified Warrants [Member] Equity classified warrants. Trade Accounts Receivable Trade Accounts Receivable [Text Block] Trade Accounts Receivable. Preferred stock par value Preferred Stock, Par or Stated Value Per Share Investor D Warrants [Member] Investor D Warrants [Member] Investor D Warrants. Antidilutive Securities [Axis] Payment of commitment fee - equity line of credit. Payment of Commitment Fee Equity Line of Credit Payment of commitment fee - equity line of credit Payment of commitment fee - equity line of credit Cash Cash Summary of RSU Activity Share-Based Payment Arrangement, Restricted Stock Unit, Activity [Table Text Block] Entity Interactive Data Current Document Quarterly Report The Activity for the Convertible Notes Convertible Debt [Table Text Block] Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Total Cash, Cash Equivalents, Restricted Cash and Restricted Cash Equivalents Cash, end of period Cash, beginning of period Statement of Financial Position Location, Balance [Axis] Statistical Measurement [Axis] Statistical Measurement Equivalent term Derivative Assets (Liability) Measurement Input Term Derivative assets (liability) measurement input term. Net loss per share: Earnings Per Shares Basic And Diluted. Earnings Per Shares Basic And Diluted [Abstract] Change in fair value of forward option-prepaid forward contracts Change in fair value of forward option-prepaid forward contracts Change in Fair Value of Forward Option Prepaid Forward Contracts Change in fair value of forward option prepaid forward contracts. Cost of goods sold Cost of Goods and Services Sold Cost of Goods and Services Sold, Total Regulatory milestone. Regulatory Milestone [Member] Payment terms Debt Instrument, Payment Terms Convertible Notes [Member] Convertible Debt [Member] Convertible Debt [Member] Loss on issuance of the convertible notes Loss on Issuance of the Convertible Notes Loss on issuance of the convertible notes. Second note. Second Note [Member] Change in fair value of convertible notes (issued, converted and outstanding) Increase (Decrease) in Notes Receivables Change in fair value of convertible note Exercise of liability classified warrants. Exercise of Liability Classified Warrants Exercise of liability classified warrants Research and development expenses Research and Development Expense, Policy [Policy Text Block] Issuance of shares - stock issued for Board compensation in-lieu of cash, Shares Stock Issued During Period Shares Board compensation Stock issued during period shares board compensation. Prepaid expenses Increase (Decrease) in Prepaid Expense Statement of Income Location, Balance [Axis] Income Statement Location Assets Total assets Cash paid to settle Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Settlements Schedule of Long-Term Debt Instruments [Table] Vested Vested Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Recently issued accounting standards New Accounting Pronouncements, Policy [Policy Text Block] Entity Address, City or Town Equity [Abstract] Auditor Location At-the-Market Offering [Member] At-the-Market Offering [Member] At-the-market offering. Future Maturities of Principal Repayment of Convertible Notes Schedule of Maturities of Long-term Debt Schedule of Maturities of Long-Term Debt [Table Text Block] Forfeited / cancelled Forfeited after merger conversion Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period Forfeited / cancelled 3rd Investor D Note 3-3 Third Investor D Convertible Note 3-3[Member] Third Investor D Convertible Note 3-3. Issuance (Face Value) Debt Instrument, Face Amount Debt instrument, face amount Vested and exercisable Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Exercisable, Weighted Average Remaining Contractual Term Series A Warrants [Member] Series A Warrants [Member] Series A warrants. Private Placement [Member] Private Placement [Member] Stock-Based Compensation Awards Share-Based Payment Arrangement [Text Block] Fair Value Disclosures [Abstract] Stock issued during period, shares, equity line of credit. Stock Issued During Period, Shares, Equity Line of Credit Issuance of shares - equity line of credit, Shares Equity line financing arrangement, shares sold Entity Public Float Entity Public Float PIPE Investor Warrants [Member] P I P E Investor Warrants [Member] P I P E investor warrants. Amount raised by issuing common stock Stock Issued During Period, Value, New Issues Liabilities, Current [Abstract] Current liabilities Accrued Expenses [Table] Accrued expenses. Share based compensation arrangement by share based payment award non option equity instruments exchanged. Share Based Compensation Arrangement By Share Based Payment Award Non Option Equity Instruments Exchanged Exchanged for Investor D Note Document Type Investor E (January 2024) Warrants [Member] Investor E January Two Thousand Twenty Four Warrants [Member] Investor E (January 2024) Warrants. 2022 Omnibus Incentive Plan [Member] Two Thousand Twenty Two Omnibus Incentive Plan [Member] Two thousand twenty two omnibus incentive plan. Title of 12(b) Security Issuance Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Issuance Share-based compensation arrangement by share-based payment award, non-option equity instruments, issuance. Statement of Financial Position Location, Balance [Domain] Statement of Stockholders' Equity [Abstract] Balance Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability Value Balance Balance Document Fiscal Period Focus Research and development expense Research and development Research and Development Expense, Total Research and Development Expense Gain Loss On Conversion Of Long Term Debt Gain loss on conversion of long term debt. (Gain)/loss on conversion Investor D Convertible Notes And Warrant Activity [Member] Investor D Convertible Notes And Warrant Activity [Member] Investor d convertible notes and warrant activity. 5th Investor D Note Fifth Investor D Note [Member] Fifth Investor D Note. Debt redemption and conversion maximum due period. Debt Redemption And Conversion Maximum Due Period Debt redemption and conversion maximum due period Subsequent Event Type [Domain] Board feed paid in stock Board Feed of Paid in Stock Board feed of paid in stock. Adjustments to additional paid in capital share based compensation requisite service period recognition shares. Adjustments To Additional Paid In Capital Share based Compensation Requisite Service Period Recognition Shares Stock-based compensation, Shares Equivalent Term [Member] Measurement Input, Expected Term [Member] Issuance of shares - stock issued for Board compensation in-lieu of cash Stock Issued During Period Value Board Compensation Stock issued during period value board compensation. Note issued in exchange for warrants. Note Issued in Exchange for Warrants Note issued in exchange for warrants Investor Notes Member Investor Notes [Member] Investor Notes [Member] H.C. Wainwright & Co., LLC [Member] H C Wainwright & Co LLC [Member] H C Wainwright & Co LLC [Member] Weighted-Average Strike Price Warrant exercise price Warrants initial exercise price Financial Instruments [Domain] Investor D Note. Investor D Note [Member] Class of Warrant or Right [Line Items] Sale of Stock [Axis] Warrant exerciseable date Warrant expiration date Class of Warrant or Right, Date from which Warrants or Rights Exercisable Nuwellis, Inc [Member] Nuwellis, Incorporated [Member] Nuwellis, Incorporated. Revenue Recognizing Net revenue Revenue from Contract with Customer, Excluding Assessed Tax Statement of Comprehensive Income [Abstract] Income Tax Disclosure [Text Block] Income Taxes Shares issued as payment of convertible notes Shares Issued As Payment Of Convertible Notes Shares issued as payment of convertible notes. License and distribution agreement. License and Distribution Agreement [Member] Warrants and Rights Note Disclosure [Abstract] Series B Preferred Stock [Member] Series B Preferred Stock [Member] Frequency of principal and interest payments Debt Instrument, Frequency of Periodic Payment Other Other Accrued Liabilities, Current Increase (Decrease) in Accounts Payable, Total Increase (Decrease) in Accounts Payable Accounts payable Entity Address, Address Line Two LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT) Liabilities and Equity [Abstract] Document Period End Date Net Cash Provided by (Used in) Financing Activities Net cash provided by financing activities Common Class A [Member] Common Class A [Member] Class A Common Stock [Member] ICFR Auditor Attestation Flag Stockholders' Equity Note [Abstract] LMFA [Member] LMFA Note Payable. L M F A Note Payable [Member] Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Excluded from calculation of net income (loss) per share of common stock Total APIC, Share-Based Payment Arrangement, Increase for Cost Recognition, Total APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Stock-based compensation Conversion of outstanding debt to common stock Conversion to common stock Debt Conversion, Converted Instrument, Amount Exchange of Outstanding warrant Accrued Liabilities, Current Accrued expenses Total accrued expenses Provision for income taxes Income Tax Expense (Benefit), Total Income Tax Expense (Benefit) Placement Agent warrants [Member] Placement Agent Warrants [Member] Placement Agent Warrants. Trading Symbol Equity, Attributable to Parent Ending Balance Beginning Balance Total stockholders' deficit Debt conversion, original debt amount Debt Conversion, Original Debt, Amount Schedule of future maturities of principal repayment of notes payable.

Schedule Of Future Maturities Of Principal Repayment Of Notes Payable [Table Text Block] Schedule of Future Maturities of Principal Repayment of Convertible Notes Unvested Employee Based Restricted Stock Units [Member] Unvested Employee Based Restricted Stock Units [Member] Unvested employee based restricted stock units. Warrant Share Equivalents Outstanding warrants Class of warrants of rights, outstanding Initial conversion price Debt instrument convertible conversion price Debt Instrument, Convertible, Conversion Price Restricted stock units [Member] Restricted Stock Units [Member] Restricted Stock Units (RSUs) [Member] Notes Payable. Notes Payable [Table] Precluded revenue from product shipments Precluded Revenue from Product Shipments Precluded revenue from product shipments. Fair value of liability on issuance of convertible notes Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Issuances Additions Percentage of warrants to purchase common stock Equal to number of shares placed in offering Percentage Of Warrants To Purchase Common Stock Equal To Number Of Shares Placed In Offering Percentage of warrants to purchase common stock equal to number of shares placed in offering Schedule of Stock-based Compensation Expense Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block] Summary of Stock Based Compensation Expense Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Gain (Loss) Included in Earnings Changes in fair value Measurement Input Type [Axis] Vested and exercisable Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Exercisable, Aggregate Intrinsic Value 6th Investor D Note Sixth Investor D Note [Member] Sixth Investor D Note. Emerging Growth Company Status Emerging growth company. Emerging Growth Company Policy [Text Block] Emerging growth company status Use of Estimates Use of Estimates, Policy [Policy Text Block] Annual premium of insurance policy amount Payment of Annual Premium Insurance Policy Payment of annual premium insurance policy. Debt Conversion, Accrued interest, Amount Debt Conversion, Accrued Interest, Amount Debt conversion, accrued interest, amount. Issuance (Face Value) Proceeds from Issuance of Long-Term Debt Proceeds from Issuance of Long-Term Debt, Total Cash Cash and Cash Equivalents, Policy [Policy Text Block] Issuance of shares - conversion of convertible notes Stock Issued During Period, Value, Conversion of Convertible Securities Aggregate cash fee percentage Aggregate Cash Fee Percentage Aggregate Cash Fee Percentage Pay back for certain costs incurred Pay Back Costs Incurred Pay back costs incurred. Expected Volatility [Member] Measurement Input, Price Volatility [Member] LMAO [Member] Lmf acquisition opportunities inc. Lmf Acquisition Opportunities Inc [Member] LMF ACQUISITION OPPORTUNITIES, INC. Contract with Customer, Contract Asset, Contract Liability, and Receivable [Table Text Block] Summary of Changes in Contract Liability Security Exchange Name Maxim Note Payable Payment. Maxim Note Payable Payment [Member] Maxim Note Payable Payment [Member] Counterparty Name [Domain] Fair Value by Liability Class [Domain] Fair Value by Liability Class Operating Expenses Total operating expenses Board compensation settled in shares of common stock in-lieu-of-cash Board Compensation Settled in Shares of Common Stock In-Lieu-Of-Cash Board compensation settled in shares of common stock in-lieu-of-cash. Risk-Free Rate [Member] Measurement Input, Risk Free Interest Rate [Member] Class of Stock [Axis] Class of Stock Legal Entity [Axis] Settlement Liabilities, Current Accrued settlement Legal settlement in accrued expenses Stock issued during period, value, equity line of credit. Stock Issued During Period, Value, Equity Line of Credit Issuance of shares - equity line of credit Equity line financing arrangement, value of shares sold Fair Value Disclosures [Text Block] Fair Value Measurements 3rd Investor D Note 3-4 Third Investor D Convertible Note 3-4[Member] Third Investor D Convertible Note 3-4. Subsequent Event [Member] Subsequent Event [Member] Maximum [Member] Maximum [Member] Liabilities and Equity Total liabilities, convertible preferred stock and stockholders' deficit Total liabilities and stockholders' deficit Loss on extinguishment of convertible notes Loss on extinguishment of convertible notes Gain (Loss) on Extinguishment of Debt Gain (Loss) on Extinguishment of Debt, Total Prepaid Expense, Current, Total Prepaid Expense, Current Prepaid expenses Supplemental disclosure of cash flow information Supplemental Cash Flow Information [Abstract] Net loss per share of common stock, diluted Diluted net loss per share Earnings Per Share, Diluted, Total Earnings Per Share, Diluted Entity Ex Transition Period Net liabilities Liabilities Total liabilities Fair Value Hierarchy and NAV [Domain] Assets, Current Total current assets Registered Direct Offering [Member] Registered Direct Offering [Member] Exercise of pre-funded warrants Exercise Of Pre-funded Warrants Exercise of pre-funded warrants. Shares issued SPAC financing, Shares Options to purchase shares Vesting period Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Stock Issued During Period Shares Equity Offering Stock issued during period shares equity offering. Issuance of shares - equity offerings, net of issuance costs, Shares Entity Filer Category Debt Conversion, Converted Instrument, Shares Issued Debt Conversion Shares Issued Interest rate of senior unsecured convertible note issued Interest Rate of Senior Unsecured Convertible Note Issued Interest rate of senior unsecured convertible note issued. Legacy (Pre-merger) Warrants [Member] Legacy Warrants [Member] Legacy warrants. Exercised Exercised Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Exercised Description of Business Organization, Consolidation and Presentation of Financial Statements Disclosure [Text Block] Senior Secured LMFA Notes Payable [Member] Senior Secured L M F A Note Payable [Member] Senior secured L M F A note payable. Total Intrinsic Value Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Total Intrinsic Value [Abstract] Share-based compensation arrangement by share-based payment award, options, outstanding, total intrinsic value. Current Fiscal Year End Date Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Stock-based compensation Share-Based Payment Arrangement, Noncash Expense Share-Based Payment Arrangement, Noncash Expense, Total Outstanding Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Intrinsic Value Measurement input Derivative Asset (Liability) Net, Measurement Input July 2024 Investor Warrants [Member] July Two Thousand Twenty Four Investor Warrants [Member] July 2024 Investor Warrants. Entity Registrant Name Common Warrants. Common Warrants [Member] Common Warrants [Member] Other income Other Income Shares issued to settle forward option-prepaid forward contracts Shares Issued To Settle Forward Option-Prepaid Forward Contracts Shares issued to settle forward option-prepaid forward contracts. Accrued Expenses [Line Items] Accrued expenses. Gross profit Gross Profit Number of enrolled patients Number Of Enrolled Patients Number of enrolled patients. Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Earnings Per Share [Text Block] Net Loss Per Share Maturity date Debt instrument, maturity date Debt Instrument, Maturity Date Entity Emerging Growth Company Debt instrument remaining contractual balance. Debt Instrument Remaining Contractual Balance Remaining contractual balance Weighted-average shares of common stock outstanding - basic Weighted Average Number of Shares Outstanding, Basic, Total Weighted Average Number of Shares Outstanding, Basic LMFAO [Member] LMFAO Note [Member] LMFAO Note Payable [Member] LMFAO note payable. Loss Contingencies [Line Items] Payment of convertible notes Repayments of Convertible Debt Payment of convertible notes Payment of convertible notes Redemption Redeemed outstanding convertible debt 4th Investor D Note Fourth Investor D Note [Member] Fourth Investor D Note [Member] Common Stock, Shares Authorized Common stock, shares authorized Common stock, Shares authorized Interest Payable, Current Accrued interest Disclosure of Accrued Liabilities Current [Text Block]. Disclosure Of Accrued Liabilities Current [Text Block] Accrued Expenses Proceeds from issuance of common stock Proceeds from Issuance of Common Stock Proceeds from issuance of shares Materiality of current sales Materiality of Current Sales Materiality of current sales. Level 1 [Member] Fair Value, Inputs, Level 1 [Member] Future maturities of principal repayment of convertible notes thereafter. Future Maturities Of Principal Repayment Of Convertible Notes Thereafter Thereafter Debt Disclosure [Abstract] Documents Incorporated by Reference Documents Incorporated by Reference [Text Block] Issued warrants to purchase Warrants Issued To Purchase Shares Of Common Stock Warrants issued to purchase shares of common stock. Financial Instrument [Axis] Reverse Stock Split Maxim Note Due. Reverse Stock Split Maxim Note Due Reverse stock split maxim note due Outstanding Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term Net loss per share attributable to common stockholders Earnings Per Share, Policy [Policy Text Block] General and Administrative [Member] General and Administrative Expense [Member] General and administrative Warrants exercisable at price equal to offering price percentage Warrants Exercisable At Price Equal To Offering Price Percentage Warrants exercisable at price equal to offering price percentage. Share-Based Payment Arrangement [Abstract] Aggregate gross proceeds Proceeds from Issuance of Warrants Accounting Policies [Abstract] Summary of Option activity Share-Based Payment Arrangement, Option, Activity [Table Text Block] Senior Secured LMFAO Note Payable [Member] Senior Secured L M F A O Note Payable [Member] Senior secured L M F A O note payable. Stock Issued During Period Value Equity Offering Stock issued during period value equity offering. Issuance of shares - equity offerings, net of issuance costs Income Tax Disclosure [Abstract] Equity, Attributable to Parent [Abstract] Stockholders' deficit Statement [Table] Statement [Table] Segment information Segment Reporting, Policy [Policy Text Block] July 2024 Offering [Member] July Twenty Twenty Four Registered Direct Offering [Member] July twenty twenty four registered direct offering. Stock issued during period shares vesting of restricted stock units. Stock Issued During Period Shares Vesting of Restricted Stock Units Issuance of shares - vesting of RSUs Subsequent Event [Table] Weighted Average Exercise Price Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price [Abstract] Amortization of costs Amortization of deferred financing costs. Amortization Of Deferred Financing Costs Amortization of deferred financing costs Preferred stock, shares authorized Preferred Stock, Shares Authorized Change in fair value of liability classified warrants Fair value of detachable warrants at issuance Change in fair value of liability classified warrants (exercised and outstanding) Change in fair value of warrants liability Fair value of detachable warrants at issuance Entity File Number Entity File Number Revenue from Contract with Customer [Abstract] Earnings Per Share [Abstract] Warrants and Rights Outstanding, Term Warrants expire term Weighted-Average Time to Expiration Weighted Average Remaining Contractual Life (Years) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Weighted Avergae Remaining Contractual Life [Abstract] Share-based compensation arrangement by share-based payment award, options, weighted avergae remaining contractual life. Statement of Financial Position [Abstract] Interest expense Interest Expense, Total Interest Expense, Operating and Nonoperating Interest expense Operating Income (Loss) Loss from operations Accrued Bonuses, Current Accrued bonus Entity Shell Company Accrued Professional Fees, Current Accrued legal Schedule of Significant Assumptions Valuing of Fair Value Fair Value Measurement Inputs and Valuation Techniques [Table Text Block] Entity Tax Identification Number Assets [Abstract] ASSETS Class of Warrant or Right [Domain] Class of Warrant or Right Entity Current Reporting Status 3i Notes. 3i Notes [Member] Long-Term Debt, Type [Axis] Series B Warrants [Member] Series B Warrants [Member] Series B warrants. Subsequent Events [Abstract] Revenue from Contract with Customer [Policy Text Block] Revenue Recognition Document Fiscal Year Focus Settlement Agreement [Member] Confidential Settlement Agreement [Member] Confidential Settlement Agreement. Preferred stock - $0.0001 par value per share; 10,000,000 shares authorized at September 30, 2024 and December 31, 2023; no shares issued and outstanding at September 30, 2024 and December 31, 2023 Preferred Stock, Value, Issued Forfeited/cancelled Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Forfeitures Exchange with investor D warrants. Exchange With Investor D Warrants [Member] Sales based milestone. Sales Based Milestone [Member] Ibt And David Humes Notes Member IBT and David Humes Notes [Member] IBTÅ & David Humes Notes [Member] Cost of Goods Sold Cost of Goods and Service [Policy Text Block] City Area Code Liabilities, Current Total current liabilities Common stock, authorized for issuance Common Stock Value Authorized for Issuance Common stock value authorized for issuance. Line of Credit Facility, Lender [Domain] Notes Payable [Abstract] Inventory on-hand Inventory, Net Inventory, Net, Total Issuance of shares - conversion of convertible notes, Shares Conversion of convertible notes to class A common shares, Shares Stock Issued During Period, Shares, Conversion of Convertible Securities Organization, Consolidation and Presentation of Financial Statements [Abstract] Local Phone Number Issuance of Pre-Funded Warrants Issuance of Pre-Funded warrants. Proceeds of pre-funded warrants Issuance of shares - prepaid forward contracts (As restated) Stock Issued During Period Value Prepaid Forward Contracts Stock issued during period value prepaid forward contracts. Preferred stock, shares outstanding Preferred Stock, Shares Outstanding Preferred Stock, Shares Outstanding, Ending Balance Preferred Stock, Shares Outstanding, Beginning Balance Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Additional Paid in Capital, Total Additional Paid in Capital Additional paid-in capital Proceeds from exercise of convertible note warrants Proceeds from Warrant Exercises Income taxes Income Tax, Policy [Policy Text Block] Commitments and Contingencies Disclosure [Abstract] Convertible Preferred Stock [Member] Convertible preferred stock [Member] Warrants and rights expiry date. Warrants And Rights Expiry Date Warrants expiry date Debt Issuance Costs, Net, Total Debt Issuance Costs, Net Unamortized deferred financing costs, Balance Unamortized deferred financing costs, Balance Series A two preferred stock. Series A Two Preferred Stock [Member] Series A-2 preferred stock [Member] Series A-2 Preferred Stock [Member] Professional fees Professional Fees Document Information [Line Items] Debt Instrument, Interest Rate, Stated Percentage Debt instrument, interest rate, stated percentage Debt instrument, interest rate Accumulated Deficit [Member] Retained Earnings [Member] Accrued Liabilities, Current [Abstract] Document Transition Report Other assets Other assets Increase (Decrease) in Other Operating Assets Increase (Decrease) in Other Operating Assets, Total Shares issued upon conversion or exercise Fair Value Measurement With Unobservable Inputs Reconciliation, Recurring Basis, Liability, Shares Issued Upon Conversion Or Exercise Fair value measurement with unobservable inputs reconciliation, recurring basis, liability, shares issued upon conversion or exercise. 2025 Future maturities of principal repayment of convertible notes next twelve months Future Maturities Of Principal Repayment Of Convertible Notes Next Twelve Months Antidilutive Security, Excluded EPS Calculation [Table] Convertible Notes Payable [Member] Convertible Notes [Member] Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Concentrations of Credit Risk Concentration Risk, Credit Risk, Policy [Policy Text Block] Auditor Firm ID Minimum [Member] Minimum [Member] Common Shares [Member] Common Stock [Member] Common Stock [Member] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Fair value option of accounting. Fair Value Option of Accounting [Policy Text Block] Fair Value Option of Accounting Ending Balance, Outstanding Beginning Balance, Outstanding Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value Additional Paid-in Capital [Member] Additional Paid In Capital [Member] Entity Well-known Seasoned Issuer Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Adjustments to reconcile net loss to net cash used in operating activities Statement of Income Location, Balance [Domain] Income Statement Location Accounts Receivable, Gross Accounts Receivable, before Allowance for Credit Loss, Current Issuance of shares - exercise of warrants, Shares Stock Issued During Period, Shares, Exercise of Warrants Stock issued during period, shares, exercise of warrants. Proceeds from upfront payment Proceeds from Upfront Payment Proceeds from upfront payment. Other liabilities Increase (Decrease) in Other Operating Liabilities Increase (Decrease) in Other Operating Liabilities, Total Series A one preferred stock. Series A One Preferred Stock [Member] Series A-1 preferred stock [Member] Series A-1 Preferred Stock [Member] Provision for certain minimum state taxes. Provision for certain minimum state taxes Pay back for outstanding contract liabilities Pay Back Outstanding Contract Liabilities Pay back outstanding contract liabilities. Entity Common Stock, Shares Outstanding Placement agent fee paid Placement Agent Fee Paid Placement agent fee paid. Disaggregation of Revenue [Line Items] Basis of presentation Basis of Accounting, Policy [Policy Text Block] Title and Position [Domain] Placement agent expenses Placement Agent Expenses Placement agent expenses. Warrants outstanding Warrants and Rights Outstanding Issuance of shares - commitment fee for equity line of credit, Shares Stock issued during period, shares, commitment fee for equity line. Stock Issued During Period, Shares, Commitment Fee for Equity Line Commitment fee, equity line financing, shares issued Common stock - $0.0001 par value per share; 500,000,000 shares authorized; 4,214,399 and 2,016,045 shares issued and outstanding at September 30, 2024 and December 31, 2023, respectively Common Stock, Value, Issued Common stock, value Short term investor D note. Short Term Investor D Note [Member] Short Term Investor D Note [Member] Investment Income, Interest Interest income July 2024 PA Warrants [Member] July Two Thousand Twenty Four Placement Agent Warrants [Member] July 2024 PA Warrants. Other income (expense) Other Nonoperating Income (Expense) [Abstract] Measurement Frequency [Axis] Summary of Accrued Expenses Schedule of Accrued Liabilities [Table Text Block] Commitments and contingencies (Note 11) Commitments and Contingencies Weighted-average shares of common stock outstanding - diluted Weighted Average Number of Shares Outstanding, Diluted, Total Weighted Average Number of Shares Outstanding, Diluted Significant Accounting Policies [Text Block] Summary of Significant Accounting Policies Convertible notes, net of current portion Convertible Debt, Noncurrent Accounts Receivable, Net Accounts Receivable, Net Accounts receivable Accounts Receivable, after Allowance for Credit Loss, Current Increase in trade accounts receivable, gross Increase in Trade Accounts Receivable, Gross Increase in trade accounts receivable, gross. Additional consideration Additional Consideration Additional consideration. Warrants issued fair value Warrants Issued Fair Value Warrants issued fair value. Entity Small Business Upfront payment for license agreement. Upfront payment for license agreement Liability classified warrants Liability Classified Warrants Liability classified warrants. Debt Disclosure [Text Block] Convertible Notes Warrants Warrants Disclosure [Text Block] Warrants disclosure. Stockholders' Equity Note, Stock Split, Conversion Ratio Conversion ratio Common Warrants Maturity Due. Common Warrants Maturity Due Common warrants maturity due Stock-based compensation Compensation Related Costs, Policy [Policy Text Block] Inventory utilized Inventory Utilized Inventory utilized. Net Cash Provided by (Used in) Financing Activities [Abstract] Cash flows from financing activities Ending balance, Outstanding Beginning balance, Outstanding Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price 2i Notes [Member] The Second Amendment to the Investor D SPA [Member] The second amendment to the investor D SPA. Senior Unsecured Convertible Notes

[Member] Unsecured Debt [Member] Notes Payable Disclosure of notes Payable. Disclosure Of Notes Payable [Text Block] Schedule of Accounts Receivable, on Gross and Net Basis, with Change in Expected Credit Losses Schedule of Trade Accounts Receivable [Table Text Block] Schedule of trade accounts receivable. Measurement Frequency [Domain] Strike price [Member] Measurement Input Strike Price [Member] Measurement Input Strike Price [Member] Level 3 [Member] Fair Value, Inputs, Level 3 [Member] Subsequent Events [Text Block] Subsequent Events Proceeds from notes payable Proceeds from Notes Payable, Total Proceeds from Notes Payable Cash proceeds Accounts Payable, Current, Total Accounts Payable, Current Accounts payable Accrued contract settlement contingent liability current. Contract settlement contingent liability Accrued Contract Settlement Contingent Liability Current January 2024 Offering [Member] January Twenty Twenty Four Registered Direct Offering [Member] January twenty twenty four registered direct offering. Total liabilities Total liabilities Liabilities, Fair Value Disclosure Increase (Decrease) in Accrued Liabilities, Total Increase (Decrease) in Accrued Liabilities Accrued expenses Reserve for credit loss allowance Accounts Receivable, Allowance for Credit Loss Accounts Receivable, Allowance for Credit Loss, Ending Balance Accounts Receivable, Allowance for Credit Loss, Beginning Balance XML 8 R1.htm IDEA: XBRL DOCUMENT v3.24.3 Cover Page - shares 9 Months Ended Sep. 30, 2024 Nov. 06, 2024 Document Information [Line Items] Â Â Document Type 10-Q Â Amendment Flag false Â Entity Registrant Name SEASTAR MEDICAL HOLDING CORPORATION Â Entity Central Index Key 0001831868 Â Entity Filer Category Non-accelerated Filer Â Entity Small Business true Â Entity Emerging Growth Company true Â Entity Ex Transition Period false Â Document Period End Date Sep. 30, 2024 Â Document Fiscal Year Focus 2024 Â Document Quarterly Report true Â Document Transition Report false Â Entity File Number 001-39927 Â Entity Incorporation, State or Country Code DE Â Entity Tax Identification Number 85-3681132 Â Entity Address, Address Line One 3513 Brighton Blvd., Â Entity Address, Address Line Two Suite 410 Â Entity Address, City or Town Denver Â Entity Address, State or Province CO Â Entity Address, Postal Zip Code 80216 Â City Area Code 844 Â Local Phone Number 427-8100 Â Entity Current Reporting Status No Â Entity Interactive Data Current Yes Â Entity Shell Company false Â Entity Common Stock, Shares Outstanding Â 4,463,148 Document Fiscal Period Focus Q3 Â Current Fiscal Year End Date --12-31 Â Common Stock [Member] Â Â Document Information [Line Items] Â Â Title of 12(b) Security Common Stock, $0.0001 par value Â Trading Symbol ICU Â Security Exchange Name NASDAQ Â Redeemable Warrants [Member] Â Â Document Information [Line Items] Â Â Title of 12(b) Security Warrants, each whole warrant exercisable for one share of Common Stock for $11.50 per share Â Trading Symbol ICUCW Â Security Exchange Name NASDAQ 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 - 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 - 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: dei_DocumentInformationLineItems Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFor the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD. + ReferencesNo definition available. + Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as an quarterly report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a + Details Name: dei_DocumentQuarterlyReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as a transition report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1 + Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'. + ReferencesNo definition available. + Details Name: dei_DocumentType Namespace Prefix: dei_ Data Type: dei:submissionTypeItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 1 such as Attn, Building Name, Street Name + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 2 such as Street or Suite number + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine2 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the City or Town + ReferencesNo definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCode for the postal or zip code + ReferencesNo definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the state or province. + ReferencesNo definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - DefinitionA unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - DefinitionIndicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. + ReferencesNo definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionIndicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesNo definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionIndicate if an emerging growth company has elected not to use the extended transition period for complying with any new or revised financial accounting standards. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Securities Act -Number 7A -Section B -Subsection 2 + Details Name: dei_EntityExTransitionPeriod 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 X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=icu_RedeemableWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 9 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 $ 2,082 $ 176 Accounts receivable 68 0 Prepaid expenses 1,466 2,132 Total current assets 3,616 2,308 Other assets 970 1,205 Total assets 4,586 3,513 Current liabilities Â Â Accounts payable 3,687 4,372 Accrued expenses 2,291 1,523 Contract liabilities 550 100 Notes payable, net of deferred financing costs 0 565 Convertible notes, current portion 0 4,179 Liability classified warrants 110 2,307 Total current liabilities 6,638 13,046 Notes payable, net of deferred financing costs 0 4,143 Convertible notes, net of current portion 0 194 Total liabilities 6,638 17,383 Commitments and contingencies (Note 11) Stockholders' deficit Â Â Preferred stock - $0.0001 par value per share; 10,000,000 shares authorized at September 30, 2024 and December 31, 2023; no shares issued and outstanding at September 30, 2024 and December 31, 2023 0 0 Common stock - $0.0001 par value per share; 500,000,000 shares authorized; 4,214,399 and 2,016,045 shares issued and outstanding at September 30, 2024 and December 31, 2023, respectively 1 1 Additional paid-in capital 133,092 100,863 Accumulated deficit (135,145) (114,734) Total stockholders' deficit (2,052) (13,870) Total liabilities, convertible preferred stock and stockholders' deficit $ 4,586 $ 3,513 X - DefinitionLiability classified warrants. + ReferencesNo definition available. + Details Name: icu_LiabilityClassifiedWarrants Namespace Prefix: icu_ 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 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 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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. Excludes cash and cash equivalents within disposal group and discontinued operation. + 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 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 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)(2)) -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(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 45 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477796/946-210-45-21Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 210 -Topic 946 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477796/946-210-45-20 + Details Name: us-gaap_Cash Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRepresents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommitmentsAndContingencies Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_CommonStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe portion of the carrying value of long-term convertible debt as of the balance sheet date that is scheduled to be repaid within one year or in the normal operating cycle if longer. Convertible debt is a financial instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -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_ConvertibleDebtCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying amount of long-term convertible debt as of the balance sheet date, net of the amount due in the next twelve months or greater than the normal operating cycle, if longer. The debt is convertible into another form of financial instrument, typically the entity's common stock. + 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_ConvertibleDebtNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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

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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 - DefinitionCarrying value as of the balance sheet date of notes payable (with maturities initially due after one year or beyond the operating cycle if longer), excluding current portion. + 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_LongTermNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionSum of the carrying values as of the balance sheet date of the portions of long-term notes payable due within one year or the operating cycle if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -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_NotesPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of assets classified as other. + 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://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 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(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssets 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 of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification

-Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 10 R3.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets (Parenthetical) - $ / shares Sep. 30, 2024 Dec. 31, 2023 Preferred stock par value $ 0.0001 $ 0.0001 Preferred stock, shares authorized 10,000,000 10,000,000 Preferred stock, shares issued 0 0 Preferred stock, shares outstanding 0 0 Common stock, par value $ 0.0001 $ 0.0001 Common stock, shares authorized 500,000,000 500,000,000 Common stock, shares issued 4,214,399 2,016,045 Common stock, shares outstanding 4,214,399 2,016,045 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 XML 11 R4.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Operations (Unaudited) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Net revenue $ 68,000 $ 0 $ 68,000 $ 0 Cost of goods sold 0 0 0 0 Gross profit 68,000 Â 68,000 Â Operating expenses Â Â Â Â Research and development 2,336,000 1,087,000 6,367,000 4,798,000 General and administrative 2,188,000 1,855,000 6,776,000 6,475,000 Total operating expenses 4,524,000 2,942,000 13,143,000 11,273,000 Loss from operations (4,456,000) (2,942,000) (13,075,000) (11,273,000) Other income (expense) Â Â Â Â Interest income 58,000 0 82,000 0 Interest expense (272,000) (224,000) (497,000) (882,000) Change in fair value of convertible notes 0 (291,000) (6,145,000) (291,000) Change in fair value of liability classified warrants 192,000 1,025,000 (773,000) 1,784,000 Change in fair value of forward option-prepaid forward contracts 0 0 0 (1,308,000) Loss on extinguishment of convertible notes 0 (4,949,000) 0 (4,949,000) Other income 0 149,000 0 149,000 Total other income (expense), net (22,000) (4,290,000) (7,333,000) (5,497,000) Loss before provision for income taxes (4,478,000) (7,232,000) (20,408,000) (16,770,000) Provision for income taxes 0 0 3,000 5,000 Net loss $ (4,478,000) $ (7,232,000) $ (20,411,000) $ (16,775,000) Net loss per share: Â Â Â Â Net loss per share of common stock, basic $ (1.1) $ (9.02) $ (6.1) $ (26.16) Net loss per share of common stock, diluted $ (1.1) $ (9.02) $ (6.1) $ (26.16) Weighted-average shares of common stock outstanding - basic 4,086,871 801,939 3,348,490 641,125 Weighted-average shares of common stock outstanding - diluted 4,086,871 801,939 3,348,490 641,125 X - DefinitionChange in fair value of convertible notes. + ReferencesNo definition available. + Details Name: icu_ChangeInFairValueOfConvertibleNotes Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionChange in fair value of forward option prepaid forward contracts. + ReferencesNo definition available. + Details Name: icu_ChangeInFairValueOfForwardOptionPrepaidForwardContracts Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionEarnings Per Shares Basic And Diluted. + ReferencesNo definition available. + Details Name: icu_EarningsPerSharesBasicAndDilutedAbstract Namespace Prefix: icu_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. This excludes costs incurred during the reporting period related to financial services rendered and other revenue generating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1 + Details Name: us-gaap_CostOfGoodsAndServicesSold Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of 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 expense (income) related to adjustment to fair value of warrant liability. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 13 -SubTopic 10 -Topic 480 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481766/480-10-25-13 + Details Name: us-gaap_FairValueAdjustmentOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_GeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAggregate revenue less cost of goods and services sold or operating expenses directly attributable to the revenue generation activity. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 9: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_GrossProfit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount 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 operating and nonoperating. Includes, but is not limited to, cost of borrowing accounted for as interest expense. + 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/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 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-24Reference 7: 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 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483013/835-20-50-1 + Details Name: us-gaap_InterestExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount before accretion (amortization) of purchase discount (premium) of interest income on nonoperating securities. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -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/1943274/2147482810/280-10-50-32 + Details Name: us-gaap_InvestmentIncomeInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionGenerally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense. + ReferencesNo definition available. + Details Name: us-gaap_OperatingExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of revenue and income classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column E)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column E)(Footnote 4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column E)(Footnote 6)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(1)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_OtherIncome 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 - DefinitionThe consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 31: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4JReference 32: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4KReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 34: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13:

http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 12 R5.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Changes in Stockholders' Deficit (Unaudited) - USD ($) $ in Thousands Total Common Stock [Member] Additional Paid In Capital [Member] Accumulated Deficit [Member] Beginning Balance at Dec. 31, 2022 $ (20,762) $ 1 $ 67,739 $ (88,502) Beginning Balances (in shares) at Dec. 31, 2022 Â 507,987 Â Â Issuance of shares - equity line of credit, Shares Â 15,120 Â Â Issuance of shares - equity line of credit 1,108 Â 1,108 Â Issuance of shares - commitment fee for equity line of credit, Shares Â 8,754 Â Â Issuance of shares - commitment fee for equity line of credit 1,000 Â 1,000 Â Issuance of shares - prepaid forward contracts (As restated) 1,870 Â 1,870 Â Stock-based compensation 505 Â 505 Â Net loss (7,096) Â Â (7,096) Ending Balance at Mar. 31, 2023 (23,375) $ 1 72,222 (95,598) Ending Balances (in shares) at Mar. 31, 2023 Â 531,861 Â Â Beginning Balance at Dec. 31, 2022 (20,762) $ 1 67,739 (88,502) Beginning Balances (in shares) at Dec. 31, 2022 Â 507,987 Â Â Net loss (16,775) Â Â Â Ending Balance at Sep. 30, 2023 (16,017) $ 1 89,259 (105,277) Ending Balances (in shares) at Sep. 30, 2023 Â 1,088,045 Â Â Beginning Balance at Mar. 31, 2023 (23,375) $ 1 72,222 (95,598) Beginning Balances (in shares) at Mar. 31, 2023 Â 531,861 Â Â Issuance of shares - equity line of credit, Shares Â 1,080 Â Â Issuance of shares - equity line of credit 55 Â 55 Â Issuance of shares - prepaid forward contracts, Shares Â 43,879 Â Â Issuance of shares - conversion of convertible notes, Shares Â 123,527 Â Â Issuance of shares - conversion of convertible notes 1,937 Â 1,937 Â Issuance of shares - vesting of RSUs Â 6,136 Â Â Forward Purchase Agreement Derivative Liability 11,519 Â 11,519 Â Stock-based compensation 555 Â 555 Â Stock-based compensation, Shares Â 18,367 Â Â Net loss (2,447) Â Â (2,447) Ending Balance at Jun. 30, 2023 (11,756) $ 1 86,288 (98,045) Ending Balances (in shares) at Jun. 30, 2023 Â 724,850 Â Â Issuance of shares - equity line of credit, Shares Â 9,383 Â Â Issuance of shares - equity line of credit 120 Â 120 0 Issuance of shares - prepaid forward contracts, Shares Â 1,314 Â Â Issuance of shares - conversion of convertible notes, Shares Â 337,301 Â Â Issuance of shares - conversion of convertible notes 2,411 Â 2,411 Â Stock-based compensation 440 Â 440 Â Stock-based compensation, Shares Â 15,197 Â Â Net loss (7,232) Â Â (7,232) Ending Balance at Sep. 30, 2023 (16,017) $ 1 89,259 (105,277) Ending Balances (in shares) at Sep. 30, 2023 Â 1,088,045 Â Â Beginning Balance at Dec. 31, 2023 (13,870) $ 1 100,863 (114,734) Beginning Balances (in shares) at Dec. 31, 2023 Â 2,016,078 Â Â Issuance of shares - conversion of convertible notes, Shares Â 507,912 Â Â Issuance of shares - conversion of convertible notes 9,389 Â 9,389 Â Issuance of shares - exercise of warrants, Shares Â 352,074 Â Â Issuance of shares - exercise of warrants 3,959 Â 3,959 Â Issuance of shares - equity offerings, net of issuance costs, Shares Â 252,182 Â Â Issuance of shares - equity offerings, net of issuance costs 8,309 Â 8,309 Â Stock-based compensation 434 Â 434 Â Net loss (12,697) Â Â (12,697) Ending Balance at Mar. 31, 2024 (4,476) $ 1 122,954 (127,431) Ending Balances (in shares) at Mar. 31, 2024 Â 3,128,246 Â Â Beginning Balance at Dec. 31, 2023 (13,870) $ 1 100,863 (114,734) Beginning Balances (in shares) at Dec. 31, 2023 Â 2,016,078 Â Â Net loss (20,411) Â Â Â Ending Balance at Sep. 30, 2024 (2,052) $ 1 133,092 (135,145) Ending Balances (in shares) at Sep. 30, 2024 Â 4,214,399 Â Â Beginning Balance at Mar. 31, 2024 (4,476) $ 1 122,954 (127,431) Beginning Balances (in shares) at Mar. 31, 2024 Â 3,128,246 Â Â Issuance of shares - conversion of convertible notes, Shares Â 92,858 Â Â Issuance of shares - conversion of convertible notes 826 Â 826 Â Issuance costs - registration of previously issued warrants (56) Â (56) Â Stock-based compensation 41 Â 41 Â Net loss (3,236) Â Â (3,236) Ending Balance at Jun. 30, 2024 (6,901) $ 1 123,765 (130,667) Ending Balances (in shares) at Jun. 30, 2024 Â 3,221,104 Â Â Issuance of shares - stock issued for Board compensation in-lieu of cash, Shares Â 10,120 Â Â Issuance of shares - stock issued for Board compensation in-lieu of cash 210 Â 210 Â Issuance of shares - vesting of RSUs Â 12,766 Â Â Issuance of shares - stock issued for employee bonuses, Shares Â 10,323 Â Â Issuance of shares - equity offerings, net of issuance costs, Shares Â 960,086 Â Â Issuance of shares - equity offerings, net of issuance costs 8,917 Â 8,917 Â Stock-based compensation 200 Â 200 Â Net loss (4,478) Â Â (4,478) Ending Balance at Sep. 30, 2024 $ (2,052) $ 1 $ 133,092 $ (135,145) Ending Balances (in shares) at Sep. 30, 2024 Â 4,214,399 Â Â X - DefinitionAdjustments to additional paid in capital share based compensation requisite service period recognition shares. + ReferencesNo definition available. + Details Name: icu_AdjustmentsToAdditionalPaidInCapitalShareBasedCompensationRequisiteServicePeriodRecognitionShares Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionForward purchase agreement derivative liabilities. + ReferencesNo definition available. + Details Name: icu_ForwardPurchaseAgreementDerivativeLiabilities Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionStock issued during period shares board compensation. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodSharesBoardCompensation Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionStock issued during period, shares, commitment fee for equity line. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodSharesCommitmentFeeForEquityLine Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionStock issued during period shares employee bonuses. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodSharesEmployeeBonuses Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionStock issued during period, shares, equity line of credit. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodSharesEquityLineOfCredit Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionStock issued during period shares equity offering. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodSharesEquityOffering Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionStock issued during period, shares, exercise of warrants. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodSharesExerciseOfWarrants Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionStock issued during period shares vesting of restricted stock units. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodSharesVestingOfRestrictedStockUnits Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionStock issued during period value board compensation. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodValueBoardCompensation Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionStock issued during period, value, commitment fee for equity line. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodValueCommitmentFeeForEquityLine Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionStock issued during period, value, equity line of credit. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodValueEquityLineOfCredit Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionStock issued during period value equity offering. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodValueEquityOffering Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionStock issued during period, value, exercise of warrants. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodValueExerciseOfWarrants Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionStock issued during period value prepaid forward contracts. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodValuePrepaidForwardContracts Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionStock Issued During Period Value Prepaid Forward Contracts, Shares. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodValuePrepaidForwardContractsShares Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na 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 - DefinitionAmount of increase in additional paid in capital (APIC) resulting from the issuance of warrants. Includes allocation of proceeds of debt securities issued with detachable stock purchase warrants. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 20 -Section 25 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481284/470-20-25-2 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalWarrantIssued 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 - DefinitionNumber of shares issued which are neither cancelled nor held in the treasury. + ReferencesNo definition available. + Details Name: us-gaap_SharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued during the period as a result of the conversion of convertible securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://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 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-S99-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_StockIssuedDuringPeriodSharesConversionOfConvertibleSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe gross value of stock issued during the period upon the conversion of convertible securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueConversionOfConvertibleSecurities 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 13 R6.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Cash Flows (Unaudited) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended 12 Months Ended Sep. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Cash flows from operating activities Â Â Â Â Â Â Net loss $ (4,478) Â $ (7,232) $ (20,411) $ (16,775) Â Adjustments to reconcile net loss to net cash used in operating activities Â Â Â Â Â Â Amortization of deferred financing costs Â Â Â 102 37 Â Change in fair value of convertible notes (issued, converted and outstanding) Â Â Â 6,145 291 Â Change in fair value of forward purchase agreement derivative liability Â Â Â 0 1,308 Â Change in fair value of liability classified warrants (exercised and outstanding) (192) Â (1,025) 773 (1,784) Â Stock-based compensation Â Â Â 675 1,544 Â Loss on extinguishment of convertible notes 0 $ (5,800) 4,949 0 4,949 Â Changes in operating assets and liabilities Â Â Â Â Â Â Accounts receivable Â Â Â (68) 0 Â Other receivables Â Â Â 0 12 Â Prepaid expenses Â Â Â 666 805 Â Other assets Â Â Â 235 0 Â Accounts payable Â Â Â (858) 3,115 Â Accrued expenses Â Â Â 932 698 Â Other liabilities Â Â Â 495 0 Â Net cash used in operating activities Â Â Â (11,314) (5,800) Â Cash flows from financing activities Â Â Â Â Â Â Proceeds from issuance of convertible notes Â Â Â 979 6,500 Â Payment of convertible notes Â Â Â (700) (282) Â Proceeds from issuance of shares Â Â Â 13,582 1,283 Â Proceeds from exercise of convertible note warrants Â Â Â 853 0 Â Proceeds of pre-funded warrants Â Â Â 3,766 0 Â Payment of commitment fee - equity line of credit Â Â Â 0 (500) Â Proceeds from sale of recycled shares Â Â Â 0 1,870 Â Proceeds from notes payable Â Â Â 0 100 Â Payment of notes payable Â Â Â (5,260) (3,145) Â Net cash provided by financing activities Â Â Â 13,220 5,826 Â Net increase in cash Â Â Â 1,906 26 Â Cash, beginning of period Â $ 176 Â 176 47 $ 47 Cash, end of period $ 2,082 Â $ 73 2,082 73 $ 176 Supplemental disclosure of cash flow information Â Â Â Â Â Â Cash paid for interest Â Â Â 523 707 Â Exercise of liability classified warrants Â Â Â 3,106 0 Â Shares issued as payment of convertible notes Â Â Â 10,210 4,348 Â Shares issued to settle forward option-prepaid forward contracts Â Â Â 0 558 Â Board compensation settled in shares of common stock in-lieu-of-cash Â Â Â 210 0 Â Issuance of convertible note warrants Â Â Â $ 586 $ 2,705 Â X - DefinitionAmortization of deferred financing costs. + ReferencesNo definition available. + Details Name: icu_AmortizationOfDeferredFinancingCosts Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionBoard compensation settled in shares of common stock in-lieu-of-cash. + ReferencesNo definition available. + Details Name: icu_BoardCompensationSettledInSharesOfCommonStockInLieuOfCash Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionChange in fair value of forward purchase agreement derivative liability. + ReferencesNo definition available. + Details Name: icu_ChangeInFairValueOfForwardPurchaseAgreementDerivativeLiability Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionExercise of liability classified warrants. + ReferencesNo definition available. + Details Name: icu_ExerciseOfLiabilityClassifiedWarrants Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionIssuance of convertible note warrants. + ReferencesNo definition available. + Details Name: icu_IssuanceOfConvertibleNoteWarrant Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionIssuance of Pre-Funded warrants. + ReferencesNo definition available. + Details Name: icu_IssuanceOfPreFundedWarrants Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPayment of commitment fee - equity line of credit. + ReferencesNo definition available. + Details Name: icu_PaymentOfCommitmentFeeEquityLineOfCredit Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionProceeds from sale of recycled shares. + ReferencesNo definition available. + Details Name: icu_ProceedsFromSaleOfRecycledShares Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionShares issued as payment of convertible notes. + ReferencesNo definition available. + Details Name: icu_SharesIssuedAsPaymentOfConvertibleNotes Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionShares issued to settle forward option-prepaid forward contracts. + ReferencesNo definition available. + Details Name: icu_SharesIssuedToSettleForwardOptionPrepaidForwardContracts Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 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 and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; excluding 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_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseExcludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense (income) related to adjustment to fair value of warrant liability. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 13 -SubTopic 10 -Topic 480 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481766/480-10-25-13 + Details Name: us-gaap_FairValueAdjustmentOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - 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 of the amounts due from borrowers for outstanding secured or unsecured loans evidenced by a note. + 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_IncreaseDecreaseInNotesReceivables 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 operating assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInOtherOperatingAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in operating liabilities classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInOtherOperatingLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in receivables classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInOtherReceivables 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_NetCashProvidedByUsedInFinancingActivitiesAbstract 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 cash inflow from the issuance of a long-term debt instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromConvertibleDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow 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 borrowing supported by a written promise to pay an obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow associated with the amount received from holders exercising their stock warrants. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromWarrantExercises Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef 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810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4JReference 32: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4KReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 34: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow from the repayment of a long-term debt instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfConvertibleDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for a borrowing supported by a written promise to pay an obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 XML 14 R7.htm IDEA: XBRL DOCUMENT v3.24.3 Pay vs Performance Disclosure - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Jun. 30, 2023 Mar. 31, 2023 Sep. 30, 2024 Sep. 30, 2023 Pay vs Performance Disclosure Â Â Â Â Â Â Â Â Â Â Net Income (Loss) $ (4,478) $ (3,236) $ (12,697) $ (7,232) $ (2,447) $ (7,096) $ (20,411) $ (16,775) X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 402 -Subsection v -Paragraph 1 + Details Name: ecd_PvpTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI 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-SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 15 R8.htm IDEA: XBRL DOCUMENT v3.24.3 Insider Trading Arrangements 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2024 Trading Arrangements, by Individual Â Â Rule 10b5-1 Arrangement Adopted false false Non-Rule 10b5-1 Arrangement Adopted false false Rule 10b5-1 Arrangement Terminated false false Non-Rule 10b5-1 Arrangement Terminated false false X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TradingArrByIndTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 16 R9.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 Note 1. Description of BusinessOrganization and Description of BusinessÂ SeaStar Medical Holding Corporation, a Delaware corporation ("SeaStar") and its wholly owned subsidiary, SeaStar Medical, Inc., are collectively referred to as the "Company". SeaStar Medical, Inc. was incorporated as a Delaware corporation in June 2007, and it is headquartered in Denver, Colorado. The Company is a commercial stage medical technology company developing a proprietary platform therapy, its Selective Cytopheretic Device (â€œSCDâ€), to reduce the consequences of hyperinflammation on vital organs. The initial target of this technology is for the treatment of acute kidney injuries. The Company received FDA approval for our pediatric SCD on February 22, 2024, under a Humanitarian Device Exemption ("HDE"), and shipped its first commercial units in July 2024. A pivotal clinical trial for the SCD in adult patients with Acute Kidney Injury ("AKI") is underway with 51 patients enrolled. Â On October 28, 2022, LMF Merger Sub, Inc., a wholly owned subsidiary of LMF Acquisition Opportunities, Inc., (â€œLMAOâ€) merged with and into SeaStar Medical, Inc. (the "Business Combination"), with SeaStar Medical, Inc. surviving the Business Combination as a wholly owned subsidiary of LMAO. Following the consummation of the Business Combination, LMAO was renamed "SeaStar Medical Holding Corporation."Â Basis of Presentation and ConsolidationÂ The accompanying unaudited condensed consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP") and the rules and regulations of the Securities and Exchange Commission ("SEC") for interim reporting. As permitted under those rules and regulations, certain notes or other financial information normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted. The interim unaudited condensed consolidated financial statements have been prepared on the same basis as the annual consolidated financial statements and, in the opinion of management, reflect all adjustments, which include only normal, recurring adjustments that are necessary to present fairly the Companyâ€™s results for the interim periods presented. The results from operations for the three and nine months ended September 30, 2024, are not necessarily indicative of the results to be expected for the year ended December 31, 2024, or for any future annual or interim period.Â The accompanying interim unaudited condensed consolidated financial statements should be read in conjunction with the annual consolidated financial statements and the related notes for the year ended December 31, 2023. There have been no material changes in our significant accounting policies as described in our Annual Report on Form 10-K for the year ended December 31, 2023 except for inclusion of the (i) Companyâ€™s policy for revenue recognition, and (ii) adoption of the expected credit loss model pursuant to Topic 326 - Credit Losses, which is discussed in Note 2 of this Form 10-Q.Â The interim unaudited condensed consolidated financial statements include the consolidated accounts of the Company's wholly owned subsidiary, SeaStar Medical, Inc. All significant intercompany transactions have been eliminated in consolidation.Â On June 7, 2024, the Company effected a 1-for-25 reverse stock split (the â€œReverse Stock Splitâ€) of its issued and outstanding shares of common stock, par value $0.0001 (the "common stock"). Following the effect of the Reverse Stock Split, each 25 shares of the Companyâ€™s common stock that were issued and outstanding automatically converted into one outstanding share of common stock. All stock options and warrants of the Company outstanding immediately prior to the Reverse Stock Split were proportionally adjusted except for the Listed Warrants and the private placement warrants that were issued as part of the SPAC transaction that closed on October 28, 2022, which total 16,788,000 outstanding warrants in the aggregate (the â€œUnadjusted Warrantsâ€). The Unadjusted Warrants retained an $11.50 exercise price each and require the exercise of 25 warrants to purchase one share of common stock. Unless otherwise indicated, all other share and per share amounts in this quarterly report reflect the effect of the Reverse Stock Split. The par value of the Companyâ€™s common stock remained unchanged at $0.0001 per share and the number of authorized shares of common stock remained the same after the Reverse Stock Split. Â Segment InformationÂ The Company operates in one operating segment and, accordingly, no segment disclosures have been presented herein.Â Liquidity and Going ConcernÂ The Company incurred losses of $4.5 million and $20.4 million for the three- and nine-months ended September 30, 2024, respectively. As of September 30, 2024, the Company has an accumulated deficit of $135.1 million and cash of $2.1 million. We do not believe our cash will be sufficient to enable us to fund our operations, including clinical trial expenses and capital expenditure requirements for at least 12 months from the issuance of these unaudited interim condensed consolidated financial statements. We believe that these conditions raise substantial doubt about our ability to continue as a going concern. Â The Company's need for additional capital will depend in part on the scope and costs of its development activities. Through September 30, 2024, the Company generated approximately $0.1 million in revenue as a result of the commencement of commercial sales of the Company's pediatric SCD devices during the three-months ended September 30, 2024. The Company's ability to generate sufficient product revenue to generate positive operating cash flows will depend on continued commercialization of the Company's pediatric SCD and FDA approval and commercialization of its adult SCD devices. Until such time, if ever, the Company expects to finance its operations through the sale of its pediatric SCD, equity or debt, borrowing under credit facilities, through potential collaborations, other strategic transactions or grants. Adequate capital may not be available to the Company when needed or on acceptable terms.Â Risks and UncertaintiesÂ The Company is subject to risks common to early-stage companies in the medical technology industry including, but not limited to, the success of its clinical trials, new medical and technological innovations, dependence on key personnel, supply of key components, protection of proprietary technology, and product liability. There can be no assurance that the Company's products or services will be accepted in the marketplace, nor can there be any assurance that any future products or services can be developed or deployed at an acceptable cost and with appropriate performance characteristics, or that such products or services will be successfully marketed, if at all. These factors could have a materially adverse effect on the Company's future financial results, financial position and cash flows. 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 17 R10.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies 9 Months Ended Sep. 30, 2024 Summary of Significant Accounting Policies Note 2. Summary of Significant Accounting PoliciesÂ Use of EstimatesÂ The preparation of the unaudited interim condensed consolidated financial statements in conformity with U.S. GAAP requires management to make estimates, assumptions and judgments that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the period. Significant estimates include (i) revenue recognition, (ii) the valuation of the liability classified warrants, (iii) prepaid forward purchase agreement derivative liability, (iv) provision for income taxes, (v) convertible debt measured at fair value, and (vi) the amount of stock-based compensation expense. Although actual results could differ from those estimates, such estimates are developed based on the best information available to management and management's best judgments at the time.Â Concentrations of Credit RiskÂ Financial instruments that potentially subject the Company to a significant concentration of credit risk consist primarily of cash. Periodically, the Company may maintain deposits in financial institutions in excess of government insured limits. Any loss incurred or a lack of access to such funds could have a significant adverse impact on the Company's financial condition, results of operations, and cash flows.Â Fair Value of Financial InstrumentsÂ The following provides a summary of those assets or liabilities for which the Company is required to measure at fair value either on a recurring basis, the valuation techniques and summary of inputs used to arrive at the measure of fair value. Changes in fair value of these assets or liabilities are recognized as a component of net income in the consolidated statements of operations. Changes in fair value of these assets or liabilities are considered unrealized gains or losses and therefore are classified as non-cash adjustments to reconcile net income to operating cash flows. Significant increases (decreases) in unobservable inputs used in fair value measurements could, in isolation, potentially result in a significantly lower or higher valuation for those assets or liabilities requiring recurring fair value measurements at each reporting date. Â The Company uses a Black-Scholes option pricing model to the fair value of liability classified warrants, using standard option pricing inputs such as the strike price of each warrant tranche, estimated volatility, time to maturity, and the risk-free interest rate. The risk-free interest rate is the U.S. Treasury rate at the date of issuance, and the time to maturity is based on the contractual life at the date of issuance, which is an interpolated value based on the remaining term of each individual instrument. The change in fair value of the liability classified warrants in each reporting period is recorded to the change in fair value of warrants liability in the consolidated statements of operations.Â Revenue Recognition Â OverallÂ Under ASC Topic 606, the Company recognizes revenue when a customer obtains control of promised goods or services, in an amount that reflects the consideration that the Company expects to receive in exchange for those goods or services. To determine revenue recognition for arrangements that the Company determines are within the scope of Topic 606, the Company evaluates the following criteria: (i) identify the contract with a customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price, including variable consideration, if any; (iv) allocate the transaction price to the performance obligations in the contract; and (v) recognize revenue when (or as) performance obligations are satisfied. Â At contract inception, once the contract is determined to be within the scope of ASC 606, the Company assesses whether the goods or services promised within each contract are

distinct and, therefore, represent a separate performance obligation. Goods and services that are determined not to be distinct are combined with other promised goods and services until a distinct combined performance obligation is identified. The Company then allocates the transaction price to each performance obligation and recognizes the associated revenue when (or as) each performance obligation is satisfied. The estimate of the transaction price for each contract includes all variable consideration to which the Company expects to be entitled, subject to the constraint on variable consideration. The Company constrains revenue by giving consideration to factors that could otherwise lead to a probable reversal of revenue. Variable consideration is not constrained if the potential reversal of cumulative revenue recognized at the contract level is not significant.Â The Company records any payments received from customers prior to the Company fulfilling its performance obligation(s) as contract obligations. Amounts expected to be recognized as revenue within the one year following the balance sheet date are classified as current contract obligations. Amounts not expected to be recognized as revenue within the one year following the balance sheet date are classified as contract obligations, net of current portion. See Note 3 â€“ Revenue and Contract Obligations for further details.Â Product Sales RevenueÂ The Company has sold and intends to continue to sell its products either through a combination of distributor(s) and/or directly to end-user qualified customers through the Company's own internal commercial/sales resources. The acting distributor during the three- and nine-months ended September 30, 2024, subsequently resold and was to continue to resell the products to present and future customers, until such time the Company terminated its agreement with the distributor (see Notes 3, 11, and 15). â€¢Timing of Revenue Recognition â€“ During the brief history (commenced July 2024) of selling pediatric SCDs, revenue has been recognized based on a freight-on-board destination ("FOB Destination") requirement. â€¢Chargebacks, Government Rebates and Discounts â€“ During the brief history of selling pediatric SCDs commercially, the Company has not agreed to chargebacks, government rebates or discounts.â€¢Returns â€“ Returns are specific to each order, but generally the Company allows for returns of any damaged or non-conforming product within 30 days of receipt of product. Given the (i) overall rate of product shipped that is defective/damaged, (ii) overall volume of sales to individual end-user customers, (iii) expected supply in the customer channel, and (iv) expected usage by customers, the Company does not anticipate that there will be significant risk of product returns overall. â€¢Variable Consideration â€“ based on the above and given the materiality of current sales (less than $0.1 million sold through the three- and nine-months ended September 30, 2024), the Company does not currently estimate a constraint on revenue recognized on product sales.â€¢Transaction Price â€“ based on the above, as currently constructed, the Company's transaction price is fixed, based on the agreed-upon price per each purchase order submitted by each customer. Milestone or up-front payments unique to the distributor were disclosed in Note 3 (also see Notes 11 and 15), and are not expected to be recognized as revenue, but merely returned as a result of a settlement to cease the relationship with the distributor.â€¢Allocation of Consideration â€“ each sale of a pediatric SCD is independent of any and all other sales. The entire transaction price for each pediatric SCD is allocated to the sale of that pediatric SCD.Â The Company will continue to monitor all of the above as the Company continues to commercialize and increase its customer base, which could result with each distributor or end-user customer agreement resulting in its own unique terms and conditions, that will potentially impact the timing and amount of revenue recognition pursuant to US GAAP.Â Cost of Goods SoldÂ Prior to July 2024, the Company only manufactured/assembled pediatric or adult SCDs for research oriented and/or clinical trial related activities. Accordingly, as of and during the three-and nine-months ended September 30, 2024, all inventory on-hand or utilized had $0 value, as it was expensed to research and development expense at the time of purchase. Accordingly, for pediatric SCDs sold during the three-and nine-months ended September 30, 2024, the Company recognized no cost of goods sold, as there was no value attributed to those units sold. As the Company procures inventory in the future, the Company will place value on raw materials and component parts,, as there is the potential that the raw materials could be used either for (i) commercial purposes (pediatric SCD sales) or (ii) research and development purposes (adult SCDs used in ongoing clinical trials). Â Accounts Receivable, netÂ The need for a credit loss allowance is evaluated each reporting period based on the Company's assessment of the credit worthiness of its customers or any other potential circumstances that could result in a credit loss. The Company uses an aging schedule method for estimating expected credit losses. As the Company just commenced commercial operations during the three-months ended September 30, 2024, with a limited customer base, the Company's estimates are based on customer specific facts, until such time that the Company has developed sufficient collection history data in which to apply a portfolio-wide expected credit loss estimate based on an aging schedule.Â The Company believes that the entire accounts receivable balance as of September 30, 2024, is collectible and there is no reserve for a credit loss allowance provided as of September 30, 2024. Â Emerging Growth Company StatusÂ The Company is an â€œemerging growth companyâ€, as defined in the Jumpstart Our Business Startups Act of 2012 ("JOBS Act"). Under the JOBS Act, emerging growth companies can take advantage of an extended transition period for complying with new or revised accounting standards, delaying the adoption of these accounting standards until they would apply to private companies. The Company has elected to use this extended transition period for complying with certain new or revised accounting standards that have different effective dates for public and private companies until the earlier of the date that it is (1) no longer an emerging growth company or (2) affirmatively and irrevocably opt out of the extended transition period provided in the JOBS Act. Â Recently issued accounting standardsÂ Accounting Standards Update 2023-09 â€“ In December 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued ASU 2023-09 Income Taxes (Topic 740) Improvements to Income Tax Disclosures. ASU 2023-09 enhances the transparency and decision usefulness of income tax disclosures. The amendments in this update are effective for public business entities for annual periods beginning after December 15, 2024. Early adoption is permitted. We are currently assessing the impact of this guidance on our disclosures. Â Accounting Standards Update 2023-07 â€“ In November 2023, the FASB issued Accounting Standards Update 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. This guidance improves reportable segment disclosure requirements, primarily through enhanced disclosures about significant expenses, and is effective for fiscal years beginning after December 15, 2023 on a retrospective basis. The Company is currently assessing the impact of this guidance on our disclosures, but does not expect adoption to have an impact on our consolidated financial statements. 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 18 R11.htm IDEA: XBRL DOCUMENT v3.24.3 Revenues and Contract Obligations 9 Months Ended Sep. 30, 2024 Revenue from Contract with Customer [Abstract] Â Revenues and Contract Obligations Note 3. Revenues and Contract ObligationsÂ In December 2022, the Company entered into a License and Distribution Agreement (the "Distribution Agreement") with Nuwellis, Inc. ("Nuwellis") granting exclusive distribution rights of the Company's pediatric SCD within the United States of America. Under the terms of the Distribution Agreement, Nuwellis would pay the Company consideration comprising both (i) a per unit sales price for each unit shipped and (ii) a royalty for all units sold to customers.Â In addition, Nuwellis also agreed to pay (i) a $100 thousand upfront payment at contract inception (the "Up-front Payment"), and (ii) two contingent milestones payments consisting of (a) $450 thousand payment upon meeting the regulatory milestone of receiving HDE approval from the FDA (the "Regulatory Milestone Payment"), and (b) $300 thousand payment upon meeting a sales-based milestone (the "Sales Based Milestone Payment"). Â The Company had the following performance obligations within the Distribution Agreement: (i) a material right to Nuwellis consisting of an exclusive option for Nuwellis to purchase additional pediatric SCDs during the term of the Distribution Agreement for a discounted price, (ii) to provide training to Nuwellis personnel and medical professionals at end-user customers of Nuwellis and (iii) upon each receipt of a valid Nuwellis purchase order, delivery of pediatric SCDs. The transaction price for the Nuwellis material right and training is comprised of the Upfront Payment, the Regulatory Milestone Payment and the Sales Based Milestone Payment. The transaction price for each pediatric SCD device sold was the actual price for each device and the estimated royalties to be received.Â As of September 30, 2024, the Company received full consideration for the Up-front Payment and the Regulatory Milestone Payment. No revenue had been recognized from this consideration as of September 30, 2024, which has been accounted for and disclosed as contract liabilities and was to be recognized over the remaining term of the Distribution Agreement beginning with the first commercial shipment to Nuwellis.Â The following table summarizes the changes in the Company's contract liability balance for the nine months ended September 30, 2024 and 2023:Â Â Â Â Nine Months Ended Â Â Year-Ended Â ($ in thousands) Â Â September 30, 2024 Â Â December 31, 2023 Â Contract liabilities, beginning of period Â Â $ 100 Â Â $ â€” Â Consideration received Â Â Â 450 Â Â Â 100 Â Revenue Â Â Â â€” Â Â Â â€” Â Contract liabilities, end of period Â Â $ 550 Â Â $ 100 Â As of September 30, 2024, the aggregate amount of the transaction price allocated to remaining performance obligations was equal to the contract liability balance. Â The Company and Nuwellis entered into a confidential settlement agreement on October 20, 2024 (the "Settlement Agreement"), in connection with the Company's termination of the Distribution Agreement on August 18, 2024. Under the Settlement Agreement the Company agreed to refund Nuwellis the entire $550 thousand contract liability; comprised of the Upfront Payment and Regulatory Milestone; plus an additional $350 thousand. See Note 15 to our unaudited consolidated financial statements for the three- and nine- months ended September 30, 2024, included elsewhere in this Form 10-Q for additional information.Â As a result, the Company (i) was precluded from recognizing revenue of approximately $0.1 million for product shipments to Nuwellis during the three-months ended September 30, 2024, (ii) was precluded from recognizing any revenues related to contract liabilities arising the Upfront Payment and Regulatory Milestone through September 30, 2024, (see below), and (iii) does not anticipate there will be any future shipments of pediatric SCDs to Nuwellis going forward. Due to the termination of the Distribution Agreement and related Settlement Agreement, the Company will be unable to recognize any revenue from the Up-Front Payment or the Regulatory Milestone Payment already received.Â Since the termination of the Distribution Agreement, the Company developed its own commercial operations and sold approximately $0.1 million of pediatric SCDs to an end-user customer during the three-months ended September 30, 2024. Â The Company's sales during the three- and nine-months ended September 30, 2024, were all within the same reportable segment (the Company is a single reportable/operating segment due to its size and business operations). In addition, as the Company can only commercially sell pediatric SCDs within the United States of America. There are no sales to foreign jurisdictions. X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure of revenue from contract with customer to transfer good or service and to transfer nonfinancial asset. Includes, but is not limited to, disaggregation of revenue, credit loss recognized from contract with customer, judgment and change in judgment related to contract with customer, and asset recognized from cost incurred to obtain or fulfill contract with customer. Excludes insurance and lease contracts. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-15Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 606 -Publisher FASB -URI https://asc.fasb.org/606/tableOfContent + Details Name: us-gaap_RevenueFromContractWithCustomerTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 19 R12.htm IDEA: XBRL DOCUMENT v3.24.3 Trade Accounts Receivable 9 Months Ended Sep. 30, 2024 Receivables [Abstract] Â Trade Accounts Receivable Note 4. Trade Accounts ReceivableÂ The table below presents the opening and closing balances of accounts receivable, on a gross and net basis, with the total change in expected credit losses. Â ($ in thousands) Â Accounts Receivable, Gross Â Expected Credit Losses Â Accounts Receivable, Net Â December 31, 2023 Â $ â€” Â $ â€” Â $ â€” Â Â Â Â Â Â Increase in trade accounts receivable, gross Â Â 68 Â Â â€” Â Â 68 Â September 30, 2024 Â $ 68 Â $ â€” Â $ 68 Â X - DefinitionTrade Accounts Receivable. + ReferencesNo definition available. + Details Name: icu_TradeAccountsReceivableTextBlock Namespace Prefix: icu_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_ReceivablesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 20 R13.htm IDEA: XBRL DOCUMENT v3.24.3 Accrued Expenses 9 Months Ended Sep. 30, 2024 Accrued Liabilities, Current [Abstract] Â Accrued Expenses Note 5. Accrued ExpensesÂ Accrued expenses consisted of the following amounts as of September 30, 2024, and December 31, 2023: ($ in thousands) As of September 30,2024 Â Â As of December 31,2023 Â Accrued bonus $ 1,184 Â Â $ 501 Â Accrued director compensation Â 296 Â Â Â 427 Â Accrued research and development expenses Â 281 Â Â Â 507 Â Accrued legal Â 42 Â Â Â 43 Â Accrued interest Â â€” Â Â Â 19 Â Contract settlement contingent liability (*) Â 350 Â Â Â â€” Â Other Â 138 Â Â Â 26 Â Total accrued expenses $ 2,291 Â Â $ 1,523 Â (*) - The Company and Nuwellis entered into the Settlement Agreement in connection with the Company's termination of the Distribution Agreement on August 18, 2024. A contingent liability of $350,000 was recognized in connection with the Settlement Agreement to reflect that the circumstances that gave rise to this obligation existed as of September 30, 2024. See Note 15 to our unaudited consolidated financial statements for the three- and nine- months ended September 30, 2024, included elsewhere in this Form 10-Q for additional information. X - DefinitionDisclosure of Accrued Liabilities Current [Text Block]. + ReferencesNo definition available. + Details Name: icu_DisclosureOfAccruedLiabilitiesCurrentTextBlock Namespace Prefix: icu_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AccruedLiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 21 R14.htm IDEA: XBRL DOCUMENT v3.24.3 Notes Payable 9 Months Ended Sep. 30, 2024 Notes Payable [Abstract] Â Notes Payable Note 6. Notes PayableNotes payable activity was as follows for the nine-month period ended September 30, 2024: ($ in thousands) Â LMFA Â Â LMFAO Â Â Maxim Â Â Insurance Financing Â Â Investor D Note Â Â Unamortized deferred financing costs Â Balance as of December 31, 2023 Â $ 296 Â Â $ 1,128 Â Â $ 2,771 Â Â $ 565 Â Â $ â€” Â Â $ (52) Note issued in exchange for warrants Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â $ 450 Â Â Â â€” Â Payments Â Â (296) Â Â (1,128) Â Â (2,771) Â Â (565) Â Â (450) Â Â (50) Amortization of costs Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â 102 Â Balance as of September 30, 2024 Â $ â€” Â Â $ â€” Â Â $ â€” Â Â $ â€” Â Â $ â€” Â Â $ â€” Â Â There are no future maturities of any of the above formerly existing notes payable, as further explained below. Â Â Investor D NoteÂ On June 28, 2024, the Company and Investor D agreed to exchange all of the remaining outstanding warrants held by Investor D, which were issued in connection with Investor D's convertible debt issued between March 2023 and January 2024, into a short-term note of approximately $0.5 million. The interest rate on the loan was 7.0% per annum and the note was paid in full during the three-months ending September 30, 2024.Â Senior Secured LMFA Note PayableÂ The company entered into a senior secured note with LMFA in September 2022. The interest rate on the loan was 7.0% and was to mature on March 27, 2025. The Company paid this note in full during the quarter ended March 31, 2024.Â Senior Secured LMFAO Note PayableÂ The company entered into a senior secured note with LMFAO in October 2022. The interest rate on the loan was 7.0% and was to mature on March 27, 2025. The Company paid this note in full during the quarter ended March 31,2024.Â Unsecured Maxim Note PayableÂ In October 2022, the Company entered into an unsecured promissory note with Maxim, for an aggregate principal amount of $4.2 million (the "Maxim Note"). The interest rate on the note was 7.0%. As a result of the Reverse Stock Split, the approximately $2.6 million remaining Maxim Note balance became due within 90 days of the June 2024 Reverse Stock Split event. The Maxim Note was paid in full during the three-months ended September 30, 2024.Â Insurance FinancingÂ In October 2023, the Company entered into a financing arrangement with a lender to finance a portion of the annual premium of an insurance policy in the amount of $0.7 million. The Company paid the remaining two monthly installments of principal and interest with the last payment being made in August 2024. X - DefinitionDisclosure of notes Payable. + ReferencesNo definition available. + Details Name: icu_DisclosureOfNotesPayableTextBlock Namespace Prefix: icu_ Data Type: dtr-

types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NotesPayableAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 22 R15.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Notes 9 Months Ended Sep. 30, 2024 Debt Disclosure [Abstract] Â Convertible Notes Note 7. Convertible NotesÂ The activity for the convertible notes is disclosed in the table below for the nine month period ended September 30, 2024. See our Annual Report on Form 10-K for the year-ended for December 31, 2023, for other details relating to the Investor D convertible notes issued prior to December 31, 2023. ($ in thousands) Â 3rd Investor D Note3-1 Â Â 3rd Investor D Note3-2 Â Â 3rd Investor D Note3-3 Â Â 3rd Investor D Note3-4 Â Â 4th Investor D Note Â Â 5th Investor D Note Â Â 6th Investor D Note Â Â Total Â Balance as of December 31, 2023 $ Â 1,012 Â Â $ Â 999 Â Â $ Â 972 Â Â $ Â 568 Â Â $ Â 822 Â Â $ Â â€” Â Â $ Â â€” Â Â $ 4,373 Â Issuance (Face Value) Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 272 Â Â Â 815 Â Â Â 1,087 Â Fair value of detachable warrants at issuance Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (147) Â Â (439) Â Â (586) (Gain)/loss on conversion Â Â 1,201 Â Â Â 636 Â Â Â 615 Â Â Â 381 Â Â Â 77 Â Â Â 482 Â Â Â 2,005 Â Â Â 5,397 Â Conversion to common stock Â Â (2,213) Â Â (1,635) Â Â (1,587) Â Â (949) Â Â (947) Â Â (607) Â Â (2,381) Â Â (10,319) (Gain)/loss on reporting period remeasurement Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 748 Â Â Â â€” Â Â Â â€” Â Â Â 748 Â Redemption Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (700) Â Â â€” Â Â Â â€” Â Â Â (700) Balance as of September 30, 2024 $ Â â€” Â Â $ Â â€” Â Â $ Â â€” Â Â $ Â â€” Â Â $ Â â€” Â Â $ Â â€” Â Â $ Â â€” Â The Company completed additional closings related to the Second Amendment to the Investor D Securities Purchase Agreement on January 12, 2024 and January 24, 2024, issuing notes in principal amounts of $0.3 million and $0.8 million, respectively, each at 7.00% per annum (collectively the "2024 Investor D Notes"). The 2024 Investor D Notes were to mature on April 12, 2025 and April 24, 2025, respectively. The 2024 Investor D Notes have an initial conversion price of $14.00 per share and were convertible into shares of the Company's common stock, beginning on the earlier of June 11, 2024 (or earlier upon mutual written agreement of the Company and the purchaser), or the date of an event of default. The Company also issued warrants to purchase up to 5,278 and 15,382 shares of common stock, respectively, with an exercise price of $14.00 per share, and additional warrants to purchase up to 5,278 and 15,382 shares of common stock, respectively, with an exercise price of $14.00 per share.On January 30, 2024, the institutional investor agreed to waive its Optional Redemption Rights and any event of default that may arise thereunder with respect to this offering and suspend the Optional Redemption Rights for a period of sixty (60) days following the closing of this offering (the â€œSuspension Periodâ€), and the Company granted the institutional investor a right to redeem all or a portion of the then outstanding Conversion Amount within three (3) trading days after the Suspension Period at an amount equal to 200% of the Conversion Amount.Â During the quarter-ended March 31, 2024, the institutional investor converted approximately $3.3 million (face value) of outstanding debt, by converting the outstanding debt into approximately $9.5 million of the Company's common stock. As of March 31, 2024, the Company still owed the institutional investor approximately $1.0 million (face value) in convertible debt, with a fair value of approximately $1.1 million, which as disclosed below, was ultimately either converted or redeemed by June 30, 2024.Â The Company incurred a loss of approximately $5.8 million as a result of the following: (i) $4.7 million loss on conversion into equity as a result of the difference between the fair value of the convertible notes being converted and the equity being delivered, (ii) $0.7 million loss on issuance of the Investor D convertible notes issued during the three-months ended March 31, 2024, as a result of the combination of the fair value of detachable warrants issued in conjunction to the Investor D Notes issues during the three-months ended March 31, 2024, and the excess fair value over the proceeds received for the Investor D convertible notes issues during the three-months ended March 31, 2024, and (iii) $0.4 million loss on the change in fair value of those Investor D convertible notes still outstanding as of March 31, 2024.Â Investor D April 2024 Side Letter On April 1, 2024, the Company and Investor D entered into a side letter agreement (the "April 2024 Side Letter") whereby each party agreed to suspend certain rights of Investor D for a 60-day period, extending those rights from March 30, 2024, to May 30, 2024. Those rights included a 10-day notice period for any subsequent financing and rights to review terms of such financing arrangements. Finally, Investor D waived its rights and notice of default in the event of such financings. In addition, after the end to the May 30, 2024, suspension period being reached, Investor D has the right to require the Company to redeem all or a portion of any outstanding Investor D convertible notes at 200% of the conversion amount (the "Make-Whole Amount"). On June 5, 2024, Investor D completed the following two transactions, eliminating the remaining outstanding convertible debt:Â â€¢Converted approximately $0.6 million of outstanding principal and $0.7 million of accrued interest and Make-Whole Amount, by issuing 92,858 shares of the Company's common stock, resulting in a loss of approximately $0.4 million, andÂ â€¢Redeemed the remaining $0.7 million of outstanding convertible debt and Make-Whole Amount, andÂ â€¢As of June 30, 2024, there were no remaining outstanding convertible debt instruments. There were no additional issuances of convertible debt during the three-months ended September 30, 2024. X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for information about short-term and long-term debt arrangements, which includes amounts of borrowings under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -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 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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 R16.htm IDEA: XBRL DOCUMENT v3.24.3 Equity Transactions 9 Months Ended Sep. 30, 2024 Stockholders' Equity Note [Abstract] Â Equity Transactions Note 8. Equity TransactionsÂ January 2024 OfferingÂ On January 26, 2024, the Company entered into a Securities Purchase Agreement with a single institutional investor, pursuant to which the Company issued to the investor (the "Q1 2024 SPA"), (i) in a registered direct offering, 252,182 shares of the Companyâ€™s common stock, par value $0.0001 per share, and pre-funded warrants to purchase 181,449 shares of Common Stock (the "Pre-Funded Warrants") with an exercise price of $0.0001 per share, and (ii) in a concurrent private placement, series A warrants to purchase 433,631 shares of common stock (the "Series A Common Warrants") and series B warrants to purchase 216,816 shares of common stock each with an exercise price of $20.76 (the "Series B Common Warrants" and together with the Series A Common Warrants, the "Investor E Warrants"). Such registered direct offering and concurrent private placement are referred to herein as the â€œJanuary 2024 Offering".Â The Company received aggregate gross proceeds from the January 2024 Offering of approximately $9.0 million, before deducting fees to the Maxim Group LLC and other estimated offering expenses payable by the Company. The Investor E Warrants became exercisable on June 4, 2024, the effective date of stockholder approval for the issuance of the shares of common stock issuable upon exercise of the Investor E Warrants (the "Stockholder Approval Date"). The Series A Common Warrants will expire on the fifth anniversary of the Stockholder Approval Date and the Series B Common Warrants will expire on the twelve-month anniversary of the Stockholder Approval Date. The Pre-Funded Warrants will not expire and will be exercisable commencing on January 26, 2024, and at any time until all of the Pre-Funded Warrants are exercised in full. All Pre-Funded Warrants were exercised during the first quarter ended March 31, 2024.Â The Company paid approximately $0.7 million in fees to Maxim Group LLC and issued 21,682 warrants (the "PA Warrants") to purchase shares of the Company's common stock, with a fair value of approximately $0.3 million at issuance. The exercise price of these warrants is $22.83 per share and the warrants become exercisable on July 30, 2024, expiring five years after the closing date. Â July 2024 OfferingÂ On July 10, 2024, the Company entered into a securities purchase agreement (the â€œQ3 2024 SPAâ€) with certain institutional investors, pursuant to which the Company agreed to issue and sell, in a registered direct offering priced at-the-market consistent with the rules of the Nasdaq Stock Market: (i) 947,868 shares of the Companyâ€™s common stock, $0.0001 par value per share and (ii) Common Stock purchase warrants to purchase up to 947,868 shares of Common Stock (the â€œJuly 2024 Investor Warrantsâ€) in a concurrent private placement (together the "July 2024 Offering"). The July 2024 Investor Warrants were immediately exercisable, expire five years following the issuance date and have an exercise price of $10.55 per share. The Company agreed to register the shares of Common Stock underlying the Common Warrants within 30 days of the date of the Purchase Agreement. The combined purchase price of each share of Common Stock and July 2024 Investor Warrant is $10.55. The gross proceeds to the Company from the Offering were approximately $10.0 million, before deducting placement agent fees and other offering expenses payable by the Company.Â On May 17, 2024, the Company entered into an engagement letter with H.C. Wainwright & Co., LLC (â€œWainwrightâ€), pursuant to which Wainwright agreed to serve as the exclusive placement agent for the Company, on a reasonable best-efforts basis, in connection with the offering. The Company paid Wainwright an aggregate cash fee equal to (i) 6.4% and 1% management fee of the gross proceeds of the July 2024 Offering and (ii) for certain expenses incurred by Wainwright totaling approximately $0.8 million. Additionally, the Company has agreed to issue to Wainwright or its designees as compensation, warrants to purchase up to 66,351 shares of Common Stock, equal to 7.0% of the aggregate number of Shares placed in the Offering (the â€œJuly 202 4 PA Warrantsâ€, which combined with the July 2024 Investor Warrants are herein referred to as the "July 2024 Warrants"). The Placement Agent Warrants have a term of five years from the commencement of sales under the Offering and an exercise price of $13.1875 per share of Common Stock (equal to 125% of the offering price). Â August 2024 At-The-Market OfferingÂ On August 20, 2024, the Company entered into an At-The-Market Offering Agreement (the â€œATM Agreementâ€) with Wainwright as sales agent, to sell shares of its common stock, from time to time, through an â€œeat the market offeringâ€ program under which Wainwright will act as sales agent. The sales, if any, of the Company's Common Stock made under the ATM Agreement will be made by any method permitted by law deemed to be an â€œeat the market offeringâ€ as defined in Rule 415 promulgated under the Securities Act of 1933, as amended (the â€œSecurities Actâ€), including sales made directly on or through the Nasdaq Capital Market or on any other existing trading market for the Companyâ€™s common stock (the "ATM").Â Through September 30, 2024, the Company raised approximately $0.1 million utilizing the ATM, issuing 12,218 shares of the Company's Common Stock. Â Tumin Equity Line of CreditÂ During the year ended December 31, 2023, the Company sold 6,500,000 shares of common stock to Tumim for proceeds of approximately $4.7 million as part of the Tumin Equity Line of Credit (see the Company's Annual Report on Form 10-K for the year-ended December 31, 2023, for additional information on the structure and purpose). As of December 31, 2023, approximately $95.3 million was available to draw. In February 2024, the Company and Tumim agreed to terminate the Equity Line of Credit. X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityNoteAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for equity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-6Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-6Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(e)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/505/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50

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WarrantsÂ Warrants Issued in FY 2024Â July 2024 WarrantsÂ As discussed in Note 7, as part of the Q3 2024 SPA, the Company issued on July 11, 2024 the following warrants to purchase the Company's common stock to certain institutional investors and the placement agent:Â â€¢July 2024 Investor Warrants - warrants to purchase 947,868 shares of the Company's common stock with an exercise price of $10.55, expiring July 10, 2029.â€¢July 2024 PA Warrants - warrants to purchase 66,351 shares of the Company's common stock, with an exercise price of $13.1875, expiring July 10, 2029.Â Investor E (January 2024) WarrantsÂ As discussed in Note 7, as part of the Q1 2024 SPA, the Company issued on January 26, 2024 the following warrants to purchase the Company's common stock to Investor E:Â â€¢Pre-Funded Warrants - warrants to purchase 181,449 shares of common stock with an exercise price of $0.0001. The Pre-Funded Warrants had no expiration date and were exercisable commencing on the date of issuance and at any time until all of the Pre-Funded Warrants are exercised in full. The Pre-Funded Warrants were exercised in full during the quarter ended March 31, 2024Â â€¢Series A and Series B Common Warrants - in a concurrent private placement, Series A Common Warrants to purchase 433,631 shares of Common Stock and Series B Common Warrants to purchase 216,816 shares of common stock each with an exercise price of $20.76.Â â€¢PA Warrants â€“ in a concurrent private placement, PA Warrants to purchase 21,682 shares of common stock with an exercise price of $22.83 per share.Â Investor E Warrants became exercisable on June 4, 2024, the effective date of stockholder approval for the issuance of the shares of common stock issuable upon exercise of the Investor E Warrants. The Series A Common Warrants will expire on June 4, 2029, and the Series B Common Warrants will expire on June 4, 2025.Â Maxim Group LLC ("Maxim") acted as the placement agent in connection with the transactions pursuant to the Placement Agency Agreement, dated January 26, 2024, by and between the Company and Maxim. On January 30, 2024, Maxim received warrants to purchase 21,682 shares of common stock covering a number of shares equal to 5% of the total number of shares of common stock sold in the Transactions. The PA Warrants became exercisable six months after the closing and will expire on January 30, 2029. The PA Warrants are exercisable at a price equal to 110.0% of the offering price in connection with the placement. In accordance with ASC 815-40, Derivatives and Hedging-Contracts in Entityâ€™s own Equity, the Company determined the Investor E and PA Warrants meet the conditions for equity classification and should be included on the consolidated balance sheet as a component of stockholders' equity (deficit). Â Investor D WarrantsÂ The Company, in conjunction with additional borrowing of convertible debt related to the Second Amendment to the Investor D SPA on January 12, 2024 and January 24, 2024, issued warrants to purchase up to 131,927 and 395,781 shares of common stock, respectively, with an exercise price of $0.56 per share, and additional warrants to purchase up to 131,927 and 395,781 shares of common stock, respectively, with an exercise price of $0.56 per share.Â All remaining Investor D Warrants issued in connection with the Investor D SPA were exchanged for an approximately $0.5 million short-term note payable on June 28, 2024, eliminating all remaining Investor D Warrants issued in connection with the Investor D SPA as of June 30, 2024 (see Note 5).The Investor D Warrants issued in January 2024 in connection with the Investor D SPA were determined to be liability classified. The initial fair value of the convertible note warrants was determined using a Black-Scholes option pricing model, which considers variables such as estimated volatility, time to maturity, and the risk-free interest rate. The risk-free interest rate is the U.S. Treasury rate at the date of issuance, and the time to maturity is based on the contractual life at the date of issuance, which is five years. Subsequent changes in fair value were recognized through earnings at each reporting period end-date or settlement date.The Company had the following warrants outstanding at September 30, 2024, and December 31, 2023:Â Â Â As of September 30, 2024 Â Â As of December 31, 2023 Â Liability Classified Warrants Â Â Â Â Â Â Investor D Warrants Â Â â€” Â Â Â 254,732 Â Private Placement Warrants Â Â 229,520 Â Â Â 229,520 Â PIPE Investor Warrants Â Â 20,000 Â Â Â 20,000 Â Subtotal Â Â Â 249,520 Â Â Â 504,252 Â Â Â Â Â Â Â Â Equity Classified Warrants Â Â Â Â Â Â Investor E (January 2024) Warrants Â Â 650,446 Â Â Â â€” Â July 2024 Warrants Â Â 1,014,219 Â Â Â â€” Â Placement Agent Warrants Â Â 21,682 Â Â Â â€” Â Public Stockholder Warrants Â Â 422,000 Â Â Â 422,000 Â Legacy Warrants Â 1,957 Â Â Â 1,957 Â Subtotal Â Â 2,110,304 Â Â Â 423,957 Â Grand Total Â Â Â 2,359,824 Â Â Â 928,209 Â The following tables provides the weighted-average strike price and time to maturity for each warrant tranche as of September 30, 2024, and December 31, 2023:Â As of September 30, 2024 Â Warrant Share Equivalents Â Â Weighted-Average Strike Price Â Â Weighted-Average Time to Maturity Â Liability Classified Warrants Â Â Â Â Â Â Â Â Â Private Placement Warrants Â Â 229,520 Â Â $ 287.50 Â Â Â 3.32 Â PIPE Investor Warrants Â Â 20,000 Â Â $ 287.50 Â Â Â 3.32 Â Â Â Â Â Â Â Â Â Â Â Equity Classified Warrants Â Â Â Â Â Â Â Â Â Investor E (January 2024) Warrants Â Â 650,446 Â Â $ 20.76 Â Â Â 4.03 Â July 2024 Warrants (*) Â Â 1,014,219 Â Â Â $ 10.72 Â Â Â 4.78 Â Placement Agent Warrants Â Â 21,682 Â Â $ 22.75 Â Â Â 4.75 Â Public Stockholder Warrants Â Â 422,000 Â Â $ 287.50 Â Â Â 3.32 Â Legacy SeaStar Inc. Warrants Â Â 1,957 Â Â $ 250.00 Â Â Â 1.88 Â Â Â Â Â Â Â Â Â Â Â

(including quoted prices for similar assets and liabilities, interest rate, credit risk, etc.).Level 3 â€“ significant unobservable inputs (including the Companyâ€™s own assumptions in determining the fair value of assets and liabilities).The fair value of the forward option on prepaid forward contracts, convertible notes, and the warrants liability is classified as Level 3 in the fair value hierarchy.Â Fair Value Measurement Hierarchy The following table presents the Company's financial assets and/or liabilities that were accounted for at fair value on a recurring basis as of September 30, 2024 and December 31, 2023, by level within the fair value hierarchy. There were no non-recurring fair value measurements, as the Company does not have any long-lived assets, including fixed assets, intangible assets or goodwill which can require non-recurring measurements for impairment. Â Â Â Fair Value Measurements as of September 30, 2024 Â ($ in thousands) Â (Level 1) Â Â (Level 2) Â Â (Level 3) Â Â Total Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Liability classified warrants Â $ â€” Â Â $ â€” Â Â $ 110 Â Â $ 110 Â Â Â Â $ â€” Â Â $ â€” Â Â $ 110 Â Â $ 110 Â Fair Value Measurements as of December 31, 2023 Â Â Â (Level 1) Â Â (Level 2) Â Â (Level 3) Â Â Total Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Convertible notes Â $ â€” Â Â $ â€” Â Â $ 4,179 Â Â $ 4,179 Â Liability classified warrants Â Â Â â€” Â Â Â â€” Â Â Â 2,307 Â Â Â 2,307 Â Total Â $ â€” Â Â $ â€” Â Â $ 6,486 Â Â $ 6,486 Â Summary of Level 3 Input ChangesThe following table presents the changes in the forward option-prepaid forward contracts, convertible notes measured at fair value, warrants liability, and the notes derivative liability for the periods ended September 30, 2024 and December 31, 2023 (in thousands):Â Level 3 Roll Forward ($ in thousands) Â Â Convertible Notes Â Â Liability Classified Warrants Â Balance as of December 31, 2023 Â Â $ 4,373 Â Â $ 2,307 Â Additions Â Â Â 501 Â Â Â 586 Â Cash paid to settle Â Â Â (700) Â Â â€” Â Exchange for short-term note payable Â Â Â â€” Â Â Â (450) Shares issued upon conversion or exercise Â Â Â (4,922) Â Â (3,106) Changes in fair value Â Â Â 748 Â Â Â 773 Â Balance as of September 30, 2024 Â Â $ â€” Â Â $ 110 Â Â Level 3 InputsÂ For assets or liabilities for which the Company is required to remeasure the fair value on a recurring basis at each reporting date, generally the Company is required to disclose certain quantitative data related to the inputs used at the most recent reporting period date. However, for those assets or liabilities for which the Company has elected to take the FVO in accordance with ASC 825, Financial Instruments, then such quantitative disclosures are not required. Â Liability Classified WarrantsÂ The liability classified warrants as of September 30, 2024 and December 31, 2023, include three classes of warrants, and therefore, the range of assumptions used has been provided. Significant assumptions used in valuing warrants which require liability classification were as follows as of September 30, 2024 and December 31, 2023. Â Â Â As of September 30, 2024 Â Â Â Â Â Â Expected volatility Â Â 120.00 % Equivalent term Â Â 3.08 Â Risk-free rate Â Â 3.58 % Dividend yield Â Â 0.00 % Stock price Â $ 4.26 Â Strike price Â $ 287.50 Â Â Â As of December 31, 2023 Â Â Â Minimum Â Â Â Maximum Â Expected volatility Â Â 85.00 % Â Â Â 90.00 % Equivalent term Â Â 4.04 Â Â Â Â 4.65 Â Risk-free rate Â Â 3.84 % Â Â Â 3.90 % Dividend yield Â Â 0.00 % Â Â Â 0.00 % Stock price $ Â 11.00 Â Â $ Â 11.00 Â Strike price $ Â 12.50 Â Â $ Â 287.50 Â X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 107 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-107Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 940 -SubTopic 820 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478119/940-820-50-1 + Details Name: us-gaap_FairValueDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 28 R21.htm IDEA: XBRL DOCUMENT v3.24.3 Income Taxes 9 Months Ended Sep. 30, 2024 Income Tax Disclosure [Abstract] Â Income Taxes Note 13. Income TaxesIn accordance with U.S. GAAP, a valuation allowance should be provided if it is more likely than not that some or all of the Companyâ€™s deferred tax assets will not be realized. The Companyâ€™s ability to realize the benefit of its deferred tax assets will depend on the generation of future taxable income. Except as noted below, due to the uncertainty of future profitable operations and taxable income, the Company has recorded a full valuation allowance against its net deferred tax assets. The Company has recognized an insignificant provision for certain minimum state taxes of less than $0.1 million as of September 30, 2024, and December 31, 2023. The Company believes its tax filing position and deductions related to tax periods subject to examination will be sustained under audit and, therefore, has no reserve for uncertain tax positions. X - ReferencesNo definition available. + Details Name: us-gaap_IncomeTaxDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for income tax. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12C -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12CReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12BReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 270 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477891/740-270-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.5.Q1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-13Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/740/tableOfContentReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-14Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-21Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-17Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 11.C) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482603/740-30-50-2 + Details Name: us-gaap_IncomeTaxDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 29 R22.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â Net Loss Per Share Note 14. Net Loss Per ShareÂ The following table presents the calculation of basic and diluted net loss per share (in thousands except share and per share information):Â Â Â Â Three Months Ended September 30, Â Â Â Nine Months Ended September 30, Â ($ in thousands except share and per share amounts) Â Â Â 2024 Â Â 2023 Â Â Â 2024 Â Â 2023 Â Net loss Â Â Â $ (4,478) Â $ (7,232) Â Â $ (20,411) Â $ (16,775) Weighted-average shares outstanding - basic and diluted Â Â Â Â 4,086,871 Â Â Â 801,939 Â Â Â Â 3,348,490 Â Â Â 641,125 Â Basic and diluted net loss per share Â Â Â $ (1.10) Â $ (9.02) Â Â $ (6.10) Â $ (26.16) The following weighted-average outstanding shares of potentially dilutive securities were excluded from the computation of diluted net loss per share attributable to common stockholders for the periods presented because including them would have been anti-dilutive: Â Â Â Â As of September 30, Â Â Â Â Â Â Â 2024 Â Â 2023 Â Investor D warrants Â Â Â Â Â Â â€” Â Â Â 301,170 Â Investor E (January 2024) warrants Â Â Â Â Â Â 650,446 Â Â Â â€” Â July 2024 Warrants Â Â Â Â Â Â 1,014,219 Â Â Â â€” Â Placement Agent warrants Â Â Â Â Â Â 21,682 Â Â Â â€” Â Public Stockholders' warrants Â Â Â Â Â Â 422,000 Â Â Â 414,000 Â Private Placement warrants Â Â Â Â Â Â 229,520 Â Â Â 229,520 Â PIPE Investor warrants Â Â Â Â Â Â 20,000 Â Â Â 28,000 Â Legacy warrants Â Â Â Â Â Â 1,957 Â Â Â 2,789 Â Employee based options to purchase common stock Â Â Â Â Â Â 21,352 Â Â Â 15,933 Â Unvested employee based restricted stock units Â Â Â Â Â 39,307 Â Â Â 12,572 Â Total Â Â Â Â Â Â 2,420,483 Â Â Â 1,003,984 Â X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for earnings per share. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/260/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-3 + Details Name: us-gaap_EarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 30 R23.htm IDEA: XBRL DOCUMENT v3.24.3 Subsequent Events 9 Months Ended Sep. 30, 2024 Subsequent Events [Abstract] Â Subsequent Events Note 15. Subsequent EventsConfidential Settlement Agreement Â In December 2022, the Company entered into the Distribution Agreement with Nuwellis, pursuant to which the Company appointed Nuwellis as its exclusive distributor for the sale and distribution of its pediatric SCD product throughout the United States. In May 2024, the Company provided notice to Nuwellis that Nuwellis had breached the Distribution Agreement and that the Distribution Agreement would terminate effective August 18, 2024. Nuwellis disputed the validity of the termination and on October 20, 2024, the Company entered into a confidential settlement agreement and release with Nuwellis, pursuant to which the Company agreed to pay Nuwellis an aggregate of $900 thousand, payable in three installments through December 31, 2024. The Company paid the first installment of $500 thousand on October 22, 2024.Â Â At-The-Market OfferingÂ Subsequent to September 30, 2024 and as of November 11, 2024, the Company raised approximately $2.0 million by issuing approximately 0.6 million shares of the Company's common stock for net proceeds of approximately $1.9 million under the Company's At-the-Market offering facility which was registered on August 21, 2024. X - ReferencesNo definition available. + Details Name: us-gaap_SubsequentEventsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for significant events or transactions that occurred after the balance sheet date through the date the financial statements were issued or the date the financial statements were available to be issued. Examples include: the sale of a capital stock issue, purchase of a business, settlement of litigation, catastrophic loss, significant foreign exchange rate changes, loans to insiders or affiliates, and transactions not in the ordinary course of business. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/855/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2 + Details Name: us-gaap_SubsequentEventsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 31 R24.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies (Policies) 9 Months Ended Sep. 30, 2024 Use of Estimates Use of EstimatesÂ The preparation of the unaudited interim condensed consolidated financial statements in conformity with U.S. GAAP requires management to make estimates, assumptions and judgments that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the period. Significant estimates include (i) revenue recognition, (ii) the valuation of the liability classified warrants, (iii) prepaid forward purchase agreement derivative liability, (iv) provision for income taxes, (v) convertible debt measured at fair value, and (vi) the amount of stock-based compensation expense. Although actual results could differ from those estimates, such estimates are developed based on the best information available to management and management's best judgments at the time. Concentrations of Credit Risk Concentrations of Credit RiskÂ Financial instruments that potentially subject the Company to a significant concentration of credit risk consist primarily of cash. Periodically, the Company may maintain deposits in financial institutions in excess of government insured limits. Any loss incurred or a lack of access to such funds could have a significant adverse impact on the Company's financial condition, results of operations, and cash flows. Fair Value of Financial Instruments Fair Value of Financial InstrumentsÂ The following provides a summary of those assets or liabilities for which the Company is required to measure at fair value either on a recurring basis, the valuation techniques and summary of inputs used to arrive at the measure of fair value. Changes in fair value of these assets or liabilities are recognized as a component of net income in the consolidated statements of operations. Changes in fair value of these assets or liabilities are considered unrealized gains or losses and therefore are classified as non-cash adjustments to reconcile net income to operating cash flows. Significant increases (decreases) in unobservable inputs used in fair value measurements could, in isolation, potentially result in a significantly lower or higher valuation for those assets or liabilities requiring recurring fair value measurements at each reporting date. Â The Company uses a Black-Scholes option pricing model to the fair value of liability classified warrants, using standard option pricing inputs such as the strike price of each warrant tranche, estimated volatility, time to maturity, and the risk-free interest rate. The risk-free interest rate is the U.S. Treasury rate at the date of issuance, and the time to maturity is based on the contractual life at the date of issuance, which is an

interpolated value based on the remaining term of each individual instrument. The change in fair value of the liability classified warrants in each reporting period is recorded to the change in fair value of warrants liability in the consolidated statements of operations. Revenue Recognition Revenue Recognition Â OverallÂ Under ASC Topic 606, the Company recognizes revenue when a customer obtains control of promised goods or services, in an amount that reflects the consideration that the Company expects to receive in exchange for those goods or services. To determine revenue recognition for arrangements that the Company determines are within the scope of Topic 606, the Company evaluates the following criteria: (i) identify the contract with a customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price, including variable consideration, if any; (iv) allocate the transaction price to the performance obligations in the contract; and (v) recognize revenue when (or as) performance obligations are satisfied. Â At contract inception, once the contract is determined to be within the scope of ASC 606, the Company assesses whether the goods or services promised within each contract are distinct and, therefore, represent a separate performance obligation. Goods and services that are determined not to be distinct are combined with other promised goods and services until a distinct combined performance obligation is identified. The Company then allocates the transaction price to each performance obligation and recognizes the associated revenue when (or as) each performance obligation is satisfied. The estimate of the transaction price for each contract includes all variable consideration to which the Company expects to be entitled, subject to the constraint on variable consideration. The Company constrains revenue by giving consideration to factors that could otherwise lead to a probable reversal of revenue. Variable consideration is not constrained if the potential reversal of cumulative revenue recognized at the contract level is not significant.Â The Company records any payments received from customers prior to the Company fulfilling its performance obligation(s) as contract obligations. Amounts expected to be recognized as revenue within the one year following the balance sheet date are classified as current contract obligations. Amounts not expected to be recognized as revenue within the one year following the balance sheet date are classified as contract obligations, net of current portion. See Note 3 â€” Revenue and Contract Obligations for further details.Â Product Sales RevenueÂ The Company has sold and intends to continue to sell its products either through a combination of distributor(s) and/or directly to end-user qualified customers through the Company's own internal commercial/sales resources. The acting distributor during the three- and nine-months ended September 30, 2024, subsequently resold and was to continue to resell the products to present and future customers, until such time the Company terminated its agreement with the distributor (see Notes 3, 11, and 15). â€¢Timing of Revenue Recognition â€” During the brief history (commenced July 2024) of selling pediatric SCDs, revenue has been recognized based on a freight-on-board destination ("FOB Destination") requirement. â€¢Chargebacks, Government Rebates and Discounts â€” During the brief history of selling pediatric SCDs commercially, the Company has not agreed to chargebacks, government rebates or discounts.â€¢Returns â€” Returns are specific to each order, but generally the Company allows for returns of any damaged or non-conforming product within 30 days of receipt of product. Given the (i) overall rate of product shipped that is defective/damaged, (ii) overall volume of sales to individual end-user customers, (iii) expected supply in the customer channel, and (iv) expected usage by customers, the Company does not anticipate that there will be significant risk of product returns overall. â€¢Variable Consideration â€” based on the above and given the materiality of current sales (less than $0.1 million sold through the three- and nine-months ended September 30, 2024), the Company does not currently estimate a constraint on revenue recognized on product sales.â€¢Transaction Price â€” based on the above, as currently constructed, the Company's transaction price is fixed, based on the agreed-upon price per each purchase order submitted by each customer. Milestone or up-front payments unique to the distributor were disclosed in Note 3 (also see Notes 11 and 15), and are not expected to be recognized as revenue, but merely returned as a result of a settlement to cease the relationship with the distributor.â€¢Allocation of Consideration â€” each sale of a pediatric SCD is independent of any and all other sales. The entire transaction price for each pediatric SCD is allocated to the sale of that pediatric SCD.Â The Company will continue to monitor all of the above as the Company continues to commercialize and increase its customer base, which could result with each distributor or end-user customer agreement resulting in its own unique terms and conditions, that will potentially impact the timing and amount of revenue recognition pursuant to US GAAP. Cost of Goods Sold Cost of Goods SoldÂ Prior to July 2024, the Company only manufactured/assembled pediatric or adult SCDs for research oriented and/or clinical trial related activities. Accordingly, as of and during the three-and nine-months ended September 30, 2024, all inventory on-hand or utilized had $0 value, as it was expensed to research and development expense at the time of purchase. Accordingly, for pediatric SCDs sold during the three-and nine-months ended September 30, 2024, the Company recognized no cost of goods sold, as there was no value attributed to those units sold. As the Company procures inventory in the future, the Company will place value on raw materials and component parts,, as there is the potential that the raw materials could be used either for (i) commercial purposes (pediatric SCD sales) or (ii) research and development purposes (adult SCDs used in ongoing clinical trials). Accounts Receivable, net Accounts Receivable, netÂ The need for a credit loss allowance is evaluated each reporting period based on the Company's assessment of the credit worthiness of its customers or any other potential circumstances that could result in a credit loss. The Company uses an aging schedule method for estimating expected credit losses. As the Company just commenced commercial operations during the three-months ended September 30, 2024, with a limited customer base, the Company's estimates are based on customer specific facts, until such time that the Company has developed sufficient collection history data in which to apply a portfolio-wide expected credit loss estimate based on an aging schedule.Â The Company believes that the entire accounts receivable balance as of September 30, 2024, is collectible and there is no reserve for a credit loss allowance provided as of September 30, 2024. Emerging Growth Company Status Emerging Growth Company StatusÂ The Company is an â€œemerging growth companyâ€, as defined in the Jumpstart Our Business Startups Act of 2012 ("JOBS Act"). Under the JOBS Act, emerging growth companies can take advantage of an extended transition period for complying with new or revised accounting standards, delaying the adoption of these accounting standards until they would apply to private companies. The Company has elected to use this extended transition period for complying with certain new or revised accounting standards that have different effective dates for public and private companies until the earlier of the date that it is (1) no longer an emerging growth company or (2) affirmatively and irrevocably opt out of the extended transition period provided in the JOBS Act. Recently issued accounting standards Recently issued accounting standardsÂ Accounting Standards Update 2023-09 â€” In December 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued ASU 2023-09 Income Taxes (Topic 740) Improvements to Income Tax Disclosures. ASU 2023-09 enhances the transparency and decision usefulness of income tax disclosures. The amendments in this update are effective for public business entities for annual periods beginning after December 15, 2024. Early adoption is permitted. We are currently assessing the impact of this guidance on our disclosures. Â Accounting Standards Update 2023-07 â€” In November 2023, the FASB issued Accounting Standards Update 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. This guidance improves reportable segment disclosure requirements, primarily through enhanced disclosures about significant expenses, and is effective for fiscal years beginning after December 15, 2023 on a retrospective basis. The Company is currently assessing the impact of this guidance on our disclosures, but does not expect adoption to have an impact on our consolidated financial statements. X - DefinitionEmerging growth company. + ReferencesNo definition available. + Details Name: icu_EmergingGrowthCompanyPolicyTextBlock Namespace Prefix: icu_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for credit risk. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 942 -SubTopic 825 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478898/942-825-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1 + Details Name: us-gaap_ConcentrationRiskCreditRisk Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for cost of product sold and service rendered. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Topic 705 -Publisher FASB -URI https://asc.fasb.org/705/tableOfContent + Details Name: us-gaap_CostOfSalesPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for fair value measurements of financial and non-financial assets, liabilities and instruments classified in shareholders' equity. Disclosures include, but are not limited to, how an entity that manages a group of financial assets and liabilities on the basis of its net exposure measures the fair value of those assets and liabilities. + ReferencesNo definition available. + Details Name: us-gaap_FairValueMeasurementPolicyPolicyTextBlock 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 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 accounts receivable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-6Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481569/310-20-50-1Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-15Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-11B + Details Name: us-gaap_TradeAndOtherAccountsReceivablePolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-9Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 12 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-12Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-8 + Details Name: us-gaap_UseOfEstimates Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 32 R25.htm IDEA: XBRL DOCUMENT v3.24.3 Revenues and Contract Obligations (Tables) 9 Months Ended Sep. 30, 2024 Revenue from Contract with Customer [Abstract] Â Summary of Changes in Contract Liability The following table summarizes the changes in the Company's contract liability balance for the nine months ended September 30, 2024 and 2023:Â Â Â Â Â Nine Months Ended Â Â Year-Ended Â ($ in thousands) Â Â September 30, 2024 Â Â December 31, 2023 Â Contract liabilities, beginning of period Â Â $ 100 Â Â $ â€” Â Consideration received Â Â Â 450 Â Â Â 100 Â Revenue Â Â Â â€” Â Â Â â€” Â Contract liabilities, end of period Â Â $ 550 Â Â $ 100 Â X - DefinitionTabular disclosure of receivable, contract asset, and contract liability from contract with customer. Includes, but is not limited to, change in contract asset and contract liability. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-10 + Details Name: us-gaap_ContractWithCustomerAssetAndLiabilityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 33 R26.htm IDEA: XBRL DOCUMENT v3.24.3 Trade Accounts Receivable (Tables) 9 Months Ended Sep. 30, 2024 Receivables [Abstract] Â Schedule of Accounts Receivable, on Gross and Net Basis, with Change in Expected Credit Losses The table below presents the opening and closing balances of accounts receivable, on a gross and net basis, with the total change in expected credit losses. Â ($ in thousands) Â Accounts Receivable, Gross Â Expected Credit Losses Â Accounts Receivable, Net Â December 31, 2023 Â $ â€” Â $ â€” Â $ â€” Â Â Â Â Â Â Increase in trade accounts receivable, gross Â Â 68 Â Â â€” Â Â 68 Â September 30, 2024 Â $ 68 Â $ â€” Â $ 68 Â X - DefinitionSchedule of trade accounts receivable. + ReferencesNo definition available. + Details Name: icu_ScheduleOfTradeAccountsReceivableTableTextBlock Namespace Prefix: icu_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_ReceivablesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 34 R27.htm IDEA: XBRL DOCUMENT v3.24.3 Accrued Expenses (Tables) 9 Months Ended Sep. 30, 2024 Accrued Liabilities, Current [Abstract] Â Summary of Accrued Expenses Accrued expenses consisted of the following amounts as of September 30, 2024, and December 31, 2023: ($ in thousands) As of September 30,2024 Â Â As of December 31,2023 Â Accrued bonus $ 1,184 Â Â $ 501 Â Accrued director compensation Â 296 Â Â Â 427 Â Accrued research and development expenses Â 281 Â Â Â 507 Â Accrued legal Â 42 Â Â Â 43 Â Accrued interest Â â€” Â Â Â 19 Â Contract settlement contingent liability (*) Â 350 Â Â Â â€” Â Other Â 138 Â Â Â 26 Â Total accrued expenses $ 2,291 Â Â $ 1,523 Â Â (*) - The Company and Nuwellis entered into the Settlement Agreement in connection with the Company's termination of the Distribution Agreement on August 18, 2024. A contingent liability of $350,000 was recognized in connection with the Settlement Agreement to reflect that the circumstances that gave rise to this obligation existed as of September 30, 2024. See Note 15 to our unaudited consolidated financial statements for the three- and nine- months ended September 30, 2024, included elsewhere in this Form 10-Q for additional information. X - ReferencesNo definition available. + Details Name: us-gaap_AccruedLiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the components of accrued liabilities. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfAccruedLiabilitiesTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-

types:textBlockItemType Balance Type: na Period Type: duration XML 35 R28.htm IDEA: XBRL DOCUMENT v3.24.3 Notes Payable (Tables) 9 Months Ended Sep. 30, 2024 Notes Payable [Abstract] Â Summary of Notes Payable Notes payable activity was as follows for the nine-month period ended September 30, 2024: ($ in thousands) Â LMFA Â Â LMFAO Â Â Maxim Â Â Insurance Financing Â Â Investor D Note Â Â Unamortized deferred financing costs Â Balance as of December 31, 2023 Â $ 296 Â Â $ 1,128 Â Â $ 2,771 Â Â $ 565 Â Â $ â€” Â Â $ (52) Note issued in exchange for warrants Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â $ 450 Â Â Â â€” Â Payments Â Â (296) Â Â (1,128) Â Â (2,771) Â Â (565) Â Â (450) Â Â (50) Amortization of costs Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 102 Â Balance as of September 30, 2024 Â $ â€” Â Â $ â€” Â Â $ â€” Â Â $ â€” Â Â $ â€” Â Â $ â€” Â X - ReferencesNo definition available. + Details Name: us-gaap_NotesPayableAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of information pertaining to short-term and long-debt instruments or arrangements, including but not limited to identification of terms, features, collateral requirements and other information necessary to a fair presentation. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfDebtTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 36 R29.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Notes (Tables) 9 Months Ended Sep. 30, 2024 Debt Instrument [Line Items] Â The Activity for the Convertible Notes The activity for the convertible notes is disclosed in the table below for the nine month period ended September 30, 2024. See our Annual Report on Form 10-K for the year-ended for December 31, 2023, for other details relating to the Investor D convertible notes issued prior to December 31, 2023. ($ in thousands) Â 3rd Investor D Note3-1 Â Â 3rd Investor D Note3-2 Â Â 3rd Investor D Note3-3 Â Â 3rd Investor D Note3-4 Â Â 4th Investor D Note Â Â 5th Investor D Note Â Â 6th Investor D Note Â Â Total Â Balance as of December 31, 2023 $ Â 1,012 Â Â $ Â 999 Â Â $ Â 972 Â Â $ Â 568 Â Â $ Â 822 Â Â $ Â â€” Â Â $ Â â€” Â Â $ 4,373 Â Issuance (Face Value) Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 272 Â Â Â 815 Â Â Â 1,087 Â Fair value of detachable warrants at issuance Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (147) Â Â (439) Â Â (586) (Gain)/loss on conversion Â Â 1,201 Â Â Â 636 Â Â Â 615 Â Â Â 381 Â Â Â 77 Â Â Â 482 Â Â Â 2,005 Â Â Â 5,397 Â Conversion to common stock Â Â (2,213) Â Â (1,635) Â Â (1,587) Â Â (949) Â Â (947) Â Â (607) Â Â (2,381) Â Â (10,319) (Gain)/loss on reporting period remeasurement Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 748 Â Â Â â€” Â Â Â â€” Â Â Â 748 Â Redemption Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (700) Â Â â€” Â Â Â â€” Â Â Â (700) Balance as of September 30, 2024 $ Â â€” Â Â $ Â Â â€” Â Â $ Â Â â€” Â Â $ Â Â â€” Â Â $ Â Â â€” Â Â $ Â Â â€” Â Â $ Â Â â€” Â Â $ Â Â â€” Â Â $ Â Â â€” Â Â $ Â Â â€” Â X - DefinitionTabular disclosure of convertible debt instrument. Includes, but is not limited to, principal amount and amortized premium or discount. + ReferencesNo definition available. + Details Name: us-gaap_ConvertibleDebtTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - 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 XML 37 R30.htm IDEA: XBRL DOCUMENT v3.24.3 Warrants (Tables) 9 Months Ended Sep. 30, 2024 Warrants and Rights Note Disclosure [Abstract] Â Schedule of Warrants Outstanding The Company had the following warrants outstanding at September 30, 2024, and December 31, 2023:Â Â Â As of September 30, 2024 Â Â As of December 31, 2023 Â Liability Classified Warrants Â Â Â Â Â Â Â Investor D Warrants Â Â â€” Â Â Â 254,732 Â Private Placement Warrants Â Â 229,520 Â Â Â 229,520 Â PIPE Investor Warrants Â Â 20,000 Â Â Â 20,000 Â Subtotal Â Â 249,520 Â Â Â 504,252 Â Â Â Â Â Â Â Â Â Equity Classified Warrants Â Â Â Â Â Â Â Investor E (January 2024) Warrants Â Â 650,446 Â Â Â â€” Â July 2024 Warrants Â Â 1,014,219 Â Â Â â€” Â Placement Agent Warrants Â Â 21,682 Â Â Â â€” Â Public Stockholder Warrants Â Â 422,000 Â Â Â 422,000 Â Legacy Warrants Â 1,957 Â Â Â 1,957 Â Subtotal Â Â 2,110,304 Â Â Â 423,957 Â Grand Total Â Â 2,359,824 Â Â Â 928,209 Â Schedule of Weighted-Average Strike Price and Time to Maturity for Each Warrant Tranche The following tables provides the weighted-average strike price and time to maturity for each warrant tranche as of September 30, 2024, and December 31, 2023:Â As of September 30, 2024 Â Warrant Share Equivalents Â Â Weighted-Average Strike Price Â Â Weighted-Average Time to Maturity Â Liability Classified Warrants Â Â Â Â Â Â Â Â Â Private Placement Warrants Â Â 229,520 Â Â $ 287.50 Â Â Â 3.32 Â PIPE Investor Warrants Â Â 20,000 Â Â $ 287.50 Â Â Â 3.32 Â Â Â Â Â Â Â Â Â Â Â Â Â Equity Classified Warrants Â Â Â Â Â Â Â Â Â Investor E (January 2024) Warrants Â Â 650,446 Â Â $ 20.76 Â Â Â 4.03 Â July 2024 Warrants (*) Â Â 1,014,219 Â Â $ 10.72 Â Â Â 4.78 Â Placement Agent Warrants Â Â 21,682 Â Â $ 22.75 Â Â Â 4.75 Â Public Stockholder Warrants Â Â 422,000 Â Â $ 287.50 Â Â Â 3.32 Â Legacy SeaStar Inc. Warrants Â Â 1,957 Â Â $ 250.00 Â Â Â 1.88 Â Â Â Â Â Â Â Â Â Â Â Â Â

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 - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_PlanNameAxis=icu_TwoThousandTwentyTwoOmnibusIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=icu_TwoThousandNineteenStockIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 39 R32.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurement (Tables) 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Schedule of Financial Assets and Liabilities Measured at Fair Value on Recurring Basis The following table presents the Company's financial assets and/or liabilities that were accounted for at fair value on a recurring basis as of September 30, 2024 and December 31, 2023, by level within the fair value hierarchy. There were no non-recurring fair value measurements, as the Company does not have any long-lived assets, including fixed assets, intangible assets or goodwill which can require non-recurring measurements for impairment. Â Â Â Fair Value Measurements as of September 30, 2024 Â ($ in thousands) Â (Level 1) Â Â (Level 2) Â Â (Level 3) Â Â Total Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Â Liability classified warrants Â $ â€” Â Â $ â€” Â Â $ 110 Â Â $ 110 Â Â Â $ â€” Â Â $ â€” Â Â $ 110 Â Â $ 110 Â Â Â Â Â Â Â Â Â Â Â Â Â Fair Value Measurements as of December 31, 2023 Â Â Â (Level 1) Â Â (Level 2) Â Â (Level 3) Â Â Total Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Convertible notes Â $ â€” Â Â $ â€” Â Â $ 4,179 Â Â $ 4,179 Â Liability classified warrants Â Â Â â€” Â Â Â Â â€” Â Â Â 2,307 Â Â Â Â 2,307 Â Total Â $ â€” Â Â $ â€” Â Â $ 6,486 Â Â $ 6,486 Â Summary of Changes in Forward Option and Convertible Notes Derivative Liability The following table presents the changes in the forward option-prepaid forward contracts, convertible notes measured at fair value, warrants liability, and the notes derivative liability for the periods ended September 30, 2024 and December 31, 2023 (in thousands):Â Level 3 Roll Forward ($ in thousands) Â Â Convertible Notes Â Â Liability Classified Warrants Â Balance as of December 31, 2023 Â Â $ 4,373 Â Â $ 2,307 Â Additions Â Â Â 501 Â Â Â 586 Â Cash paid to settle Â Â Â (700) Â Â â€” Â Exchange for short-term note payable Â Â Â â€” Â Â Â (450) Shares issued upon conversion or exercise Â Â Â (4,922) Â Â (3,106) Changes in fair value Â Â Â 748 Â Â Â 773 Â Balance as of September 30, 2024 Â Â $ â€” Â Â $ 110 Â Schedule of Significant Assumptions Valuing of Fair Value The liability classified warrants as of September 30, 2024 and December 31, 2023, include three classes of warrants, and therefore, the range of assumptions used has been provided. Significant assumptions used in valuing warrants which require liability classification were as follows as of September 30, 2024 and December 31, 2023. Â Â Â As of September 30, 2024 Â Â Â Â Â Expected volatility Â Â 120.00 % Equivalent term Â Â 3.08 Â Risk-free rate Â Â 3.58 % Dividend yield Â Â 0.00 % Stock price Â $ 4.26 Â Strike price Â $ 287.50 Â Â Â As of December 31, 2023 Â Â Â Minimum Â Â Â Maximum Â Expected volatility Â Â 85.00 % Â Â Â 90.00 % Equivalent term Â Â 4.04 Â Â Â Â 4.65 Â Risk-free rate Â Â 3.84 % Â Â Â 3.90 % Dividend yield Â Â 0.00 % Â Â Â 0.00 % Stock price $ Â 11.00 Â Â $ Â 11.00 Â Strike price $ Â 12.50 Â Â $ Â 287.50 Â X - DefinitionTabular disclosure of input and valuation technique used to measure fair value and change in valuation approach and technique for each separate class of asset and liability measured on recurring and nonrecurring basis. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisValuationTechniquesTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - 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 40 R33.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share (Tables) 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â Summary of Weighted-Average Outstanding Shares The following weighted-average outstanding shares of potentially dilutive securities were excluded from the computation of diluted net loss per share attributable to common stockholders for the periods presented because including them would have been anti-dilutive: Â Â Â Â As of September 30, Â Â Â Â Â Â Â 2024 Â Â 2023 Â Investor D warrants Â Â Â Â Â Â â€” Â Â Â 301,170 Â Investor E (January 2024) warrants Â Â Â Â Â Â 650,446 Â Â Â â€” Â July 2024 Warrants Â Â Â Â Â Â 1,014,219 Â Â Â â€” Â Placement Agent warrants Â Â Â Â Â Â 21,682 Â Â Â â€” Â Public Stockholders' warrants Â Â Â Â Â Â 422,000 Â Â Â 414,000 Â Private Placement warrants Â Â Â Â Â Â 229,520 Â Â Â 229,520 Â PIPE Investor warrants Â Â Â Â Â Â 20,000 Â Â Â 28,000 Â Legacy warrants Â Â Â Â Â Â 1,957 Â Â Â 2,789 Â Employee based options to purchase common stock Â Â Â Â Â Â 21,352 Â Â Â 15,933 Â Unvested employee based restricted stock units Â Â Â Â Â Â 39,307 Â Â Â 12,572 Â Total Â Â Â Â Â Â 2,420,483 Â Â Â 1,003,984 Â Summary of Weighted Average Shares Outstanding for Basic and Diluted Net Loss Per Share The following table presents the calculation of basic and diluted net loss per share (in thousands except share and per share information):Â Â Â Â Three Months Ended September 30, Â Â Â Â Nine Months Ended September 30, Â ($ in thousands except share and per share amounts) Â Â Â 2024 Â Â 2023 Â Â Â 2024 Â Â 2023 Â Net loss Â Â Â $ (4,478) Â $ (7,232) Â Â $ (20,411) Â $ (16,775) Weighted-average shares outstanding - basic and diluted Â Â Â Â 4,086,871 Â Â Â 801,939 Â Â Â Â 3,348,490 Â Â Â 641,125 Â Basic and diluted net loss per share Â Â Â $ (1.10) Â $ (9.02) Â Â $ (6.10) Â $ (26.16) X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) in the future that were not included in the computation of diluted EPS because to do so would increase EPS amounts or decrease loss per share amounts for the period presented, by antidilutive securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of an entity's basic and diluted earnings per share calculations, including a reconciliation of numerators and denominators of the basic and diluted per-share computations for income from continuing operations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 41 R34.htm IDEA: XBRL DOCUMENT v3.24.3 Description of Business - Additional Information (Details) $ / shares in Units, shares in Thousands, $ in Thousands 3 Months Ended 9 Months Ended Jun. 07, 2024 $ / shares shares Sep. 30, 2024 USD ($) $ / shares Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) Patient $ / shares Sep. 30, 2023 USD ($) Dec. 31, 2023 USD ($) $ / shares Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Â Â Â Â Â Number of enrolled patients | Patient Â Â Â 51 Â Â Accumulated deficit Â $ 135,145 Â $ 135,145 Â $ 114,734 Cash Â $ 2,082 Â $ 2,082 Â $ 176 Reverse stock split, description Â Â Â On June 7, 2024, the Company effected a 1-for-25 reverse stock split (the â€œReverse Stock Splitâ€) of its issued and outstanding shares of common stock, par value $0.0001 (the "common stock"). Following the effect of the Reverse Stock Split, each 25 shares of the Companyâ€™s common stock that were issued and outstanding automatically converted into one outstanding share of common stock Â Â Common stock, par value | $ / shares Â $ 0.0001 Â $ 0.0001 Â $ 0.0001 Outstanding warrants | shares 16,788,000 Â Â Â Â Â Net revenue Â $ 68 $ 0 $ 68 $ 0 Â Warrant exercise price | $ / shares $ 11.5 Â Â Â Â Â Net loss Â $ (4,478) $ (7,232) $ (20,411) $ (16,775) Â Conversion ratio 0.04 Â Â Â Â Â Â X - DefinitionNumber of enrolled patients. + ReferencesNo definition available. + Details Name: icu_NumberOfEnrolledPatients Namespace Prefix: icu_ Data Type: xbrli:integerItemType 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. Excludes cash and cash equivalents within disposal group and discontinued operation. + 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 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -

Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 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)(2)) -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(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 45 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477796/946-210-45-21Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 210 -Topic 946 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477796/946-210-45-20 + Details Name: us-gaap_Cash Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of warrants or rights outstanding. + ReferencesNo definition available. + Details Name: us-gaap_ClassOfWarrantOrRightOutstanding 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 - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 31: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4JReference 32: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4KReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 34: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, 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 - DefinitionRatio applied to the conversion of stock split, for example but not limited to, one share converted to two or two shares converted to one. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 4 -Subparagraph (SAB Topic 4.C) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-4 + Details Name: us-gaap_StockholdersEquityNoteStockSplitConversionRatio1 Namespace Prefix: us-gaap_ Data Type: xbrli:pureItemType Balance Type: na Period Type: duration X - DefinitionDescription of the reverse stock split arrangement. Also provide the retroactive effect given by the reverse split that occurs after the balance sheet date but before the release of financial statements. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 4 -Subparagraph (SAB Topic 4.C) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-4 + Details Name: us-gaap_StockholdersEquityReverseStockSplit Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 42 R35.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of significant accounting policies - Additional Information (Details) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Significant Accounting Policies [Line Items] Â Â Â Â Inventory on-hand $ 0 Â $ 0 Â Inventory utilized 0 Â 0 Â Cost of goods sold 0 $ 0 0 $ 0 Reserve for credit loss allowance 0 Â 0 Â Maximum [Member] Â Â Â Â Significant Accounting Policies [Line Items] Â Â Â Â Materiality of current sales $ 100,000 Â $ 100,000 Â X - DefinitionInventory utilized. + ReferencesNo definition available. + Details Name: icu_InventoryUtilized Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionMateriality of current sales. + ReferencesNo definition available. + Details Name: icu_MaterialityOfCurrentSales Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionSignificant accounting policies line items + ReferencesNo definition available. + Details Name: icu_SignificantAccountingPoliciesLineItems Namespace Prefix: icu_ Data Type: xbrli:stringItemType 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 - 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 - 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 - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 43 R36.htm IDEA: XBRL DOCUMENT v3.24.3 Revenues and Contract Obligations - Summary of Changes in the Contract Liability (Details) - USD ($) $ in Thousands 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Revenue from Contract with Customer [Abstract] Â Â Contract liabilities, beginning of period $ 100 Â Consideration received 450 $ 100 Contract liabilities, end of period $ 550 $ 100 X - DefinitionContract with customer liability consideration received. + ReferencesNo definition available. + Details Name: icu_ContractWithCustomerLiabilityConsiderationReceived Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 44 R37.htm IDEA: XBRL DOCUMENT v3.24.3 Revenues and Contract Obligations - Additional Information (Details) - USD ($) $ in Thousands 1 Months Ended 3 Months Ended 12 Months Ended Sep. 30, 2024 Sep. 30, 2024 Dec. 31, 2022 Oct. 20, 2024 Dec. 31, 2023 Disaggregation of Revenue [Line Items] Â Â Â Â Â Â Contract liabilities $ 550 $ 550 Â Â $ 100 Sale of Pediatric Scds $ 100 Â Â Â Â Â License and Distribution Agreement [Member] | Nuwellis, Inc [Member] Â Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Â Proceeds from upfront payment Â Â $ 100 Â Â License and Distribution Agreement [Member] | Nuwellis, Inc [Member] | Sales Based Milestone [Member] Â Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Â Proceeds from milestone payment Â Â 300 Â Â License and Distribution Agreement [Member] | Nuwellis, Inc [Member] | Regulatory Milestone [Member] Â Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Â Proceeds from milestone payment Â Â $ 450 Â Â Settlement Agreement [Member] | Nuwellis, Inc [Member] Â Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Â Precluded revenue from product shipments Â $ 100 Â Â Â Settlement Agreement [Member] | Nuwellis, Inc [Member] | Subsequent Event [Member] Â Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Â Pay back for outstanding contract liabilities Â Â Â $ 350 Â Contract liabilities Â Â Â $ 550 Â X - DefinitionPay back outstanding contract liabilities. + ReferencesNo definition available. + Details Name: icu_PayBackOutstandingContractLiabilities Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPotential proceeds from milestone payment. + ReferencesNo definition available. + Details Name: icu_PotentialProceedsFromMilestonePayment Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPrecluded revenue from product shipments. + ReferencesNo definition available. + Details Name: icu_PrecludedRevenueFromProductShipments Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionProceeds from upfront payment. + ReferencesNo definition available. + Details Name: icu_ProceedsFromUpfrontPayment Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionSale of pediatric scds. + ReferencesNo definition available. + Details Name: icu_SaleOfPediatricScds Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91 + Details Name: us-gaap_DisaggregationOfRevenueLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_TypeOfArrangementAxis=icu_LicenseAndDistributionAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=icu_NuwellisIncorporatedMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=icu_SalesBasedMilestoneMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=icu_RegulatoryMilestoneMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=icu_ConfidentialSettlementAgreementMember 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: XML 45 R38.htm IDEA: XBRL DOCUMENT v3.24.3 Accrued Expenses - Summary of Accrued Expenses (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Accrued Liabilities, Current [Abstract] Â Â Accrued bonus $ 1,184 $ 501 Accrued director compensation 296 427 Accrued research and development expenses 281 507 Accrued legal 42 43 Accrued interest 0 19 Contract settlement contingent liability [1] 350 0 Other 138 26 Total accrued expenses $ 2,291 $ 1,523 [1] The Company and Nuwellis entered into the Settlement Agreement in connection with the Company's termination of the Distribution Agreement on August 18, 2024. A contingent liability of $350,000 was recognized in connection with the Settlement Agreement to reflect that the circumstances that gave rise to this obligation existed as of September 30, 2024. See Note 15 to our unaudited consolidated financial statements for the three- and nine- months ended September 30, 2024, included elsewhere in this Form 10-Q for additional information. X - DefinitionAccrued contract settlement contingent liability current. + ReferencesNo definition available. + Details Name: icu_AccruedContractSettlementContingentLiabilityCurrent Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAccrued director compensation current. + ReferencesNo definition available. + Details Name: icu_AccruedDirectorCompensationCurrent Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAccrued research and development expenses current. + ReferencesNo definition available. + Details Name: icu_AccruedResearchAndDevelopmentExpensesCurrent Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable for incentive compensation awarded to employees and directors or earned by them based on the terms of one or more relevant arrangements. 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_AccruedBonusesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AccruedLiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionCarrying value as of the balance sheet date of obligations incurred through that date and payable for professional fees, such as for legal and accounting services received. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedProfessionalFeesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of [accrued] interest payable on all forms of debt, including trade payables, that has been incurred and is unpaid. 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_InterestPayableCurrent 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 XML 46 R39.htm IDEA: XBRL DOCUMENT v3.24.3 Accrued Expenses - Summary of Accrued Expenses (Parenthetical) (Details) - USD ($) Sep. 30, 2024 Dec. 31, 2023 Accrued Expenses [Line Items] Â Â Contract settlement contingent liability [1] $ 350,000 $ 0 License and Distribution Agreement [Member] | Nuwellis, Inc [Member] Â Â Accrued Expenses [Line Items] Â Â Contract settlement contingent liability $ 350,000 Â [1] The Company and Nuwellis entered into the Settlement Agreement in connection with the Company's termination of the Distribution Agreement on August 18, 2024. A contingent liability of $350,000 was recognized in connection with the Settlement Agreement to reflect that the circumstances that gave rise to this obligation existed as of September 30, 2024. See Note 15 to our unaudited consolidated financial statements for the three- and nine- months ended September 30, 2024, included elsewhere in this Form 10-Q for additional information. X - DefinitionAccrued contract settlement contingent liability current. + ReferencesNo definition available. + Details Name: icu_AccruedContractSettlementContingentLiabilityCurrent Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAccrued expenses. + ReferencesNo definition available. + Details Name: icu_AccruedExpensesLineItems Namespace Prefix: icu_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_TypeOfArrangementAxis=icu_LicenseAndDistributionAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=icu_NuwellisIncorporatedMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 47 R40.htm IDEA: XBRL DOCUMENT v3.24.3 Trade Accounts Receivable - Schedule of Accounts Receivable, on Gross and Net Basis, with Change in Expected Credit Loss (Details) - USD ($) $ in Thousands 9 Months Ended Sep. 30, 2024 Dec. 31, 2023 Receivables [Abstract] Â Â Increase in trade accounts receivable, gross $ 68 Â Increase in trade accounts receivable, net 68 Â Accounts Receivable, Gross 68 Â Accounts Receivable, Net $ 68 $ 0 X - DefinitionIncrease in trade accounts receivable, gross. + ReferencesNo definition available. + Details Name: icu_IncreaseInTradeAccountsReceivableGross Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionIncrease in trade accounts receivable, net. + ReferencesNo definition available. + Details Name: icu_IncreaseInTradeAccountsReceivableNet Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, before 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/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2Reference 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(3)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1 + Details Name: us-gaap_AccountsReceivableGrossCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 - ReferencesNo definition available. + Details Name: us-gaap_ReceivablesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 48 R41.htm IDEA: XBRL DOCUMENT v3.24.3 Notes Payable - Summary of Notes payable (Details) - USD ($) $ in Thousands 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Notes Payable [Line Items] Â Â Payments $ (5,260) $ (3,145) Amortization of costs 102 $ 37 LMFA [Member] Â Â Notes Payable [Line Items] Â Â Notes payable, Balance 296 Â Payments (296) Â LMFAO [Member] Â Â Notes Payable [Line Items] Â Â Notes payable, Balance 1,128 Â Payments (1,128) Â Maxim [Member] Â Â Notes Payable [Line Items] Â Â Notes payable, Balance 2,771 Â Payments (2,771) Â Insurance Financing [Member] Â Â Notes Payable [Line Items] Â Â Notes payable, Balance 565 Â Payments (565) Â Investor D Note [Member] Â Â Notes Payable [Line Items] Â Â Notes payable, Balance 0 Â Note issued in exchange for warrants 450 Â Payments (450) Â Unamortized deferred financing costs member Â Â Notes Payable [Line Items] Â Â Unamortized deferred financing costs, Balance (52) Â Payments (50) Â Amortization of costs $ 102 Â X - DefinitionAmortization of deferred financing costs. + ReferencesNo definition available. + Details Name: icu_AmortizationOfDeferredFinancingCosts Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionNote issued in exchange for warrants. + ReferencesNo definition available. + Details Name: icu_NoteIssuedInExchangeForWarrants Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNotes Payable. + ReferencesNo definition available. + Details Name: icu_NotesPayableLineItems Namespace Prefix: icu_ 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, after 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 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_DeferredFinanceCostsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe cash outflow for a borrowing supported by a written promise to pay an obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=icu_LMFANotePayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=icu_LmfaoNotePayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=icu_MaximNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=icu_InsuranceFinancingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=icu_InvestorDNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=icu_UnamortizedDeferredFinancingCostsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 49 R42.htm IDEA: XBRL DOCUMENT v3.24.3 Notes Payable - Investor D Note - Additional Information (Details) - Investor D Note [Member] $ in Millions Jun. 28, 2024 USD ($) Notes Payable [Line Items] Â Short-term note $ 0.5 Interest rate on the loan 7.00% X - DefinitionNotes Payable. + ReferencesNo definition available. + Details Name: icu_NotesPayableLineItems Namespace Prefix: icu_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe average effective interest rate during 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(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 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 3: 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/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentInterestRateDuringPeriod Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionAmount of investments including trading securities, available-for-sale securities, held-to-maturity securities, and short-term investments classified as other and current. + 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(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-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(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -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_ShortTermInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_DebtInstrumentAxis=icu_InvestorDNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 50 R43.htm IDEA: XBRL DOCUMENT v3.24.3 Notes Payable - Senior Secured LMFA Notes Payable - Additional Information (Details) - Senior Secured LMFA Notes Payable [Member] 9 Months Ended Sep. 30, 2024 Notes Payable [Line Items] Â Debt instrument, interest rate 7.00% Debt instrument, maturity date Mar. 27, 2025 X - DefinitionNotes Payable. + ReferencesNo definition available. + Details Name: icu_NotesPayableLineItems Namespace Prefix: icu_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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 - DefinitionDate when the debt instrument is scheduled to be fully repaid, in YYYY-MM-DD format. + ReferencesReference 1: 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 2: 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 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(22)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: 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/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentMaturityDate Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=icu_SeniorSecuredLMFANotePayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R44.htm IDEA: XBRL DOCUMENT v3.24.3 Notes Payable - Senior Secured LMFAO Note Payable - Additional Information (Details) - Senior Secured LMFAO Note Payable [Member] 9 Months Ended Sep. 30, 2024 Notes Payable [Line Items] Â Debt instrument, maturity date Mar. 27, 2025 Debt instrument, interest rate 7.00% X - DefinitionNotes Payable. + ReferencesNo definition available. + Details Name: icu_NotesPayableLineItems Namespace Prefix: icu_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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 - DefinitionDate when the debt instrument is scheduled to be fully repaid, in YYYY-MM-DD format. + ReferencesReference 1: 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 2: 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 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(22)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: 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/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentMaturityDate Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=icu_SeniorSecuredLMFAONotePayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 52 R45.htm IDEA: XBRL DOCUMENT v3.24.3 Notes Payable - Unsecured Maxim Note Payable - Additional Information (Details) - USD ($) $ in Thousands 1 Months Ended Jun. 30, 2024 Oct. 31, 2022 Sep. 30, 2024 Dec. 31, 2023 Notes Payable LineItems Â Â Â Â Notes payable Â Â $ 0 $ 565 Unsecured Maxim Note Payable [Member] Â Â Â Â Notes Payable LineItems Â Â Â Â Professional fees Â $ 4,200 Â Â Debt instrument, interest rate Â 7.00% Â Â Notes payable $ 2,600 Â Â Â Reverse stock split maxim note due 90 days Â Â Â X - DefinitionNotes Payable. + ReferencesNo definition available. + Details Name: icu_NotesPayableLineItems Namespace Prefix: icu_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionReverse Stock Split Maxim Note Due. + ReferencesNo definition available. + Details Name: icu_ReverseStockSplitMaximNoteDue Namespace Prefix: icu_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration 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 - DefinitionSum of the carrying values as of the balance sheet date of the portions of long-term notes payable due within one year or the operating cycle if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -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_NotesPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionA fee charged for services from professionals such as doctors, lawyers and accountants. The term is often expanded to include other professions, for example, pharmacists charging to maintain a medicinal profile of a client or customer. + 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 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Subparagraph (k) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-3Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_ProfessionalFees Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=icu_UnsecuredMaximNotePayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 53 R46.htm IDEA: XBRL DOCUMENT v3.24.3 Notes Payable - Insurance Financing - Additional Information (Details) - USD ($) $ in Millions 1 Months Ended 9 Months Ended Oct. 31, 2023 Sep. 30, 2024 Notes Payable [Line Items] Â Â Annual premium of insurance policy amount $ 0.7 Â Frequency of principal and interest payments Â two monthly Payment terms Â The Company paid the remaining two monthly installments of principal and interest with the last payment being made in August 2024 X - DefinitionNotes Payable. + ReferencesNo definition available. + Details Name: icu_NotesPayableLineItems Namespace Prefix: icu_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPayment of annual premium insurance policy. + ReferencesNo definition available. + Details Name: icu_PaymentOfAnnualPremiumInsurancePolicy Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDescription of the frequency of periodic payments (monthly, quarterly, annual). + 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 -Name Accounting Standards Codification -Topic 942 -SubTopic 470 -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477734/942-470-50-3 + Details Name: us-gaap_DebtInstrumentFrequencyOfPeriodicPayment Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDescription of the payment terms of the debt instrument (for example, whether periodic payments include principal and frequency of payments) and discussion about any contingencies associated with the payment. + 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)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 942 -SubTopic 470 -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477734/942-470-50-3 + Details Name: us-gaap_DebtInstrumentPaymentTerms Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 54 R47.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Notes - Activity for the Convertible Notes (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Jun. 05, 2024 Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Debt Instrument [Line Items] Â Â Â Â Â Balance Â Â Â $ 4,373 Â Issuance (Face Value) Â Â Â 1,087 Â Fair value of detachable warrants at issuance Â $ (192) $ (1,025) 773 $ (1,784) (Gain)/loss on conversion Â Â Â 5,397 Â Conversion to common stock Â Â Â (10,319) Â (Gain)/loss on reporting period remeasurement Â Â Â 748 Â Redemption $ (700) Â Â (700) $ (282) Balance Â 0 Â 0 Â Convertible Debt Securities Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Fair value of detachable warrants at issuance Â Â Â (586) Â 3rd Investor D Note 3-1 Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Balance Â Â Â 1,012 Â Issuance (Face Value) Â Â Â 0 Â

(Gain)/loss on conversion Â Â Â 1,201 Â Conversion to common stock Â Â Â (2,213) Â (Gain)/loss on reporting period remeasurement Â Â Â 0 Â Redemption Â Â Â 0 Â Balance Â 0 Â 0 Â 3rd Investor D Note 3-1 | Convertible Debt Securities Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Fair value of detachable warrants at issuance Â Â Â 0 Â 3rd Investor D Note 3-2 Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Balance Â Â Â 999 Â Issuance (Face Value) Â Â Â 0 Â (Gain)/loss on conversion Â Â Â 636 Â Conversion to common stock Â Â Â (1,635) Â (Gain)/loss on reporting period remeasurement Â Â Â 0 Â Redemption Â Â Â 0 Â Balance Â 0 Â 0 Â 3rd Investor D Note 3-2 | Convertible Debt Securities Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Fair value of detachable warrants at issuance Â Â Â 0 Â 3rd Investor D Note 3-3 Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Balance Â Â Â 972 Â Issuance (Face Value) Â Â Â 0 Â (Gain)/loss on conversion Â Â Â 615 Â Conversion to common stock Â Â Â (1,587) Â (Gain)/loss on reporting period remeasurement Â Â Â 0 Â Redemption Â Â Â 0 Â Balance Â 0 Â 0 Â 3rd Investor D Note 3-3 | Convertible Debt Securities Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Fair value of detachable warrants at issuance Â Â Â 0 Â 3rd Investor D Note 3-4 Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Balance Â Â Â 568 Â Issuance (Face Value) Â Â Â 0 Â (Gain)/loss on conversion Â Â Â 381 Â Conversion to common stock Â Â Â (949) Â (Gain)/loss on reporting period remeasurement Â Â Â 0 Â Redemption Â Â Â 0 Â Balance Â 0 Â 0 Â 3rd Investor D Note 3-4 | Convertible Debt Securities Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Fair value of detachable warrants at issuance Â Â Â 0 Â 4th Investor D Note Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Balance Â Â Â 822 Â Issuance (Face Value) Â Â Â 0 Â (Gain)/loss on conversion Â Â Â 77 Â Conversion to common stock Â Â Â (947) Â (Gain)/loss on reporting period remeasurement Â Â Â 748 Â Redemption Â Â Â (700) Â Balance Â 0 Â 0 Â 4th Investor D Note | Convertible Debt Securities Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Fair value of detachable warrants at issuance Â Â Â 0 Â 5th Investor D Note Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Balance Â Â Â 0 Â Issuance (Face Value) Â Â Â 272 Â (Gain)/loss on conversion Â Â Â 482 Â Conversion to common stock Â Â Â (607) Â (Gain)/loss on reporting period remeasurement Â Â Â 0 Â Redemption Â Â Â 0 Â Balance Â 0 Â 0 Â 5th Investor D Note | Convertible Debt Securities Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Fair value of detachable warrants at issuance Â Â Â (147) Â 6th Investor D Note Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Balance Â Â Â 0 Â Issuance (Face Value) Â Â Â 815 Â (Gain)/loss on conversion Â Â Â 2,005 Â Conversion to common stock Â Â Â (2,381) Â (Gain)/loss on reporting period remeasurement Â Â Â 0 Â Redemption Â Â Â 0 Â Balance Â $ 0 Â 0 Â 6th Investor D Note | Convertible Debt Securities Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Fair value of detachable warrants at issuance Â Â Â $ (439) Â X - DefinitionGain loss on conversion of long term debt. + ReferencesNo definition available. + Details Name: icu_GainLossOnConversionOfLongTermDebt Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionGain loss on reporting period remeasurement of long term debt. + ReferencesNo definition available. + Details Name: icu_GainLossOnReportingPeriodRemeasurementOfLongTermDebt Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe value of the financial instrument(s) that the original debt is being converted into in a noncash (or part noncash) transaction. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_DebtConversionConvertedInstrumentAmount1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + 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 - DefinitionAmount of expense (income) related to adjustment to fair value of warrant liability. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 13 -SubTopic 10 -Topic 480 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481766/480-10-25-13 + Details Name: us-gaap_FairValueAdjustmentOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration 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 - 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 - DefinitionThe cash outflow from the repayment of a long-term debt instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfConvertibleDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_ConvertibleDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=icu_ThirdInvestorDConvertibleNote31Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=icu_ThirdInvestorDConvertibleNote32Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=icu_ThirdInvestorDConvertibleNote33Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=icu_ThirdInvestorDConvertibleNote34Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=icu_FourthInvestorDNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=icu_FifthInvestorDNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=icu_SixthInvestorDNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 55 R48.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Notes - Additional Information (Details) - USD ($) $ / shares in Units, $ in Thousands 3 Months Ended 9 Months Ended Jun. 30, 2024 Jun. 05, 2024 Apr. 01, 2024 Jan. 30, 2024 Jan. 24, 2024 Jan. 12, 2024 Sep. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Jun. 07, 2024 Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Initial conversion price Â Â Â Â $ 14 Â Â Â Â Â Â Â Â Warrant exercise price Â Â Â Â Â Â Â Â Â Â Â Â $ 11.5 Loss on extinguishment of convertible notes Â Â Â Â Â Â Â $ 0 $ 5,800 $ (4,949) $ 0 $ (4,949) Â Loss on coversion into equity Â Â Â Â Â Â Â Â 4,700 Â Â Â Â Â Debt conversion, original debt amount $ 0 Â Â Â Â Â Â $ 0 Â Â Â Â Â Â Conversion of outstanding debt to common stock Â Â Â Â Â Â Â Â 10,319 Â Â Suspention period Â Â 60 days Â Â Â Â Â Â Â Â Â Â Investment right notice period Â Â 10 days Â Â Â Â Â Â Â Â Â Percentage Of Conversion Amount Â Â 200.00% Â Â Â Â Â Â Â Â Â Redeemed outstanding convertible debt Â $ 700 Â Â Â Â Â Â Â Â Â $ 700 $ 282 Â Investor D Convertible Notes And Warrant Activity [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Issuing notes in principal amounts Â Â Â Â $ 800 $ 300 Â Â Â Â Â Â Â Interest rate of senior unsecured convertible note issued Â Â Â Â 7.00% 7.00% Â Â Â Â Â Â Â Â Maturity date Â Â Â Â Apr. 24, 2025 Apr. 12, 2025 Â Â Â Â Â Â Â Common Stock [Member] | Investor D Convertible Notes And Warrant Activity [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Issued warrants to purchase Â Â Â Â 15,382 Â Â Â Â Â Â Â Â Warrant exercise price Â Â Â Â $ 14 $ 14 Â Â Â Â Â Â Â Additional warrants to purchase Â Â Â Â 15,382 Â Â Â Â Â Â Â Maximum [Member] | Common Stock [Member] | Investor D Convertible Notes And Warrant Activity [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Issued warrants to purchase Â Â Â Â 5,278 Â Â Â Â Â Â Â Additional warrants to purchase Â Â Â Â 5,278 Â Â Â Â Â Convertible Notes [Member] | Investor Notes [Member] Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Debt instrument, face amount Â Â Â Â Â Â 1,000 Â Â Â Â Optional debt redemption rights suspension period Â Â Â 60 days Â Â Â Â Â Â Â Debt redemption percentage Â Â Â 200.00% Â Â Â Â Â Â Â Â Â Debt conversion, original debt amount Â Â Â Â Â Â Â 3,300 Â Â Â Â Conversion of outstanding debt to common stock Â Â Â Â Â Â Â 9,500 Â Â Â Â Fair value of convertible notes Â Â Â Â Â Â Â 1,100 Â Â Â Â Investor D Convertible Notes [Member] Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Loss on issuance of the convertible notes Â Â Â Â Â Â 700 Â Â Â Â Conversion of outstanding debt to common stock Â Â Â Â Â Â $ 400 Â Â Â Â Investor D Convertible Notes [Member] | Common Stock [Member] Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Loss on issuance of the convertible notes Â 400 Â Â Â Â Â Â Â Â Debt conversion, original debt amount Â 600 Â Â Â Â Â Â Â Â Debt Conversion, Accrued interest, Amount Â $ 700 Â Â Â Â Â Â Â Â Debt Conversion Shares Issued Â 92,858 Â Â Â Â Â Â Â Â Â X - DefinitionDebt conversion, accrued interest, amount. + ReferencesNo definition available. + Details Name: icu_DebtConversionAccruedInterestAmount Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionInterest rate of senior unsecured convertible note issued. + ReferencesNo definition available. + Details Name: icu_InterestRateOfSeniorUnsecuredConvertibleNoteIssued Namespace Prefix: icu_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionInvestment right notice period. + ReferencesNo definition available. + Details Name: icu_InvestmentRightNoticePeriod Namespace Prefix: icu_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionLoss on conversion into equity. + ReferencesNo definition available. + Details Name: icu_LossOnConversionIntoEquity Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X -

DefinitionLoss on issuance of the convertible notes. + ReferencesNo definition available. + Details Name: icu_LossOnIssuanceOfTheConvertibleNotes Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionOptional debt redemption rights suspension period. + ReferencesNo definition available. + Details Name: icu_OptionalDebtRedemptionRightsSuspensionPeriod Namespace Prefix: icu_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionPercentage of conversion amount. + ReferencesNo definition available. + Details Name: icu_PercentageOfConversionAmount Namespace Prefix: icu_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionSuspention period. + ReferencesNo definition available. + Details Name: icu_SuspentionPeriod Namespace Prefix: icu_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionWarrants issued to purchase shares of common stock. + ReferencesNo definition available. + Details Name: icu_WarrantsIssuedToPurchaseSharesOfCommonStock Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFair value portion of borrowing which can be exchanged for a specified number of another security at the option of the issuer or the holder, for example, but not limited to, the entity's common stock. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_ConvertibleDebtFairValueDisclosures Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe value of the financial instrument(s) that the original debt is being converted into in a noncash (or part noncash) transaction. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_DebtConversionConvertedInstrumentAmount1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe number of shares issued in exchange for the original debt being converted in a noncash (or part noncash) transaction. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_DebtConversionConvertedInstrumentSharesIssued1 Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe amount of the original debt being converted in a noncash (or part noncash) transaction. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_DebtConversionOriginalDebtAmount1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe price per share of the conversion feature embedded in the debt instrument. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-5 + Details Name: us-gaap_DebtInstrumentConvertibleConversionPrice1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - 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 - DefinitionAmount of principal of debt issued. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3 + Details Name: us-gaap_DebtInstrumentIssuedPrincipal Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + 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 - DefinitionDate when the debt instrument is scheduled to be fully repaid, in YYYY-MM-DD format. + ReferencesReference 1: 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 2: 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 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(22)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: 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/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentMaturityDate Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionPercentage of principal amount of debt redeemed. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentRedemptionPricePercentageOfPrincipalAmountRedeemed Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow from the repayment of a long-term debt instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfConvertibleDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_InvestorDConvertibleNotesAndWarrantActivityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_CommonStockMember 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_LongtermDebtTypeAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=icu_InvestorNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=icu_InvestorDConvertibleNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 56 R49.htm IDEA: XBRL DOCUMENT v3.24.3 Equity Transactions - Additional Information (Details) - USD ($) $ / shares in Units, $ in Thousands 1 Months Ended 9 Months Ended 12 Months Ended Jul. 10, 2024 May 17, 2024 Jan. 26, 2024 Sep. 30, 2024 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Jun. 07, 2024 Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrant exercise price Â Â Â Â Â Â Â $ 11.5 Proceeds from issuance of shares Â Â Â Â $ 13,582 $ 1,283 Â Â Amount available to draw Â Â Â Â Â Â Â $ 95,300 Â Tumim Stone Capital [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Shares issued Â Â Â Â Â Â 6,500,000 Â Proceeds from issuance of shares Â Â Â Â Â Â $ 4,700 Â January 2024 Offering [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrant exercise price Â Â Â $ 22.83 $ 22.83 Â Â Â Warrants to purchase Common stock Â Â 21,682 Â Â Â Â Â Warrants issued fair value Â Â $ 300 Â Â Â Â Â Placement agent fee paid Â Â Â Â $ 700 Â Â Â Warrant exerciseable date Â Â Jun. 04, 2024 Â Jul. 30, 2024 Â Â Â July 2024 Offering [Member] | H.C. Wainwright & Co., LLC [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrants expire Â 5 years Â Â Â Â Â Â

Placement agent expenses Â $ 800 Â Â Â Â Â Â Percentage of placement warrant exercise price equal to offering price Â 125.00% Â Â Â Â Â Â Percentage of warrants to purchase common stock Equal to number of shares placed in offering Â 7.00% Â Â Â Â Â Â Aggregate cash fee percentage Â 6.40% Â Â Â Â Â Â Percentage of management fee of gross proceeds Â 1.00% Â Â Â Â Â Â August 2024 At-The-Market Offering [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Proceeds from issuance of shares Â Â Â $ 100 Â Â Â Â Â Maximum [Member] | July 2024 Offering [Member] | H.C. Wainwright & Co., LLC [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrants to purchase Common stock Â 66,351 Â Â Â Â Â Â Common Stock [Member] | January 2024 Offering [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Warrant exercise price Â Â $ 0.0001 Â Â Â Â Â Warrants to purchase Common stock Â Â 252,182 Â Â Â Â Â Aggregate gross proceeds Â Â $ 9,000 Â Â Â Â Â Common Stock [Member] | July 2024 Offering [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrant exercise price $ 0.0001 Â Â Â Â Â Â Â Warrants to purchase Common stock 947,868 Â Â Â Â Â Â Â Aggregate gross proceeds $ 10,000 Â Â Â Â Â Â Â Common Stock [Member] | August 2024 At-The-Market Offering [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Shares issued Â Â Â 12,218 Â Â Â Â Â Common Stock [Member] | Private Placement [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrant exercise price Â Â $ 20.76 Â Â Â Â Â Common Stock [Member] | Private Placement [Member] | January 2024 Offering [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrant exercise price Â Â $ 20.76 Â Â Â Â Â Series A Warrants [Member] | Common Stock [Member] | Private Placement [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrants to purchase Common stock Â Â 433,631 Â Â Â Â Â Series A Warrants [Member] | Common Stock [Member] | Private Placement [Member] | January 2024 Offering [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrants to purchase Common stock Â Â 433,631 Â Â Â Â Â Series B Warrants [Member] | Common Stock [Member] | Private Placement [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrants to purchase Common stock Â Â 216,816 Â Â Â Â Â Series B Warrants [Member] | Common Stock [Member] | Private Placement [Member] | January 2024 Offering [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrants to purchase Common stock Â Â 216,816 Â Â Â Â Â Pre-funded Warrants [Member] | Common Stock [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrant exercise price Â Â $ 0.0001 Â Â Â Â Â Warrants to purchase Common stock Â Â 181,449 Â Â Â Â Â Pre-funded Warrants [Member] | Common Stock [Member] | January 2024 Offering [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrant exercise price Â Â $ 0.0001 Â Â Â Â Â Warrants to purchase Common stock Â Â 181,449 Â Â Â Â Â Common Warrants [Member] | July 2024 Offering [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrant exercise price $ 10.55 Â Â Â Â Â Â Â Â Warrants expire 5 years Â Â Â Â Â Â Â Â Common warrants maturity due 30 days Â Â Â Â Â Â Â Â Common Warrants [Member] | July 2024 Offering [Member] | H.C. Wainwright & Co., LLC [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrant exercise price Â $ 13.1875 Â Â Â Â Â Â Common Warrants [Member] | Common Stock [Member] | July 2024 Offering [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrant exercise price $ 10.55 Â Â Â Â Â Â Â Â Common Warrants [Member] | Common Stock [Member] | Maximum [Member] | Private Placement [Member] | July 2024 Offering [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrants to purchase Common stock 947,868 Â Â Â Â Â Â Â X - DefinitionAggregate Cash Fee Percentage + ReferencesNo definition available. + Details Name: icu_AggregateCashFeePercentage Namespace Prefix: icu_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionCommon Warrants Maturity Due. + ReferencesNo definition available. + Details Name: icu_CommonWarrantsMaturityDue Namespace Prefix: icu_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionPercentage of management fee of gross proceeds. + ReferencesNo definition available. + Details Name: icu_PercentageOfManagementFeeOfGrossProceeds Namespace Prefix: icu_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionPercentage Of Placement Warrant Exercise Price Equal To Offering Price + ReferencesNo definition available. + Details Name: icu_PercentageOfPlacementWarrantExercisePriceEqualToOfferingPrice Namespace Prefix: icu_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionPercentage of warrants to purchase common stock equal to number of shares placed in offering + ReferencesNo definition available. + Details Name: icu_PercentageOfWarrantsToPurchaseCommonStockEqualToNumberOfSharesPlacedInOffering Namespace Prefix: icu_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionPlacement agent expenses. + ReferencesNo definition available. + Details Name: icu_PlacementAgentExpenses Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPlacement agent fee paid. + ReferencesNo definition available. + Details Name: icu_PlacementAgentFeePaid Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionWarrants expiration years. + ReferencesNo definition available. + Details Name: icu_WarrantsExpirationYears Namespace Prefix: icu_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionWarrants issued fair value. + ReferencesNo definition available. + Details Name: icu_WarrantsIssuedFairValue Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDate the warrants or rights are exercisable, in YYYY-MM-DD format. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRighstDateFromWhichWarrantsOrRightsExercisable Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 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_ClassOfWarrantOrRightLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAmount of borrowing capacity currently available under the credit facility (current borrowing capacity less the amount of borrowings outstanding). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityRemainingBorrowingCapacity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe cash inflow from the 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 issuance of rights to purchase common shares at predetermined price (usually issued together with corporate debt). + 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_ProceedsFromIssuanceOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 - Details Name: dei_LegalEntityAxis=icu_TumimStoneCapitalMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=icu_JanuaryTwentyTwentyFourRegisteredDirectOfferingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=icu_JulyTwentyTwentyFourRegisteredDirectOfferingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=icu_HCWainwrightCoLlcMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=icu_AugustTwentyTwentyFourAtTheMarketOfferingMember 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_StatementEquityComponentsAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=us-gaap_PrivatePlacementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_SeriesAWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_SeriesBWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PreFundedWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_CommonWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 57 R50.htm IDEA: XBRL DOCUMENT v3.24.3 Warrants - Additional Information (Details) - USD ($) $ / shares in Units, $ in Thousands 3 Months Ended 9 Months Ended Jun. 28, 2024 Jan. 30, 2024 Jan. 26, 2024 Jan. 24, 2024 Jan. 12, 2024 Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Jul. 11, 2024 Jun. 07, 2024 Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Warrants initial exercise price Â Â Â Â Â Â Â Â Â Â Â Â $ 11.5 Fair value of detachable warrants at issuance Â Â Â Â Â $ (192) $ (1,025) $ 773 $ (1,784) Â Â Exchange of Outstanding warrant Â Â Â Â Â Â Â 10,319 Â Â Â Liability Classified Warrants [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Â Fair value of detachable warrants at issuance Â Â Â Â Â (200) Â $ 500 Â Â Â Common Stock [Member] | Private Placement [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Â Warrants initial exercise price Â Â $ 20.76 Â Â Â Â Â Â Â Â Â July 2024 Investor Warrants [Member] | Common Stock [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Warrants to purchase Common stock Â Â Â Â Â Â Â Â 947,868 Â Warrants initial exercise price Â Â Â Â Â Â Â Â Â $ 10.55 Â Warrants expiry date Â Â Â Â Â Â Â Â Â Jul. 10, 2029 Â July 2024 PA Warrants [Member] | Common Stock [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Â Warrants to purchase Common stock Â Â Â Â Â Â Â Â 66,351 Â Warrants initial exercise price Â Â Â Â Â Â Â Â Â $ 13.1875 Â Warrants expiry date Â Â Â Â Â Â Â Â Â Jul. 10, 2029 Â Pre-funded Warrants [Member] | Common Stock [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Warrants to purchase Common stock Â Â 181,449 Â Â Â Â Â Â Â Â Warrants initial exercise price Â Â $ 0.0001 Â Â Â Â Â Â Â Â Private Placement Warrants [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Â Warrants to purchase common stock from total shares percentage Â Â 5.00% Â Â Â Â Â Â Â Â Â Warrants exercisable at price equal to offering price percentage Â Â Â Â Â Â 110.00% Â Â Â Investor E Warrants [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Warrant exerciseable date Â Â Jun. 04, 2024 Â Â Â Â Â Â Â Â Series A Warrants [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Warrants expiry date Â Â Jun. 04, 2029 Â Â Â Â Â Â Â Â Series A Warrants [Member] | Common Stock [Member] | Private Placement [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Warrants to purchase Common stock Â Â 433,631 Â Â Â Â Â Â Â Â Series B Warrants [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Warrants expiry date Â Â Jun. 04, 2025 Â Â Â Â Â Â Â Â Â Series B Warrants [Member] | Common Stock [Member] | Private Placement [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Warrants to purchase Common stock Â Â 216,816 Â Â Â Â Â Â Â Investor D Warrants [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Warrants exchanged for short term notes payable $ 500 Â Â Â Â Â Â Â Â Â Â Gain (loss) on exercises Â Â Â Â Â Â Â Â $ (1,600) Â Â Â Exchange With Investor D Warrants [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Â Gain (loss) on exercises Â Â Â Â Â 1,300 Â Â Â Â Â Short Term Investor D Note [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Â Exchange of Outstanding warrant Â Â Â Â Â $ 500 Â Â Â Â Â Placement Agent Warrants [Member] | Common Stock [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Â Warrants to purchase Common stock Â 21,682 21,682 Â Â Â Â Â Â Â Â Â Warrants initial exercise price Â Â $ 22.83 Â Â Â Â Â Â Â Â Warrants expiry date Â Jan. 30, 2029 Â Â Â Â Â Â Â Â Investor D Convertible Notes And Warrant Activity [Member] | Common Stock [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Â Warrants initial exercise price Â Â Â $ 0.56 $ 0.56 Â Â Â Â Â Â Â Investor D Convertible Notes And Warrant Activity [Member] | Common Stock [Member] | Maximum [Member] Â Â Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Â Issued warrants to purchase Â Â Â 395,781 131,927 Â Â Â Â Â Â Warrants to purchase Common stock Â Â Â 395,781 131,927 Â Â Â Â Â Â X - DefinitionGain (loss) on exercise of warrants. + ReferencesNo definition available. + Details Name: icu_GainLossOnExerciseOfWarrants Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionWarrants and rights expiry date. + ReferencesNo definition available. + Details Name: icu_WarrantsAndRightsExpiryDate Namespace Prefix: icu_ Data Type: xbrli:dateItemType Balance Type: na Period Type: instant X - DefinitionWarrants exchanged for short term notes payable. + ReferencesNo definition available. + Details Name: icu_WarrantsExchangedForShortTermNotesPayable Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionWarrants exercisable at price equal to offering price percentage. + ReferencesNo definition available. + Details Name: icu_WarrantsExercisableAtPriceEqualToOfferingPricePercentage Namespace Prefix: icu_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionWarrants issued to purchase shares of common stock. + ReferencesNo definition available. + Details Name: icu_WarrantsIssuedToPurchaseSharesOfCommonStock Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWarrants to purchase common stock from total shares percentage. + ReferencesNo definition available. + Details Name: icu_WarrantsToPurchaseCommonStockFromTotalSharesPercentage Namespace Prefix: icu_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionDate the warrants or rights are exercisable, in YYYY-MM-DD format. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRighstDateFromWhichWarrantsOrRightsExercisable Namespace Prefix: us-gaap_ Data Type:

xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 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_ClassOfWarrantOrRightLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe value of the financial instrument(s) that the original debt is being converted into in a noncash (or part noncash) transaction. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_DebtConversionConvertedInstrumentAmount1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense (income) related to adjustment to fair value of warrant liability. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 13 -SubTopic 10 -Topic 480 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481766/480-10-25-13 + Details Name: us-gaap_FairValueAdjustmentOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_FairValueByLiabilityClassAxis=icu_LiabilityClassifiedWarrantsMember 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_SubsidiarySaleOfStockAxis=us-gaap_PrivatePlacementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_JulyTwoThousandTwentyFourInvestorWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_JulyTwoThousandTwentyFourPlacementAgentWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PreFundedWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PrivatePlacementWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_InvestorEWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_SeriesAWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_SeriesBWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_InvestorDWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_ExchangeWithInvestorDWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_ShortTermInvestorDNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PlacementAgentWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_InvestorDConvertibleNotesAndWarrantActivityMember 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 58 R51.htm IDEA: XBRL DOCUMENT v3.24.3 Warrants - Schedule of Warrants Outstanding (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Class of Warrant or Right [Line Items] Â Â Warrants outstanding $ 2,359,824 $ 928,209 Liability Classified Warrants [Member] Â Â Class of Warrant or Right [Line Items] Â Â Warrants outstanding 249,520 504,252 Liability Classified Warrants [Member] | Investor D Warrants [Member] Â Â Class of Warrant or Right [Line Items] Â Â Warrants outstanding 0 254,732 Liability Classified Warrants [Member] | Private Placement Warrants [Member] Â Â Class of Warrant or Right [Line Items] Â Â Warrants outstanding 229,520 229,520 Liability Classified Warrants [Member] | PIPE Investor Warrants [Member] Â Â Class of Warrant or Right [Line Items] Â Â Warrants outstanding 20,000 20,000 Equity Classified Warrants [Member] Â Â Class of Warrant or Right [Line Items] Â Â Warrants outstanding 2,110,304 423,957 Equity Classified Warrants [Member] | Investor E (January 2024) Warrants [Member] Â Â Class of Warrant or Right [Line Items] Â Â Warrants outstanding 650,446 0 Equity Classified Warrants [Member] | July 2024 Warrants [Member] Â Â Class of Warrant or Right [Line Items] Â Â Warrants outstanding 1,014,219 0 Equity Classified Warrants [Member] | Placement Agent Warrants [Member] Â Â Class of Warrant or Right [Line Items] Â Â Warrants outstanding 21,682 0 Equity Classified Warrants [Member] | Public Stockholders Warrants [Member] Â Â Class of Warrant or Right [Line Items] Â Â Warrants outstanding 422,000 422,000 Equity Classified Warrants [Member] | Legacy Warrants [Member] Â Â Class of Warrant or Right [Line Items] Â Â Warrants outstanding $ 1,957 $ 1,957 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_ClassOfWarrantOrRightLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionValue of outstanding derivative securities that permit the holder the right to purchase securities (usually equity) from the issuer at a specified price. + ReferencesReference 1: 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 2: 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 3: 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_WarrantsAndRightsOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_BalanceSheetLocationAxis=icu_LiabilityClassifiedWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_InvestorDWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PrivatePlacementWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PIPEInvestorWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=icu_EquityClassifiedWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_InvestorEJanuaryTwoThousandTwentyFourWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_JulyTwoThousandTwentyFourWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PlacementAgentWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PublicStockholdersWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_LegacyWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 59 R52.htm IDEA: XBRL DOCUMENT v3.24.3 Warrants - Schedule of Weighted-Average Strike Price and Time to Maturity for Each Warrant Tranche (Details) - $ / shares Sep. 30, 2024 Jun. 07, 2024 Dec. 31, 2023 Class of Warrant or Right [Line Items] Â Â Â Warrant Share Equivalents Â 16,788,000,000 Â Weighted-Average Strike Price Â $ 11.5 Â Liability Classified Warrants [Member] | Investor D Warrants [Member] Â Â Â Class of Warrant or Right [Line Items] Â Â Â Warrant Share Equivalents Â Â 254,732 Weighted-Average Strike Price Â Â $ 12.5 Weighted-Average Time to Expiration Â Â 4 years 7 months 24 days Liability Classified Warrants [Member] | Private Placement Warrants [Member] Â Â Â Class of Warrant or Right [Line Items] Â Â Â Warrant Share Equivalents 229,520 Â 229,520 Weighted-Average Strike Price $ 287.5 Â $ 287.5 Weighted-Average Time to Expiration 3 years 3 months 25 days Â 3 years 9 months 25 days Liability Classified Warrants [Member] | PIPE Investor Warrants [Member] Â Â Â Class of Warrant or Right [Line Items] Â Â Â Warrant Share Equivalents 20,000 Â 20,000 Weighted-Average Strike Price $ 287.5 Â $ 287.5 Weighted-Average Time to Expiration 3 years 3 months 25 days Â 3 years 9 months 25 days Equity Classified Warrants [Member] | Investor E (January 2024) Warrants [Member] Â Â Â Class of Warrant or Right [Line Items] Â Â Â Warrant Share Equivalents 650,446 Â Â Weighted-Average Strike Price $ 20.76 Â Â Weighted-Average Time to Expiration 4 years 10 days Â Â Equity Classified Warrants [Member] | July 2024 Warrants [Member] Â Â Â Class of Warrant or Right [Line Items] Â Â Â Warrant Share Equivalents 1,014,219 Â Â Weighted-Average Strike Price $ 10.72 Â Â Weighted-Average Time to Expiration 4 years 9 months 10 days Â Â Equity Classified Warrants [Member] | Placement Agent warrants [Member] Â Â Â Class of Warrant or Right [Line Items] Â Â Â Warrant Share Equivalents 21,682 Â Â Weighted-Average Strike Price $ 22.75 Â Â Weighted-Average Time to Expiration 4 years 9 months Â Â Equity Classified Warrants [Member] | Public Stockholders Warrants [Member] Â Â Â Class of Warrant or Right [Line Items] Â Â Â Warrant Share Equivalents 422,000 Â 422,000 Weighted-Average Strike Price $ 287.5 Â $ 287.5 Weighted-Average Time to Expiration 3 years 3 months 25 days Â 3 years 9 months 25 days Equity Classified Warrants [Member] | Legacy SeaStar Inc. Warrants [Member] Â Â Â Class of Warrant or Right [Line Items] Â Â Â Warrant Share Equivalents 1,957 Â 1,957 Weighted-Average Strike Price $ 250 Â $ 250 Weighted-Average Time to Expiration 1 year 10 months 17 days Â 2 years 4 months 17 days X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 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_ClassOfWarrantOrRightLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of warrants or rights outstanding. + ReferencesNo definition available. + Details Name: us-gaap_ClassOfWarrantOrRightOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionPeriod between issuance and expiration of outstanding warrant and right embodying unconditional obligation requiring redemption by transferring asset at specified or determinable date or upon event certain to occur, 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 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 2: 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 3: 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_WarrantsAndRightsOutstandingTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_BalanceSheetLocationAxis=icu_LiabilityClassifiedWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_InvestorDWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PrivatePlacementWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PIPEInvestorWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=icu_EquityClassifiedWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_InvestorEJanuaryTwoThousandTwentyFourWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_JulyTwoThousandTwentyFourWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PlacementAgentWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PublicStockholdersWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 60 R53.htm IDEA: XBRL DOCUMENT v3.24.3 Warrants - Schedule of Warrant Activity (Details) 9 Months Ended Sep. 30, 2024 shares Investor D Warrants [Member] Â Class of Warrant or Right [Line Items] Â Outstanding Balance 254,732 Issuance 42,217 Exercised (170,625) Forfeited/cancelled 0 Exchanged for Investor D Note (126,324) Outstanding Balance 0 Investor E (January 2024) Warrants [Member] Â Class of Warrant or Right [Line Items] Â Outstanding Balance 0 Issuance 831,895 Exercised (181,449) Forfeited/cancelled 0 Exchanged for Investor D Note 0 Outstanding Balance 650,446 July 2024 Warrants [Member] Â Class of Warrant or Right [Line Items] Â Outstanding Balance 0 Issuance 1,014,219 Exercised 0 Forfeited/cancelled 0 Exchanged for Investor D Note 0 Outstanding Balance 1,014,219 Placement Agent warrants [Member] Â Class of Warrant or Right [Line Items] Â Outstanding Balance 0 Issuance 21,682 Exercised 0 Forfeited/cancelled 0 Exchanged for Investor D Note 0 Outstanding Balance 21,682 Private Placement Warrants [Member] Â Class of Warrant or Right [Line Items] Â Outstanding Balance 229,520 Issuance 0 Exercised 0 Forfeited/cancelled 0 Exchanged for Investor D Note 0 Outstanding Balance 229,520 PIPE Investor Warrants [Member] Â Class of Warrant or Right [Line Items] Â Outstanding Balance 20,000 Issuance 0 Exercised 0 Forfeited/cancelled 0 Exchanged for Investor D Note 0 Outstanding Balance 20,000 Public Stockholders Warrants [Member] Â Class of Warrant or Right [Line Items] Â Outstanding Balance 422,000 Issuance 0 Exercised 0 Forfeited/cancelled 0 Exchanged for Investor D Note 0 Outstanding Balance 422,000 Legacy Warrants [Member] Â Class of Warrant or Right [Line Items] Â Outstanding Balance 1,957 Issuance 0 Exercised 0 Forfeited/cancelled 0 Exchanged for Investor D Note 0 Outstanding Balance 1,957 X - DefinitionShare based compensation arrangement by share based payment award non option equity instruments exchanged. + ReferencesNo definition available. + Details Name: icu_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsExchanged Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionShare-based compensation arrangement by share-based payment award, non-option equity instruments, issuance. + ReferencesNo definition available. + Details Name: icu_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsIssuance Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_ClassOfWarrantOrRightLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of non-option equity instruments exercised by participants. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares under non-option equity instrument agreements that were cancelled as a result of occurrence of a terminating event. + 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)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsForfeitures Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of equity instruments other than options outstanding, including both vested and non-vested instruments. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_InvestorDWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_InvestorEJanuaryTwoThousandTwentyFourWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_JulyTwoThousandTwentyFourWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PlacementAgentWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PrivatePlacementWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PIPEInvestorWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_PublicStockholdersWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=icu_LegacyWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 61 R54.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation Awards - Schedule of Stock-based Compensation Expense (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Stock-based compensation expense $ 200 $ 484 $ 675 $ 1,544 Research and Development [Member] Â Â Â Â Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Stock-based compensation expense 9 198 121 333 General and Administrative [Member] Â Â Â Â Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Stock-based compensation expense $ 191 $ 286 $ 554 $ 1,211 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_ResearchAndDevelopmentExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_GeneralAndAdministrativeExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 62 R55.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation Awards - Additional Information (Details) - Key Employees and Non-Employee Service Providers [Member] - 2022 Omnibus Incentive Plan [Member] 9 Months Ended Sep. 30, 2024 Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Options expiration period 10 years Minimum [Member] Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Vesting period 1 year Maximum [Member] Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Vesting period 4 years 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 - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - 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 - Details Name: srt_TitleOfIndividualAxis=icu_KeyEmployeesAndNonEmployeeServiceProvidersMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=icu_TwoThousandTwentyTwoOmnibusIncentivePlanMember 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: XML 63 R56.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation Awards - Summary of Option Activity (Details) - USD ($) $ / shares in Units, $ in Thousands 9 Months Ended 12 Months Ended Sep. 30, 2024 Dec. 31, 2023 2022 Omnibus Incentive Plan - Stock Options [Member] Â Â Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding [Roll Forward] Â Â Beginning balance, Outstanding 14,045 Â Exercised 0 Â Issued 0 Â Forfeited / cancelled (931) Â Ending balance, Outstanding 13,114 14,045 Vested and exercisable 13,114 Â Weighted Average Exercise Price Â Â Beginning balance, Outstanding $ 46 Â Ending balance, Outstanding 46 $ 46 Vested and exercisable $ 0 Â Total Intrinsic Value Â Â Outstanding $ 0 $ 0 Vested and exercisable $ 0 Â Weighted Average Remaining Contractual Life (Years) Â Â Outstanding 8 years 6 months 9 years 3 months 18 days Vested and exercisable 8 years 6 months Â 2019 Stock Incentive Plan [Member] Â Â Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding [Roll Forward] Â Â Beginning balance, Outstanding 9,797 Â Exercised 0 Â Issued 0 Â Forfeited / cancelled (980) Â Ending balance, Outstanding 8,817 9,797 Vested and exercisable 8,238 Â Weighted Average Exercise Price Â Â Beginning balance, Outstanding $ 46 Â Ending balance, Outstanding 46 $ 46 Vested and exercisable $ 46 Â Total Intrinsic Value Â Â Outstanding $ 0 $ 0 Vested and exercisable $ 0 Â Weighted Average Remaining Contractual Life (Years) Â Â Outstanding 5 years 10 months 24 days 6 years 8 months 12 days Vested and exercisable 5 years 10 months 24 days Â X - DefinitionShare-based compensation arrangement by share-based payment award, options, outstanding, total intrinsic value. + ReferencesNo definition available. + Details Name: icu_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingTotalIntrinsicValueAbstract Namespace Prefix: icu_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionShare-based compensation arrangement by share-based payment award, options, weighted avergae remaining contractual life. + ReferencesNo definition available. + Details Name: icu_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsWeightedAvergaeRemainingContractualLifeAbstract Namespace Prefix: icu_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionStock issued during period shares stock options issuance. + ReferencesNo definition available. + Details Name: icu_StockIssuedDuringPeriodSharesStockOptionsIssuance Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration 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 - DefinitionAmount by which the current fair value of the underlying stock exceeds the exercise price of options outstanding. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingIntrinsicValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of options outstanding, including both vested and non-vested options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which grantees can acquire the shares reserved for issuance under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePriceRollforward Namespace Prefix: us-gaap_ Data Type:

xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount by which current fair value of underlying stock exceeds exercise price of fully vested and expected to vest exercisable or convertible options. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestExercisableAggregateIntrinsicValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of fully vested and expected to vest exercisable options that may be converted into shares under option plan. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestExercisableNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionWeighted-average exercise price, at which grantee can acquire shares reserved for issuance, for fully vested and expected to vest exercisable or convertible options. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestExercisableWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na 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 - DefinitionWeighted average remaining contractual term for fully vested and expected to vest exercisable or convertible options, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsVestedAndExpectedToVestExercisableWeightedAverageRemainingContractualTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_PlanNameAxis=icu_TwoThousandTwentyTwoOmnibusStockIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=icu_TwoThousandNineteenStockIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 64 R57.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation Awards - Summary of RSU Activity (Details) - Restricted Stock Units (RSUs) [Member] 9 Months Ended Sep. 30, 2024 $ / shares shares 2022 Omnibus Incentive Plan [Member] Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Beginning Balance, Outstanding 9,361 Granted 38,000 Vested (9,183) Forfeited / cancelled (178) Ending Balance, Outstanding 38,000 Beginning Balance, Outstanding | $ / shares $ 36.75 Ending Balance, Outstanding | $ / shares $ 17.93 2019 Stock Incentive Plan [Member] Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Beginning Balance, Outstanding 3,698 Exercised 0 Vested (1,969) Forfeited / cancelled (422) Ending Balance, Outstanding 1,307 Beginning Balance, Outstanding | $ / shares $ 200 Ending Balance, Outstanding | $ / shares $ 200 X - DefinitionShare based compensation arrangement by share based payment award equity instruments other than options exercised in period. + ReferencesNo definition available. + Details Name: icu_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsExercisedInPeriod Namespace Prefix: icu_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration 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 - 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 number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionPer share or unit weighted-average fair value of nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - 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 - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=icu_TwoThousandTwentyTwoOmnibusIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=icu_TwoThousandNineteenStockIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 65 R58.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and Contingencies - Additional Information (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Oct. 20, 2024 Dec. 31, 2023 Loss Contingencies [Line Items] Â Â Â Â Â Â Â Legal settlement in accrued expenses Â Â Â Â Â Â $ 200 Rent expense $ 8 $ 24 $ 8 $ 24 Â Â Â Contract liabilities $ 550 Â $ 550 Â Â $ 100 Confidential Settlement Agreement [Member] | Subsequent Event [Member] | Nuwellis, Inc [Member] Â Â Â Â Â Â Â Loss Contingencies [Line Items] Â Â Â Â Â Â Â Pay back outstanding amount Â Â Â Â Â $ 900 Â Â Contract liabilities Â Â Â Â Â 550 Â Additional consideration Â Â Â Â Â $ 350 Â X - DefinitionAdditional consideration. + ReferencesNo definition available. + Details Name: icu_AdditionalConsideration Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPay back outstanding amount. + ReferencesNo definition available. + Details Name: icu_PayBackOutstandingAmount Namespace Prefix: icu_ 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 - 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 - DefinitionAmount of operating lease expense. Excludes sublease income. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-4 + Details Name: us-gaap_OperatingLeaseExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmounts payable for money transfers, money orders, and consumer payment service arrangements. Settlement liabilities include amounts payable to intermediaries for global payment transfers. + ReferencesNo definition available. + Details Name: us-gaap_SettlementLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_TypeOfArrangementAxis=icu_ConfidentialSettlementAgreementMember 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: srt_CounterpartyNameAxis=icu_NuwellisIncorporatedMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 66 R59.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements - Schedule of Financial Assets and Liabilities Measured at Fair Value on Recurring Basis (Detail) - Fair Value, Recurring [Member] - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total liabilities $ 110 $ 6,486 Convertible Notes [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total liabilities Â 4,179 Warrants [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total liabilities 110 2,307 Level 1 [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total liabilities 0 0 Level 1 [Member] | Convertible Notes [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total liabilities Â 0 Level 1 [Member] | Warrants [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total liabilities 0 0 Level 2 [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total liabilities 0 0 Level 2 [Member] | Convertible Notes [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total liabilities Â 0 Level 2 [Member] | Warrants [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total liabilities 0 0 Level 3 [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total liabilities 110 6,486 Level 3 [Member] | Convertible Notes [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total liabilities Â 4,179 Level 3 [Member] | Warrants [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total liabilities $ 110 $ 2,307 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_FairValueByMeasurementFrequencyAxis=us-gaap_FairValueMeasurementsRecurringMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_ConvertibleDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_WarrantMember 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 67 R60.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurement - Summary of Changes in Forward Option and Convertible Notes Derivative Liability (Detail) - Level 3 [Member] $ in Thousands 9 Months Ended Sep. 30, 2024 USD ($) Convertible Notes [Member] Â Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Balance $ 4,373 Additions 501 Cash paid to settle (700) Exchange for short-term note payable 0 Shares issued upon conversion or exercise (4,922) Changes in fair value 748 Balance 0 Liability Classified Warrants [Member] Â Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Balance 2,307 Additions 586 Cash paid to settle 0 Exchange for short-term note payable (450) Shares issued upon conversion or exercise (3,106) Changes in fair value 773 Balance $ 110 X - DefinitionFair value measurement with unobservable inputs reconciliation, recurring basis, liability, exchange for short-term note payable. + ReferencesNo definition available. + Details Name: icu_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityExchangeForShortTermNotePayable Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionFair value measurement with unobservable inputs reconciliation, recurring basis, liability, shares issued upon conversion or exercise. + ReferencesNo definition available. + Details Name: icu_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilitySharesIssuedUponConversionOrExercise Namespace Prefix: icu_ 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 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 2: 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 3: 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/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 5: 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/1943274/2147482106/820-10-50-2Reference 6: 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_FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationLineItems 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 issuances 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_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityIssues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of settlements of financial instrument classified as a liability measured using unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilitySettlements Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionFair value of financial instrument classified as a liability measured using unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_FairValueByLiabilityClassAxis=us-gaap_ConvertibleNotesPayableMember 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: X - Details Name: us-gaap_FairValueByLiabilityClassAxis=icu_LiabilityClassifiedWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 68 R61.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurement - Schedule of Significant Assumptions Valuing of Fair Value (Details) - Warrants [Member] 9 Months Ended 12 Months Ended Sep. 30, 2024 Dec. 31, 2023 Expected Volatility [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input 120 Â Expected Volatility [Member] | Maximum [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input Â 90 Expected Volatility [Member] | Minimum [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input Â 85 Equivalent Term [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Equivalent term 3 years 29 days Â Equivalent Term [Member] | Maximum [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Equivalent term Â 4 years 7 months 24 days Equivalent Term [Member] | Minimum [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Equivalent term Â 4 years 14 days Risk-Free Rate [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input 3.58 Â Risk-Free Rate [Member] | Maximum [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input Â 3.9 Risk-Free Rate [Member] | Minimum [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input Â 3.84 Dividend Yield [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input 0 Â Dividend Yield [Member] | Maximum [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input Â 0 Dividend Yield [Member] | Minimum [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input Â 0 Stock Price [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input 4.26 Â Stock Price [Member] | Maximum [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input Â 11 Stock Price [Member] | Minimum [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input Â 11 Strike price [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input 287.5 Â Strike price [Member] | Maximum [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input Â 287.5 Strike price [Member] | Minimum [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Measurement input Â 12.5 X - DefinitionDerivative assets (liability) measurement input term. + ReferencesNo definition available. + Details Name: icu_DerivativeAssetsLiabilityMeasurementInputTerm Namespace Prefix: icu_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionValue of input used to measure net derivative asset (liability). + ReferencesReference 1: 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 2: 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 3: 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_DerivativeAssetLiabilityNetMeasurementInput 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 - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputPriceVolatilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputExpectedTermMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputRiskFreeInterestRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputExpectedDividendRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputSharePriceMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=icu_MeasurementInputStrikePriceMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 69 R62.htm IDEA: XBRL DOCUMENT v3.24.3 Income Taxes - Additional Information (Details) - USD ($) $ in Millions Sep. 30, 2024 Dec. 31, 2023 Maximum [Member] Â Â Schedule of Income Taxes [Line Items] Â Â Provision for certain minimum state taxes $ 0.1 $ 0.1 X - DefinitionProvision for certain minimum state taxes. + ReferencesNo definition available. + Details Name: icu_ProvisionForCertainMinimumStateTaxes Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionSchedule of Income Taxes. + ReferencesNo definition available. + Details Name: icu_ScheduleOfIncomeTaxesLineItems Namespace Prefix: icu_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 70 R63.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share - Schedule of Earnings Per Share Basic And Diluted (Details) - USD ($) $ / shares in Units, $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Jun. 30, 2023 Mar. 31, 2023 Sep. 30, 2024 Sep. 30, 2023 Earnings Per Share [Abstract] Â Â Â Â Â Â Â Â Net loss $ (4,478) $ (3,236) $ (12,697) $ (7,232) $ (2,447) $ (7,096) $ (20,411) $ (16,775) Weighted-average shares of common stock outstanding - basic 4,086,871 Â Â 801,939 Â Â 3,348,490 641,125 Basic net loss per share $ (1.1) Â Â $ (9.02) Â Â $ (6.1) $ (26.16) Weighted-average shares of common stock outstanding - diluted 4,086,871 Â Â 801,939 Â Â 3,348,490 641,125 Diluted net loss per share $ (1.1) Â Â $ (9.02) Â Â $ (6.1) $ (26.16) X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (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 - 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 average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 71 R64.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share - Summary of Weighted-Average Outstanding Shares (Detail) - shares 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 2,420,483 1,003,984 Investor D Warrants [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 0 301,170 Investor E (January 2024) Warrants [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 650,446 0 July 2024 Warrants [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 1,014,219 0 Placement Agent warrants [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 21,682 0 Public Stockholders Warrants [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 422,000 414,000 Private Placement Warrants [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 229,520 229,520 PIPE Investor Warrants [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 20,000 28,000 Legacy (Pre-merger) Warrants [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 1,957 2,789 Employee Based Options to Purchase Common Stock [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 21,352 15,933 Unvested Employee Based Restricted Stock Units [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 39,307 12,572 X - DefinitionSecurities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=icu_InvestorDWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=icu_InvestorEWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=icu_July2024WarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=icu_PlacementAgentWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=icu_PublicStockholdersWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=icu_PrivatePlacementWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=icu_PIPEInvestorWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=icu_LegacyWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=icu_EmployeeBasedOptionsToPurchaseCommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=icu_UnvestedEmployeeBasedRestrictedStockUnitsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 72 R65.htm IDEA: XBRL DOCUMENT v3.24.3 Subsequent Events - Additional Information (Details) - USD ($) $ in Thousands, shares in Millions 9 Months Ended Nov. 06, 2024 Oct. 20, 2024 Sep. 30, 2024 Sep. 30, 2023 Subsequent Event [Line Items] Â Â Â Â Proceeds from issuance of common stock Â Â $ 13,582 $ 1,283 Subsequent Event [Member] | Confidential Settlement Agreement [Member] | Nuwellis, Inc [Member] Â Â Â Â Subsequent Event [Line Items] Â Â Â Â Pay back outstanding amount Â $ 900 Â Â Payment of outstanding contract liabilities Â 500 Â Â Pay back for outstanding contract liabilities Â $ 350 Â Â Subsequent Event [Member] | At-the-Market Offering [Member] | Common Stock [Member] Â Â Â Â Subsequent Event [Line Items] Â Â Â Â Shares issued 0.6 Â Â Â Proceeds from issuance of common stock $ 1,900 Â Â Â X - DefinitionPay back outstanding amount. + ReferencesNo definition available. + Details Name: icu_PayBackOutstandingAmount Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPay back outstanding contract liabilities. + ReferencesNo definition available. + Details Name: icu_PayBackOutstandingContractLiabilities Namespace Prefix: icu_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPayment of outstanding contract liabilities. + ReferencesNo definition available. + Details Name: icu_PaymentOfOutstandingContractLiabilities Namespace Prefix: icu_ 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 - 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 - DefinitionDetail information of subsequent event by type. User is expected to use existing line items from elsewhere in the taxonomy as the primary line items for this disclosure, which is further associated with dimension and member elements pertaining to a subsequent event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2 + Details Name: us-gaap_SubsequentEventLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=icu_ConfidentialSettlementAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=icu_NuwellisIncorporatedMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=icu_AtTheMarketOfferingMember 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: EXCEL 73 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (#R*;5D'04UB@0 +$ 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 " \BFU9"K&ULS9)1 M2\,P$,> BN2]O2:="J'+BV-/"H(#Q;>0W+9@TX;DI-VW-ZU;A^@'\#%W__SN M=W"-"=+T$9]C'S"2PW0S^K9+TH0U.Q(%"9#,$;U.94YTN;GOH]>4G_$ 09L/ M?4 0574''DE;31HF8!$6(E.--=)$U-3',]Z:!1\^8SO#K %LT6-'"7C)@:EI M8CB-;0-7P 0CC#Y]%] NQ+GZ)W;N #LGQ^26U# ,Y5#/N;P#A[>GQY=YW<)U MB71G,/]*3M(IX)I=)K_6#YO=EBE1B57!><'KG1"2W\O5[?OD^L/O*NQ[Z_;N M'QM?!%4#O^Y"?0%02P,$% @ /(IM69E&UL[5I;<]HX%'[OK]!X9_9M"\8V@;:T$W-I=MNTF83M M3A^%$5B-;'EDD81_OTV23;J;/ 0LZ?O.14?GZ#AY\^XN8NB&B)3R M> +]O6N[!3+ MUES@6QHO(];JM-O=5H1I;*$81V1@?5XL:$#05%%:;U\@M.4?,_@5RU2-9:,! M$U=!)KF(M/+Y;,7\VMX^9<_I.ATR@6XP&U@@?\YOI^1.6HCA5,+$P&IG/U9K MQ]'22(""R7V4!;I)]J/3%0@R#3LZG5C.=GSVQ.V?C,K:=#1M&N#C\7@XMLO2 MBW A(5M>5 TR M6'!VULS2 Y9>*?IUE!K9';O=05SP6.XYB1'^QL4$UFG2&98T1G*=D 4. #?$ MT4QO?*]!MHK@PI+27)#6SRFU4!H(FLB!J4>"(<7K;YH] M5Z%82=J$^!!&&N*<<^9ST6S[!Z5&T?95O-RCEU@5 9<8WS2J-2S%UGB5P/&M MG#P=$Q+-E L&08:7)"82J3E^34@3_BNEVOZKR2.FJW"$2M"/F(9 M-AIRM1:!MG&IA&!:$L;1>$[2M!\6:PUDSY@R.S-D77.UI$.$9)>-T(^8LZ+ MD!& _'H8X2IKMHG%8!/V>7L-)P>B"RV;]N'Z&U3-L+([W1]072N0/]J<_Z3(T M!Z.:60F]A%9JGZJ'-#ZH'C(*!?&Y'C[E>G@*-Y;&O%"N@GL! _]':-*K^(+ M.7\N?<^E[[GT/:'2MSAD6R4)RU3393>* M$IY"&V[I4_5*E=? EK[DHN#Q;Y.FOH70^+, Y/%_GM,T+,T:W$Y M"M-2D& #^>G%>!KB.=D$N7V85VWGV-'1^^?!4;"C[SR6'<>(\[(AEJ&&F, # M0X=Y>U^89Y7&4#04;6RL)"Q&MV"XU_$L%.!D8"V@!X.O40+R4E5@,5O& RN0 MHGQ,C$7H<.>77%_CT9+CVZ9EM6ZO*7<9;2)2.<)IF!-GJ\K>9;'!51W/55OR ML+YJ/;053L_^6:W(GPP13A8+$DACE!>F2J+S&5.^YRM)Q%4XOT4SMA*7&+SC MYL=Q3E.X$G:V#P(RN;LYJ7IE,6>F\M\M# DL6XA9$N)-7>W5YYNTB42%(JP# 4A M%W+C[^^3:G>,U_HL@6V$5#)DU1?*0XG!/3-R0]A4)?.NVB8+A=OB5,V[&KXF M8$O#>FZ=+2? VU[4;/07/4;SHYG@'K.' MYA,L0Z1^P7V*BH 1JV*^NJ]/^26<.[1[\8$@F_S6VZ3VW> ,? -2K6J5D*Q$_ M2P=\'Y(&8XQ;]#1?CQ1BK::QK<;:,0QY@%CS#*%F.-^'19H:,]6+K#F-"F]! MU4#E/]O4#6CV#30,9FV-J/D3@H\W/[O#;#"Q([A[8N_ 5!+ P04 M" \BFU91_FB^- & ";)P & 'AL+W=OM#!K?^$Q7"R%NM 97*S(@DZI^+J:<'G6*52",*9)&K($<#J_ M; WA1\ - K(G_@KI-CTX!LK*$V,_U,DHN&PYJD0THKY0$D3^VU"/1I%2DN7X M;R?:*GY3!1X>[]5O,_/2S!-)J<>B;V$@EI>M?@L$=$[6D7ADV\]T9ZBK]'P6 MI=E?L,V?==T6\->I8/$N6)8@#I/\/WG>5<1!0-\Y$H!V >A- #SV"W@7@#.C M>5@(M\8:(-T M23A-+SI""JO;'7\G)6*9@ILDH,'K^(XL4%$JM"_5%; (*3NGJ M%&#G!' 'N8;R>/;P,=N< J=G"G]5'%Q4$L[T\!&]:^:O9=,58)3D'4N7<+ M]ZY-7;N?O:RHR:D]'#KM+R9+UJB:EKJ%I:ZU3$/I)\@\W49D8?)DCY^3*#55 MA6<-JVFJ5YCJ60MUDXA0O(!'N@A3P8DT-R:Q\879==:8WP^EL^ CN;ZY'WO . M?'ZXNQZ-/P'OX7'R\#B_*->'UO(K7:4RB"%RM4WD[-8Y+=AG!U\9>:HVJ:0TZ>L1UJIB[MB2E?A,D"?)(*8@D\%]] (8GRC)8+';-K#ZOH\(M8R>;=$JJ">H]AC%ZCK56,0M'*&]GH; MIK[,L]\IX>!67C0SHUWLJ,?+FG!!>:1&U!7CPFC1KG6T8S;! M/E###[33BP8ZW2\M'FNBD#VNKDD-0[2#:GA#8S7\9-QD+LJ9PT,;GY^C, M:+)XH$:>6 EYADE/N/RW64?)2=@*F3N 4P2 EM+&)),Q)S+K*K7]\8+3[ ]]N7YD)C?JUT2=R$&5UQ-;LAJNXHVP>F)T7D3C(0T(Z%*C&1V/MLR MD_,2R>DZE#W#A8YQ/]$)5$(:E5 E5"KL>NI,=N(9VR9&JW:Y:YILS%!O#ZSK M4\,2LA/.6Y]%MIIPM@D3W]BB2S2]!Z/1)D@):5)"=KAY:W3"4B&!Z>]P=30A MERCV'01[1J=-\!+2O(3LC),UU2&GY+@QNT#?-< P-<%(2#,2LF/-'5. .UFR MQ(8/)2(N.FOWH6/..$W@$=)XA"KAD;?F7)%@CG_J:U1U23//ERB.34G9LP?5 MM:DA"56$)$GR^8J!^C@C>]]&FW%[\8)5=>G)B-4B8RF2QI%MIF$$IFC M,&^/JVM/@Q"J!$+26"RI92J8_T,.'MEJ!7A8"YE;DT V7J/C=P*973WD:MU, M32V1;0:NVV\0[5]T-@:+6!,/MN/)VV_KW73"T:_K$KDOV+B,T 3F8(TYV,XE M^VQS.'U@FR\ID6NW(6IC:#3:!.=@S3FXA$D.&BKXYZJ\<.\2/1.F+)SW03T MX(-5LB:6R=YWG:P)&,(:AK"=96:AB"3/S@%$OSW]#J;47W.9N(R^2[#]5:K[MX)RJA0FPDAUF0R+SK))=L:YW34S8#CLS3H(,(%[B)Q89+=L%1MY7HZTF0 EK M4,(EJV&[=PANGOTE21;TZ*I:B=!X.+T>&E="[8%U'6I&PG:B>:0!I3%YDBWW M&^%JX3"UYZQW0IV=^2;"6MPPOT&TW43_]:KQ4=S] >-IUP(KR_"%C MO34Q1>5J8'/MA%6>[TH$9+[SOAEW1C1!::ZF-->.5=4S7HG0\8QG#_Q9AYV# M[4]J437;%98"7\V YSNABJO%SK-AMM^JHQ_/MZW=$[4FFX*(SF6HM[P3+3P1;99NIGI@0+,X.EY0$E*L'Y/TY8V)_HGZ@V(\W^!]02P,$% @ M/(IM63&0,7Y\!0 "!< !@ !X;"]W;W)KPF:=OO,R'1,5!(UDK:3_?H=946R M14IVL7Q(K)>[XW.GXSUWG.^E^J8WG!OTE&>%OAUMC"G?3R8ZW?" MK*7*F8%;]3C1I>)L52GEV81B'$]R)HK18EX]NU.+N=R:3!3\3B&]S7.FGC_R M3.YO1V3T\N"S>-P8^V"RF)?LD=]S\[6\4W W::RL1,X++62!%%_?CCZ0]TN: M6(5*XB_!]_KH&EE7'J3\9F]^7=V.L7,YX::X+!SXXO>9992X#CG]KHJ%G3 M*AY?OUC_N7(>G'E@FB]E]K=8F.U09.VE,M/5?[2O M9?$(I5MM9%XK X)<%(=?]E0'XDB!A#T*M%:@ERH$M4)0.7I 5KGUB1FVF"NY M1\I*@S5[4<6FT@9O1&$_X[U1\%: GEDL9;&"C\)7"*ZTS,2*&;CYR#)6I!S= M6\,:7:&O]Y_0VS?OT!LD"O1E([>:%2L]GQC 8"U-TGJ]CX?U:,]Z][R\1@$> M(XIIZ%%?#]M_XBFHDTH].%?@.>-^[1QGU;V@C[WMTKQPB"F-?CI<^>@'_KU M[29[KTN6\ML1["+-U8Z/%C_^0&)\XW/NE8R=N!HTK@9#UA=+IC<^'!P]:<:5E M-_UN0?&4SB>[8^"N$$GB1N8$3]C@"0?Q?$A3N2T@N11/N=BQAXS[X!V,1$.:.FN&T0;,%^C5^;.$W@:=+Y'AZI,$AZMA@Y8D5R#J#:\N$*4)LX MV3QT1KH 72D2T9Z,(2UOD4&NL+QM%/1 YY*F-G.\?!1U=YM'B."><&DI:OB# MA/.'-+SYPF-40$\JU[;%XI#N*[06!;08HGA$J=3^'5DOX* L-717)(I["@5I MJ8D,5$0 <%=:-<5-P2ZEL_^F%.T1$-5Q7)3)K =ORU=DF+!^JY/@M&:49%#BQ%A#@/5.*%3V1]= 7<,,5O$,%C>&G_#D\@4;9F(Y7X%RPP@V *-CQ_ (674;C*))ANZZ?UA'L# M._?%@M#:=B163FZ--G!A*\]W6/-^)9?ZNQM]4.0TGFUO0\,H["'9'%9,"\\ M$,T;%

(XI"8Q&,<1]\7MC%,J+KDU7E3]NP-HMN$=-O 09'3(+9= M"CTS0:]6PA9P*)AV7+T2!4I9*:" >D&ZK0<) CSKCOH^.8RG<5_=;)L4.MRD M0$^]S;=9=;XT5#?=VF63_'+?$N?DQS,5>Z0\8_'DZ)C2 MGA' SM2C*#3*^!K4\'4"H5&'8]?#C9%E=7+Y((V1>76YX0PP6P%XOY; M?6- M/0QM#K\7_P%02P,$% @ /(IM661W&R&= @ W@@ !@ !X;"]W;W)K M@?#=W?&<_\$0VA3(#;II4> ,K4#^KI=
]MW/)20E,$LZ0@/7< M^>+?+V8FW@;\(K"3!VUD,GGF_,5TON=SQS- 0"%3Q@'KRQ860*DQTAA_6D^G MF](($M[]Z\V=YW+,Y:PX/0WR54Q=Z8.RF&-:ZJ>^.X;M/G$QB_C5-I_M&MB
MQQ,'9;54O&S%FJ DK+GBUW8=#@1^=$(0M(+@6D'8"D*;:$-FTWK$"J>)X#LD M3+1V,PV[-E:MLR',[.)*'7V7:)U'%YSE>B@=@1]HE.24Y5KKS@"EF&:"5,9;H MXQ(+8*H 13),/Z'/Z -RD2STJ$Q=Y?
N)N#S.X&-8C#3O2\!;2NW8'$*Y5P07Y!_D0MAY.B(Y"WKN8@>9-Q!QN^"U&\^J3#+"=L,D<87 M2<]%]$C">GX+.F"EZ5^ ;:89ZMU?%VU7@SK<4XZSLD-G%>5ZN1HK6)ON%:O
MB>Q13SOJZ>W4IRMXO>L01!7X4SF9O>(_C L\?>U$\3#OK:&>WTUXHV=F5R,=Q MP\CNP>EC3OX?6&P(DXC"6BN]T41;B.8T;3J*5_9 >N9*'V^V6>@/$! F0-]? M=V!@ 6B !@ !X;"]W
M;W)KB/\OEWL1,4&KZ9+%3SESQOL;$W(+.UTK+<-88K*/,?\'AE?=D8< M- >O '-6#'#*>!OZN@7]N#\&N^0!N7!N#^&N02-]N-7>&#?EFH]O: E,.H;& & M-O.E<;]I#7[EE2F41UMS+RSTTˆ.)K#
(8=I$1^*9DD6=?.IXNLL!\S/Y(I\>IR2-S_^?#O4<"F&<#C;=7N_[9;U=.N3#[+2 M2T52Z#Y#VD_=[4>.]D.P8.\#>_7AGCD)\'7]FOC>6\(\%B#7,SF_N8_)^7^] MI]_=>\<,?U\4?L,7]/#]"1-
4+3:B6@ML:+>-HZ:QF8@VXRCQ/.]VN#DTS$8= M(:9G\:0NGHZZ8*\N<*J;2*5-52^DS!2!FL?J[W[+$?9?_N0D8GH2D;H0'7'A M7ESH%/=;+94BJUK.J,N.:='>M*AA]WM,V\UOU8*
(EY69#15F771!4R:7))M>DBR]$%EG M(.+]0,3.ZOT(C+R>+0FO,ECN-Y!C5F85PH8D5EJ(MKL]*^7YDU[*-HUX26[BIC8O\ MR,:E-BZ(1YV"
[DA/]M(3]XTK*BC"HE'.,UCISWBJ=>F\$\I_P_S)P]KV7Y:@$D+313>=8E7 5!B!0]AL3E8TCJ M>[%=)"D*=5MP$$.I>PK62U&3O)K4I WN_''@R6]Y#Q\4;;I1=G22[%UAX2U M0*<5?
F^T@)X]6Y4T+%@5O6$R"R$P*PRM&)7:VIDZFKLPU]UV]SIW58<* M]9'[*;8O<((''D>EIB@&#$;+>8,"DZTU7>)N#Z8D@O.350L#PPU6DG/:[+AQ5J8
M8#R3U4;4.G\J!*FDQJ=A>CH@(Q"8A"CB!0*,:(!-0:5US>#A&C;'S+AUAE8+@/(:LS0CP*HZ1!0ICC).@ MWYPV'U-GZNLU9RYKL"*#9I.Z\V"[>L8.RPL66=JZ5)J^?20W:6M"RP(3!-!".D3$Z2I>>0
M=9UHTRMUQ]?#]1N5:B='2RH25E&A)ZG2TU1=F6U.I6<%532LO"650)]4J)T< M84U 9@0$%S!SV98%"#+V?6Q.0)#AT3K3?6'6IE9V1FI]$G"S"_/"89,W+X_A M\-49S5_PNF=HCHV1Y(
A8^8C.19#,B_PD%<-&)3"X[7;TJ;8YDSE(T?OLT(M>O*N. V9(A"D$A!4_,:;U,BBTG+VY:W94,IGZ"AMN9-.H5S3XQK=H:'J-&UQXX+%"&+ MCLE2C(P!F!.+HIS#;',G>./<>
(+"_6&MUVN=^QG[(B/,*A RQ B%S6=&F5N9. MK9^;74*177&(8ASR:V.'.O:#R+56FE>9>?-TY:@2.T?"\A(EL>6.#4P\.O)' MQ_;8.-\/$@QJP[9P AF/!;V.-3F5^,.K]_GD*M\D+>CN$-)O4"N2N*[W=
(=N?W6^$OVNV?X_.W].;"47.3^E-NMWF;NFW MN^X?>+W(*T4*,8>NO.L8+K;>;F1O#[1<-3NU3U)K639?EX)GHC8 ^'TNX4EB M=V ZV\[P?@_4$L#!!0 (#R*;5GLZL7X40P #YK 8 >&PO=V]R
M:W-H965T&ULM9UM;]NZ%<>_BN!=,"UP4XNDGMRE 5J'%^NP M#D5SN[T8]D*QF5BH+>5*9IV)_1'*L0 M3\W)WT%W*[=5]:U[\7'];A9V5R2V8M5V(7+YWZ-8BNVVBR2OXX]#T-E1LSOQ
M].^?T7_K;U[>S&W>B&6U_7>Q;C?O9MDL6(N[+]MOU1/?Q.'&XJ[>*MJV_3_ M!D^'8\-9L-HW;;4[G"RO8%>4S__GWP]&G)Q V)D3Z.$$:IQ Z9D3V.$$9IS MDC,G1(<3(E-A<>:$^'!"?
^OSYWOOC;O.V_SJLJZ>@KH[6D;K_NC=[\^6?A5E M5U!NVEI^6LCSVJME5:YEVL4ZD\UU;98YZU\<=/*_V1Y:)N@N@N6F[R\%TU0 ME/*#:O5M4VW7HF[^$ER+NV)5M,&KKV6^7Q?RS-?!1?
#UYCIX]C_+!*=#5V&^;AWPEWLUDE=R(^E',KO[\)Y*$?X7*Z'.P^.0N MXS!=9*EA&:8F1PJF^1\=_8^<_G]LFGU?XF1]\6RZK G$'_NB_1%TQW;OKVHA MOU._!C?]YU *G!J^*8BL%)"8T-#(
*8D1PJF92_^9B!&R@#D?&R;1<+,J *< M%^#IU?4818ZDJ!F:' U-_U=R=:E:+NF,;@3(!!=-?]2[I3U+>6)96.6QI%1 MR#$5.5(P+2?I,2?I_R\G4"Y2NQ2&H5%'+)W7Y%ONQRAR)$7-
X^SH<>;OL=1Y MZ+I!TMRGO%Y+S\NVEMU\VOV(BXX4B_>PL/AJUP MAO=MM@_1M&\9(UEBN8:IRK&BZ2E0C$8\(6T4EQ&;I4! /1SG+(-V* A1(44' MHQ(%2<1-20B4ZE;P+H8V)(&*@NA
M1N-8T71[%381-S?9S)"%.G34K3;%2-=#DIJN)\-?<0"(%C2VON*08AC3 M-#WS'5>$0MR(,M#.#'N!21M+ N%&EH51;/J&**;"&K#A:P0S%%15$V.%4U/@^(>ZN:>EXV,4AM(8K-&<%^ ;V]@
MA"+'4M0M/9EHK,F&CY M*.I^/K\KW?VKMKC=BJ"L6N'."_I$&+59BE F.UIF2E"GPK"BZ2E1G$>1[7VZ^PH9B@M2 MVK"8$):8)1L5[K"BZ<8KN*-NN/OM4+= _WM>X3=Z(X/U]+?
JE(L&UJ(O'O%OX M$_RCR&^+K6Q?P1S8Z$5(3!9FJ<:)\JQ1'5W%3M2-SOZS M0F^QBNV." M.G4U1I)C2>H6*O2C;O0[9Z&SQ<.I&[>= VI M41O]+F@46:T8ZB06:C0^> OZFB4%B,P-
B/90V=_WI7MXB &30X2DL3G!=3C. M-4@!A,H2FIEK,"#%A3:"I-^]XC+F,Q]EC5 ,6X%)74L&S4]%66RB,:HJQXJF MIT!Q'O) <=XC%&X1[T38#+=@&3/3@(IP6-'T-)PL7IR <*-'*!B$6.8""_<5
M^%:O8R0Y<%!XILY09,4FD-6D@0>WD'>A!:B)$7,=%JHFQXJFIT(QO) 8"\8 M=W#+>2?$9C/&4A9:C2 JG6%%TU.BZ(Q-6K+H/>[;%JB$2%FE8)*:*,T.9:F M;K "-
(8':,RFI2BRJF540!LCR;$D=0L5H#%\0'.']*X: $"+R<):FX*:%C1 M=-<5H+'I@,8 NDDI,]?7N!6\BRHJH W>@KZI00%:Y MH@ /W$01HP%J&:!C0
M@%*#06@90T;&6(5*$%KV(T(:]0"6TR"8T>"T#JBS'BJ;G0"%:),)-7;#S-D1= M$&:ONXZ&MW4!H4@89@DSBR$D2:*416>*H<*C"'-S%^P'ZJ169),-#>7!:69Z MASJKA15-3\/)%B \62WG;B]4
HO@I8RS$FBE!93"L:'I*%(-%^ P&IL*FI07+ MS"D9]\7X]@!&:7(L3=U@1531!*(2WT6]*IK^S:>\KO/2/=3@UO NZ#8HL9B& MJ3G8@*K*L:+I>5#@%4W8^ 7E ?3?QB*V,+M12_<5>)?N,9H<2U-
W5;%8-&&K MUY'OJF:@P*/R6F3S&HTIR:R'178L*+IJ5' M%KF![26I 5-B$U+&0NL[@,IXHS0YEJ:^:UHA7NQ&/)\AG=@FK8@9]>[2K>>] M37J$),>2U"U4F!B[,=$UN! #^[D(3-'-9
M=@3Z"5!6%*7F]&\\'S'5)$+IPMP\SB%%0M.(D3.WK[@N=G.=QY8\V M4J(MM MJ&.$9C0R%W2ARG*L:'H.%-3%;JB;-KP0V[%#B\ "4=PPOQ MR8,SW!"%,+$@5O NB389P<,+J+
(<*YJ>!H5:L1NUG*T(L%V+AO:4E%O"NQ5! M)2BL:+]JBJ!BGWUIYO M7+_:#"-=C\V)@<-ASB\YL V-R:Z@N2$*4B0L)N<6 M&\4*=6(WZG@,9<->H")-;"--1G%N9.!519CA5-
SX%BFMAS5[]X5AZ8VX%Z M/(O4AFA'GL\@**KQY,HV$C*IJ=! 4LR M84?8"T:RW7+>.;%Q8T&SV&S\444Y5C0[XJ$D@D+$2<,9"$"&M0+9?
4G>+H^0Y%B2NLN*I1(W2_D,)24VSD1F];8MY^W@L"+'4M0-5"26 M3'\R1P(\F8-1<[?5TJW@[1DJ8 W>@F[;R8,*?9^X<;IV'NY% $"5+,S5D],2-82]0G[B1 !,_E!(26@JE1'WB M!E8T/0<*KY(),TE-
_PSF0WO2/9;Q0_6\/%M5C4%17FP+L>\;^+S9.'M9J B6 M *L 0_OYL*BB'"N:GB4%8,F$2:4)60*S8T,3)>9XH/OZO&OG$9(<2U)_7JDB MOG3",T!&[%1VA_4M["GPU
^:)B;DH8IRK&BZ\PKRT@F09Q5VL7O85C^$"&ZK M@84734Z,0,9V^!VW*@H/4!K9L8:V"=E^4;X,P2I-C:>I&*TI,\2@QM9F- MVH^G1L7$,9(<2U*W4'%B.IT34P"RHLB<.ENZ%;Q-
0^7$P5O0;5.&PO=V]R:W-H965T&ULM9QK_4Q CMG&X&<=/;7KP38&$F60_QE\27HU'#XX/?X>5/*#T:+VUWPS!]Y^6WWD(MWHZ-
%&]Y6L19BG^OAM\P3%A*B4#\>^%+GB122;3CCT9T<*Q3 M%CQ]?5#WJQ\O?LQ34/!EEOPGCLK-W6 V0!%?!_ND_#U[_3MO?M!8ZH594E1_ MT6L3ZPQ0N" *;-L4%BW8QFG]/_C1'(B3 D+'7(
T!8A:P#U3@#8%Z'L+N$T! M][U-&C<%QN^M8=(4F*@%)F<*3)L"T\JC^NA6UGA!&2QN\^P5Y3:}J,D7E;]5 M:>%(G,I4?"QS\6TLRI6+999&(K%XA,2K(DOB*"C%F\=2 !,95Q8H6Z-E4&R0 M+
[*V0!^^I<$^BD7,1S1$UQ]ndJ.&7C^@7%*?H7YML7P1I5-R.2M$RJ3*FU;< MUZT@9UI!T=?7RJ_LI?'Q"(P$H?T>%S)X;C>$ZOB(]]] M1M3YA(A#7$.#EO;B7X-<%,=GBWOOKYV:#N>?:[S_YVI?
V8M[/#S^=FJQ@AY3 MG%9Z]%R*R^Q=5]F[SK,M$L-X'I1Q^ER/@W$9_X(GS-Y/=D&(>!!B#%/,AQ59 8IVD<8])X]K4%[^)54"2%<;$
MJ$M.JI)RJG]9#%UW.KL=O9PZ;M7OZ[BARBFAI%LE,T01Q\6X&^8;PO!D.AUW MPU9 /Z!S^,/'PS^V]MDOT7_\2@QM9F- MVH^G1L7$,9(<2U*W4'%B.IT34P"RHLB<.ENZ%;Q-
(_E:]#V;GW_88LF=#BGF08@Q2S(<46PB<)5)K1G_+ZA6PF)Q(:3M M/,]% JWC-!!))K(GS(K2F#A6Y;Z) RGF08JQ6FQ\,D!@1QEK?#V&3I4!!*A- M'9>G1Y>G5I>7FR!]YG)06
=QCEZ"9,^EVV(<>>'"_RG,52P$:GS'0NRTM,*QFOA89N'WH61/D1BOMSN>%M5$;D0.5JF^?1-4 MS0-58XU:9Y16E_.^(0B/7=5>J(9U_3VA4=CJ[S_DTEZLR_@/N8S?Q\6F&HU- M$[?
1!JGF@:HQ4#4?5&T%I=;-H9:R82N/67P) MPVPOITQQLL[%VDET5&.N@&(U4#4/5(TU:IT=)3)3AP<]R%"AFMP,-R+'J[

<3&.TY#UV=T#]'R/; -M1-L[2PX\-2X<8NSF__(>T'-?/U=M:O09-CD'Z3M!R MN+1TD-8=#ZU.0^"]N9W=A2@[BWS=SCZFK=[*98/=/=/GYE>34?43+V*Z2QT-ZA"D$UV(?4780*/M.)]
[%T7=.01FQ(\S]X"E]8T O4/8.: MK[Y-4 ?WVPU1:OGH03KJ]?I/F*ZGGEXJ@QC;\>;:0EA>]K:4 PM$>]^.Q?RR M0WR?.\2_R"A[#@$;)]M^!;4)H'T91I&Q[@FFO_[A\NS9]O+:YR(XLK78TOE M0EI9[4-5QB*_$7V6P$"2OY%!!?[=2<_&TA/TX\N;N6W!L/K\HN-7S3AK%>5 M66#IY?3[;T]4*[^"D ^=:_B7!W/7H6SC/U=&(RO3"_A^X5 %AP^T0?HIRJO_ M E!+ P04 ' \BFU9\+7AEB0("Q%@ &0
'AL+W=O7EZ/KD_.:4Y%G@=ZTVOO=;D"4+: ^@AY_RR]&4 *E"98$T M2/QY4+>]*$@18/R9=([:+6EA_W>C 1W;#E1OB]:Q-@YV%].7HS$KE:RKH(MG^SF1Y7L.2-
]F2T_R\V4?;T^Y'(:A]LF18#0:E-_"N_)#_T%KR9/K-@EA;, M&'?R2"O+IS=*$?2T$8_V%1>#7#:4%#N@\'7C77AZI-Z4*967DB3BUMK M@H.?
Q"^+0J\DN%)EE3>1)6S9U3^7;R'GK47/YASO0KO5346\^F1F$UGIWOTS5N;YZQOOM]FL72V[&S>Z+ 6M^QQY<2_KA>> MW_]
[EP.B_M/=^BF/SGTE,W4Y0)XY1[4Z.K;;TZ^F[[=@_ZT17^Z3_O_%[']M*C_8H,1\+%Y4+7XRXDYEJES 18C&[BM8)H64FS%N54PJ9'<0!+1_M_C@ZC#'Y4&^0M-H?8?=L+ Y&S0L(K)PT
M09N54%^RHO9(<)'WE3E*2B_LLH_S;UY4*M<28IFXO[WC;;1AD<]&!UAP'V10 MO.X;;-"9'..+#J-)!D:6K<[=V(}:U*A*=9&+2FX'KLK@30V%[%<\E973G@Q9 M6)A\H _AOPK[U< CO"P
!A(92&N=4#);IR]K7<$6=O&!YE7.;F41MBPHBX+E MO/ 6(!"5+!'C!E85'[,@.EB?<$]JMKI ^B" $ M.)(RD$V1,=IDJF++#8GP_5\=1^&,4'AT>=8C#QO)*&$]Z2@U;@S5D<)3VT5P>
MXPRO'\A#@#D]ZV0=10-05]BQ1"TF4MG9J51X'(:O* MV0=9@(I Z][=72?LGSH-[UL-C^U8$*+Y]"5$,D;RF-I(W@,4=[KG*- PMQU; MC<5O/?ZL9V%*]LB]FZOG*<_@/!%8F?RX1KWNLH1
M=:D1*8O].*J1^FH$D)[V;@/+[ME6%]S]4!? MN09MI&?]6%=S# ;KDF0# KMJ,CE/54TK)M="I016^5A<PL?A@H3U.%)25"Z5H7,WLRNC_TH:QIC19U.XJ MG\6]66NX LR)NF364)YS
)@H"PI+D9&^J[J%E@M=:'822;&G&VS MM[2R1X>6H-38(/P*4%]NKRL:9,BBYK)_LM7D/.PZ3:{;# MW#C$/N\ZD,_RBEDVGVJU >VLB>8$7ZKWIN2X=! ET6JZY>1GYT^:90B+-%5K
M:0T\@K\A24"IZ$EO#,*TP:UK%'Q'M1'N%72%@:N98;9O_XAI=7F%F]S6\8' M@8]8]6$8]2".XM$!WK"M=>AYPSV\M^(_ %PDQFKJB5]=A=:<43?'SCP8IQ<'LARU68X.T?_OBQQ$=2=ZIRS"J]
[X\!3@6"]E+BA M!>_K;"Q=N'7 90Y,9I *99R<,,,%D2F]5K6C,&J!N@3UPXP>Y5L9X/TG+AD:) MFQYUNRT\URK+!*0%DSD"EX"O%0TN4A"-&;= H0R:_M&[$W=K"[4VA#+ONRKH MP6_/6W7
MYJ+>%F_F]AZC]6*597?'8FRM(F\6-#J1^T,Z'ZE MJ)L:Q05H_TSF?P%02P,$% @ /(IM68[JVX79 P ?@@ !D !X;"]W M;W)K&ULC59M;]LV$/[N7W%0@ZNXQ%'.O%M$I ,16B
MA8=:2+,,*FMW5V%H\@IK9B9JAY).MDK7S-)6EZ'9:62%-ZI%F$3115@S+H/5 MPLMN]6JA&BNXQ%L-IJEKIA^O4:AV&<3!?O")EY5U@G"UV+$2[]#^OKO5M L' ME(+7*
U7$C1NE\$ZOKI.G;Y7^(-C:P[6X#$)E/KB-N^+91 Y0B@PMPZ!T><> M-RB$ R(:7WO,8+C2&1ZN]^@_>=_)EXP9W"CQ)R]LM0SF 12X98VPGU3[,_;^ MS!Q>KH3QO]!VNFD40-
X8]^K>F!C47'9?]M#'X8]P MW2$DSR!TG5R$O .=Q.81F-(HB0]@3<=7)QZ MO.E_N/@+9QD7W'(T8]@T6J.T\-^1!@e'N!;FB+C.61&H+MD+8 M*D'MRF4)K%:-M :8<6>&4XMUAGI(T!B8+.
&\UX<> 'T:O3J#+@D,-48TC"O M87T$H9,=6H_VY#(E&P-G$(_C>4K?610/9P77U-5*$_':N7%Y F;P8M MEQ.F\\HS+/">7J!=[9(^^)W,8\)]LA!8,D$8D$X'&9<6"0GPY MVE#%NZ(!@]8*]*
40TL!R+X(9*0O.L\;(G*+=I2GJ:()YW-4 E M=MQ] CIS_H^C*(*62HC2IDK)OWF^1QD=94^>T6/M7G+28=8KYESG36TLDSD% MS8M+=H^@N4'PH:#@J$SPLG,*[H*?ZZ0)R1#\#T3SQR
:C0TDC4%=V:N193@ M!7.;+45*YIRR1_=;S]%0SVA/S%9$^]PG25)'GD/=O8_HWL>C'<1E+AIWB,)@ M2Q6"7>N0 V[T0!R=_^;A64%DR!FZF,MN(M-N M!NDP7-?
=3'E2[R;S!Z9++@UUQY9,H\F;64!1]M.NVUBUQ,F4Y;FE5]6] +]^WR%EV6Z=M 7V," Q+^(YYSMW M\F)A["><7$WEQ7Q;:779R[ZOS?M^E.972]4Q%&E]FQI;28VGG?5=9DED@*HM^
M,AB<]$NI=&=\$?9N[/C"U+Y0FFZL<'592KN\HL(L+CO#SFKC@YKGGC?ZXXM* MSNF6_,?JQF+5;[EDJB3ME-'"TNRR,QF>7QWS^7#@#T4+MS$7K,G4F$^\>)M= M=@8,B I*/7.0&.
[H)14%,P*,SPW/3BN2"3?G*^YO@N[092H=O33%GRKS^67G MK",RFLFZ\! _XA=2]!DQO]04+OR*13R;C#HBK9TW94,,!*72<93WC1TM*,X& M#Q D#4$2<$=! >4KZ>7XPI]%L'P:W'@25 W4
*4%D^RPG.5/,KPEJ]> M.!IT13)(CA_A=]3J=Q3X'7V/?N*OR=1YBTCX>Y>JD=/Q;DZ<'>>NDBE===A#^ MCNP==<9/GPQ/!B\>P7GRBG9UB_G>P?[0FE0F=I)G;E#\>O[M-
Y/PRWM5BK?:U5;JE,0;I3$J/'2&BK7@5H(F/6I;&>O4/I"'"3R%I, M9NWQU#CO]]YD$=@ L9F)5Y0V6(8!RY'8%\GS$_P.N\/DC%?=T],AQM')"+]/
MGYPEP^0%9@=BE(C#O2!8.5=#%%2@^S27>D(!"@MI =F[ENJA<5\41 H)9('#B Y-7?!D"798@G3*N?9CWHS M#+LA]&H+ HLC58'& 5=,N3WTOHJ0:RW>U9I$04H(
MV7"N<:NTY@U"Q>\DJ9\0!2^VLX74.'[%GFR7!GCTQO?=$-7&X M]ZUJRP="UCL2M]ZDG\1M52@?-?LR<9/>20MB79 V[#1MJOF44EFBAM115_C@ M^4!D#>A+?]?;)?.+:-]L$'Z!7&%+%,P*O:
(H8H,'IXW@TMDZ8((&(?LD5E6\$<"+S*Z4 M6CA\[#:X6;"K2(5_IVMWT03>{[B'T\OJ:0DW- MATEG((7R>' 8^$*)"V^]\']D$H&WW1ICF>-21Y0/X/C.(F&;! MIGXOA?4$L# M!!0 (
#R*;5D69.&PO=V]R:W-H965T#>+$KY'>U%4*SARS-U>5@JW7Y M9CQ6T59D7(V*4N1XLREDQC4>Y=U8E5+PV"S*TG'H^_-QQI-\<'5AQF[DU451 MZ33)Q8UDJLHR+O?O1%KL+@?!H!
[XFMQM-0V,KRY*?B=NA?Y'>2/Q-&ZDQ$DF MNB^$X/G^++@4*B51$FB1P7.[% M>Y&F) AJ_.YD#IHM:6'[OI;^T=@.6]9%BP*)*Z2)SBZ%!EN3VRA^<'UH+EOX3"T*W(#1ZVXV,
MEA^XYE<7LM@Q2;,AC6Z,J68UE$MR"LJMEGB;8)V^>E_D]T+J9)T*]DNAA;H8 M:XBEE^/(B7AG181/B%BQST6NMXK]E,#]QQ^"N?_VA*;31M/!*>DOB\0)$?I*DBRV&+$C^>S;5MC*
M2/2>H<:9QD#4FI:;;8EBL76@B%F2FUF:T_LUU76S,H8*E&2FB>I F*D7"?Y'=.%D?$)-J& F5)2TXVF%T M=O[*&EYB%GN>Q&K*)C-M"C8__E[$IG/9X;-8S-N\9^UHGIZ]XRG/(P14L6)S M; -
[Q0+/#T)<5ZL5_5_0_6R^Q/]E2/<__K ,@_!MYV[J31:3LT_PD!%^_A') MQ7[E:26&S:SGKB%V6@8SVG^Y./O(${\GN20+I20&+MB:9=EQ*GFO%N#8A,1N^ M=(]S%DP7;(CK=+
(RU]ERSH9GYW]!;QJ;D;N*LLL&WS25P O]@,TGPT]VLO,];U]L#I64IIBH.QU921%)CBA%QJB?M85B^FR;^SL MJXA%5IIV^+PW%[[/CB/LQA_EVG%]/Y%,?_R.D.I]D94\WU,4RE1H5"R/XX3L M 8
0.L%CKO+QSA7^K4#(8W8-S\7&>\> @"F5A!P@P4TED8Q*L.L[*:RWX:V? M.3!*[ED0.NL D;_D] M"M*AFB R$M8?P91L(\O4EDMAMC1ZM9$ZR:&E>6^\J _Y\&?5J4L/3>DNR7.* M1&%[%?I'FD
\UOU5IFZT0SIH@>@M8F0?38?9XMXM=41QU$ECGJJB;CT-],'(6B8THL>9%RZ69L, D 1X M.CBA:W8W;W8)&@7l\"!DE$#:TP[WC/16+?U?M1FQ+X>*J_'$,ZY-\X]F,)-/]2NEDMT#-G#F6-A?\?
1P=;H,XRCLA(4I'XA*A .Z15 MWUED 20ADS= 9V09"5057KJD.+W15>HSJV5LD+F!?U!H!MS//!VZ#5Y6N?<'<55Q">]R23I2F9* MZ"\@)K*K-[4E;"+*P;\X;[22F,;4JK5+*\-
X!G'&=Z$"+'SR9"!>9NIQE:^ MT<(6S9$)!'G(%XN;3/Q.50F-0@."33$^VF[$/E2R=AV62(AWQ/$S1QK77.AT M.CG4H?92EK)X2("-!+&OV*0%W.<;(D+WE@=M!H;8?8APY $/[!L"<2H_G6%![MO,MJ-
&MV.8ET(W9M"J_/MCK@L)"BMWLFYH]4"$9^OZ%)W@%E:Z@M;K;I\+IC MD<&AQ>VV"76UJK"'G"3P!H.HQ7J=2 RK/X0$RMJLI"5[":>'0T4;7M%ZRDI MBLSRJF.=9H>V2\IP*G$" N?UIA3?L/-
D2%QXM&CF]Q!*$TVD*AVF>L3%"16O M-(JT%GHGA&U.7;?U\'#6@E*FE9BNK-UF]2NAA;H8 J4LJ4J) ?+/:@KM'7[]&W(=9NLY<< MC.)#59E*?IW9(W] :?68CJQ=)SEO@\?FV5.
V]RFW+^KW/Z06!SFIE7/5Z:?#?JW&PP!&!"!>C=LN 2P[UM=O^Z]$>?^:W0>UX!!KA_\F(;(7*?6[F1159[Y4! "@SM.V#36@*T2:O8H$U@]X#/
MB>*X7F^V)SRNU@I52R9O4!$X'C@"X>28KGM/OV?"\,P8H2KHT9I,Y7%GO*9& M["/&4V)8+5,-"XH-#9('RN/T:?$=]TM.PX.Z&RE*A(85>JUF;7B.+<.V1SP7 M"$OOK=D6F22%C7"II20XI9*0(AL
,RDZF72:@"],=C:?3'[PB0YY:.&V(QDV M!3_S[^+U;]L"'"RVIH/,3,5+J-+/:TLY6)6FTT5.8WA7$=G+%#7 I9%N:9 8% M'2+@.(]T-?2N9<7C_OK&TKSYV_KWNQYBXH_F;1M"A+ M1:JTF77D
V;83\V^787>1?/BA?R'M6KCZ_=22TSEAU'W9'IT-OM]3 M^WY_'K>^#&1"WIGO'Q0@6&_$C2CS2>6:_MEX3#=?I\!&N)0K0#<&RR%[V<# M6[KU@RY*\YUA76A=9.9V*S@.3S0![S<%RM]T ;-
AZ>K_P!02P,$% @ M/(IM6?'<)B#."0 ,AP !D !X;"]W;W)K&UL ME5G;!L";1"F9%ULD@;[WZ0/R:BO5%[T1PK#G+,WU]6!C3/'F[$Q'&Y%Q/92% MR/%D)57[5^DP72O#8;LK2L_%H-#O+>)
(/;][LO0=U%!,EUG& MUA .JAN?DO7&T(VSFZN"K\6C,/\]'A2NSFHI<9*)7"+ M\,WME-;;!?].Q%:W?C/R9"GE%[KX-;X>C,@@D8K(D 2.?T_B3J0I"8(97[W, M0:V2-K9_5](_6-_ARY)K<2?
3OY+8;*X\P&+Q8J7J?DDM[\([\\YR8MDJNU? MMG5K)Q<#%I7:R,QOA@59DKO_-G'H;5A/CJP8>PWC*W=3IK\UATW_.9*R2U3 MM!K2Z(=UU>Z&<4E.27DT"D\3[#,W[[^6B7EAGQ7/-
;>!TE=G!H+I\5GDA=PZ M(>,#0B[9O2SB[OXS&%1;-:ZLNAT?%?@HBB&;C (V'HVG1^1-:B\G M5M[DD#PCHR\;F<9"Z9^8]_EW:03[SV*IC8+G_^USVTF=]DNE?GFC"QZ)ZP$: M0@OU)
8WKWX(9Z.W1VR>UC9/CTG_WLP<%V)]G]9CS#V&\]+]*&-,?MCM1(J MR=?LC[C}Y,')"C9'"8GLX+G+TSD1B@1LR0WDG'V**)2)281FCV4*MJ[@0]AB MK81 YQH4L]E@<8D;D5&"+-
HDI23U/!^PD>8T5T*C$.M'.T#A1@ FO8?PZ7PG=>8"0#T[(7U[(X+6/ M8L[$LU!1 EF%2B)!(@X9#XDU^K$1X=UIVDR5>PVV_AG$X"^;A() &P5$+Q[P?CX87LZXA MMWN&6&#N,7
LL4TX<;3ADN"OWP:]5H;UON31DCR5,.EQ=5M>QF#,X2M-,*6:* M&C8)RI2V:JG\QJ.WO;TY&++/K;Z 7H&)%C.^1K^M27@ QL6 FAJSZ\Y]C& M?E:R+-C'CW?6;VD+M*2A9@7$3%/$,$J&QN> O?
DD6+ZT>\[YU1-PF!#Q3%2I MMUN1J=_*',7IP(FY= FHL@.>Q10(N*8;S'=NHGT9''(HH@EP7!71]8'ZL\M(M:5G(5@'Z37T&^U)LZ5Y4NC&?!570YR.UA^I,4PH7JHH\)6FK9&4;((=W2E,: MO?
Z#6ES!-VKV6J)/C=F*]$F<9C3)_Y8VYU$/:?;3[ASS WG%DVJ>]:# .:#BIC47(*S#?\21SB0.%H>'[>Q+H+1DU)5=6S,^\ZT21,5.E+93YX2@[H''>.RT[],Ð)_OISS IGL.:+KX-C0A[_D:ZJS: M5!A3T=A?
AG=#A"/)MXK>/K!7/"O>0L@PL-/DQ#=&LZ+]@SXD:LEIJL:>:BMR M*IZCM-14M7M1\+S*VQ\0EA-@<0T$M-XC=:<@:5{1]G/@D@4U=&+NW_4$%6% ML&>]MDW,6[PWGITM4F6
"8SHENPG%9L,I^']F)L3_C.=5"&FE+]B=DO%W>T9) MC6#D:H7S=@(3!R@Q9;EEI)&&IW;WWH2=5S4&2A+'B1L5Z4NW#_I>T,!/UH: M8$R"B,9")^O#M8YRE
MK'41+VP1UQ(=VC*T64,>M7&ZPA!/6=UV.FUPFJL6/[O.6^YZ +@GPW!^T8+N M_>E6IR +,HUR4XJO5R84[AW*D,YQTJ5*_Z'L0Y(&;,12X@6G^^, M)UU*U&Y9[<-D,2-P\ (ZWM0?E7*75;B $^DG-
,=_LAIT>6U?"7CUX*ADC*<] M572\'=3<\4SGYP]K+,'$A[MEN=*Q-X 4JV80[5=),0X]4KY%-V./+>*E^&XW.:' RK8-.N$3>]Z;AN?D?5:F M:WL>;VQKO,5;6!{)PLO))" A.&_;(TX[O]WES1 !
[*5E3'7A(F>=<]P438? MV+'@TM4BG'>\2 ",GG+2(AH7"(A_@? ,HF(YB.)6N/=X9\CT\E!_3$+L79<[MW8^B,,*"U:2W^!6WA[Y]E [KG1>8MB[YM!<../FN]$Y&UWQ\)UW: (SF;!>>C40#Z?>A-
M!F])-&E*E<.F,ZB<9,[?J]R',"KT^BD"0C9_09!?3J M})]U)LG+TX->TBI>ST84F_L&19;Y=Q;,*-"RTA\P,_T*J2T>6M=Z1.Z][SIO M'76W5/U//$DM8T'$8L6W0TP<]D$L5?
T"K1M^4NPBVPQ]&AQ)3B.25O8&;.CW MA>"L}1TG$VIMOU91?9>Y<9]TZKOU![&%^P[4+'=?T]!:.YQ"P197V#H.7IP/ MF')?J-R%D87]*K24QLC_.MP(M*<B!?B^DM)4%Z2@_DQX\W]02P,$%.@
M/(IM61=M!;,+"@ 7R(!0 !X;"]W;W)K&UL MQ5KK<^)&&0_NOV**W"7VE0!)(!!>VU7XL/>BF$85_3)-.7G.4QJ_^7T=+ MD7+=RU+!7*7\5]_>D.^@RYUKEL0@02HS>^5?2SLT"$+W (%?
$O@DMJV(I+SEAE]= MJ'S-%*X&;OB%5"5J$$YFZ)294?!4 IVY^ITKQ3.C+_H&N.&]?E127EM*_P#E MA'W*,[/4[":Z+1;Q-WP$$U MQK.8$=HT^WMN!+N5.DIR72C!_CV=:Z,
&O]I,X#E/VSGC^%RKE<\$I<=B KGCV-MS*3=!,*0F'N>]*3M^6>0)!.9/;!UM9WV\I0T1+"K*1D))/H+\]Q>$# ' MGJVD0@-8X]@0F+!>BY#WTQ?%&XV<0>"]2CKGN'B#GA>.CPI8V^R.G?[,LP+R
M.LEY]G;H>"]#I]@]*W0LQ%_XA[),KO"\QI+UK:"SUG.)PT3/UJU[L]UW4] ML.!G$+!MRR6/699,RW,J8#$'PR&>UP(R5\F4SQ-!NXHL0B/_E29UL)&=#R> M19:._C!H .:*'BLR(Q/&DZ2R?YL,?
+./]=VB2)+#(C?EVJQG<4'0P4V^@/^, M4$P0X2<.=F2#*A=4#I@))<&:4Y*Y_'&-3D3+-EP"_#FHGD6%4AC88-TG5+L. M=6?#:I>ZZ<7A8.",!LV *5?/R(M'I6CR\V1$WJC0V@0')0]!@G?[8U'C:!O
MACK>\[QWK]&Y2;8MGC,*_3^#5=_OA0.V K\1\5,4UUO 1<33;5A2ML_P*6# M,5R+Q+4)0*U:R*18YDD,_ #2N5/D,*AWZ3E-8)+G!Z0GY,,A4;VA1$K(4[
M;&%\$"IK"8OY((M),F)&7G'W=MVF;#]7?A."L?<7,9;;T,WX'9EW#K2\%W&+;53H68!>83T2\&W#(NJEYBJ,F&3#/8FE1 MB\$N+-LHX5K+A8QLT4-JOD*)VF(48PDR9-M0CI]&^G&?U#M=TI3'
RDN:LD=5N-\)^WJCHE!,_H\@:)N>QU0$\-L^5LIT(M@0^X*2/1M[&8&XB)A*0LXW(F4'TV!4_%%)[E_880T DUP>3Y91I%0]1!.ZPB MKVR36B,.T@S""2KMQ!\3_6 2../0.Q
M#DBK5S9+)\ 'FT1H84>,VF!38\,H M_V=Y>FP*D:D$'D^@9J\+.L!]"V>=A02]N4)0*U:R+"#**TQR0$ M#.M)@IP OU7)6MVJH6P MW7AP9A/6&V:_?U\K.5,#3E&
<2+Y7";.8!>Q%0"T-1*+/Y>*01=0U!6\&4]D MQAI8:]"ML45ADS*[ACSXV)U%$/ (J!?)B3C!QVD>BP1PM)30DV$2D9@48$:Z0(> &-0AKP:LZ<D=FP'#;K $^AM4[5$"BI'[L+]+"@"H@$Y RZ
M=V&U,_03RTO_5FLX)K@NP,CWAIK6,W^RW*PGRPD.J9H:D9(XE)9&+(RRM M,8!^@;W9L^_*BN.LF&O(E)B@+.2I*#3<0QZ&>I_9/*_E/RAJWE80K>K$+D: M]Z/.5XD5Q &5+Z@[>8PS0-=*
;$]C$ELFQ+7YJI*"TY"!R:]O#'#:@"WY0:2 MZLH(:@0V'0E:ZA;Z$7O,SAJ#\Y,I!01]GGRL\7A3X[$.@).VH*!ZZ+]C?C!T MQ@/_Y+YLPS?=5KW4]R=.X+O5]>3^P_U=RU&#[SHP$):7$S"
[[6O\H:4.W*'C M!_Y)67N/RGEX%!\%+LRKHTK\DY:#'L]Q/=C*F]2+MCO(IF.VCZO7%?.$1G9H M*IOY>NC0]TF]\GKR43QPZ$4,NTZ"L?ULZ.Y ^0,W"&0#>C1CPJ]^;E\.@@F
M3@BR3R"#^NZ$,+/!B+&!C-,$!+>-L#6=T8JXRR&70$\U47)QZI4$SMQA-U M)C2Y65FIVXZ E\VH;T,_RGM(ANX]_5P* M_ZD4_@5@OP*T/,N%XU[@D$/47X4NMMKOPU0JZ%XV',';6@]_=M9
[%TH#;V M8?4X?!&V-:. UP+KZ] M]^_J$Z,_D=C*A(:F]%'786\4O!$HX1N $AX%RAN]$K[*WYO$!* NI0Y6M"% MTX/"]G*>E^W-L6/7&?D!.\OY6GRV4L<]CB^S]5"2,12GT4H8Y+]S=R:9&S.>4T
M($(S \CKGYP!^/[-\M8[[/NLI3QVZVJP9^EC_F*WFV-G:$JAZ7XA"G;>.M@C M5IAEV0.^7P+9]H<\OQ[R%BI/B3[EZK%K\BY>\10B_J/0AN!.H^+65-Z-:VB37VHI<)14[_MFHS)7B^/L-
4(C'Y^VRB]"T<[O:SII9)L??= (`@!%?8HC8.NI"S9]=7SP;[] M=JR!A'40-KK&P%'/,SP!!98PT%B>/=;V/KG?>.F?"O5 ?VW HE5DQK[_K^_6-M_YZ8VC\,.;);,OUYXNI!9IHE8@&&DT$,%'1A6Z>\,]H?)5_07
BB$)D_IZU)P MR,BX >XO&PO=V]R:W-H965TR#98J<>;;Z M."V%ZJL*25J9*%\+2JY[U3:519$ZI MR/NA[P_[A9!E]^C S5WJHP-5VUR6>*G!U$4A]/(${4X[
;=U<25G,TM3_2/ M#BHQPVNTGZI+36_]4HF"RR-5"5HG!YVCX.]DYCEG^M9C=M4E6?#A>H;]UL5,L$V'P5.5?9&,G MA]VD"QE.19W;*[5XCVT\ \9+56[<$Q:.;!QU(:V-546K3!X4LFS^Q5V;AP<*
MB?^,0M@JA,[OQI#$\DQ8<72@U0(T2Q,:#URH3IN-(#A,X!C^*!*.S?PILPP>ZS? M)<76'H8K#'T_"K8#76/4@\CT(_3#>@A>M(XX<7O0_&%HF"16-5FE4+C-AZ<58^N-2&5!3
MH/:D'9JSZQ!H1BK&RV3*&GN=F[E&?$1,(%H1R@2UX]9'RLR6]<[.R\8]51PM1 M9N:U(R,_HOM1YXI2*'0Z!Q*ASG!+':]RE'H)8_H%XX2?84#/*(HZ[[DXW G+M+3+.VY)YQTV*1 ,
(DR$,!C$$7A@$C9OMF7Q)'OCTC).8GL/1@"UY@SB&-]]J M:9=P7J;D"6-?Y]*$?;ANNC!['L)%4L,;:Z[R#*FUJK2ZQ69EFQVK@"5EAI"KN5.7N:@:8NS+%%8PV/>?
\+1K+Y"2G7>](+0U5I&EHY%B'@FK&;"'5 MFK(HV9@03=5M88E%=] #RY:&PZ& M+.1=10FC++5*B"G%YW+"?&;?G2&4A2,FUVWI1"O7B1A,-K2:5HXVW\^!$5W> MXD37KOH#STEZ_UX--
OJP$;8@BQ=$]T'!F-;!5HT76>! ME,M5.FO:JGS"H.I4!.OVK'4%FO_FR\^;X$F#P V-@'>SQZ46IFUN9F\K=WF$D\)CD=?XO=85\LF*.M.7Q*W8D_2\S07^448>>8=I&%'A-DPIBSX^Y*<3#
MGFL4CD;A/HQ[46?E6;,:[9P;4S]XI?//E A/,WU(!<6?YS3>@7$4P!/[=D,^ M(8B\((@W6$]Z@\YGVJ.$QM7&QA'W)6DBV0.V GD$U_#^V5K]OZLT]D;CT88T M#7NC?U"DQ'];I.=2FWA)L,G^H#?
^Z3(E7A@EF[$H7?2EDRQ6X4)F]Y7AU M-6(NZ'E27N]IW7I-[;GVX?W7]B4=AL/_Z7LO_U$XF!/Y6+M R 5Z_;[4 M[S2GX(P[]ULA=?[_BK55#HO2"(] MWG.E#4;)Y(V@>93P:@WCK9\'?
[+++$3>T)V]Z.Q"}-E \74F F\\&_)1$QE M_<%,!%[DC]9&8=.YO/_@/E6@GKE;(Y]'Z](V5ZOU[/IB>MS&<+M>H68#6IXK.X^T+&UA?UX_^ M!%!+ P04 "\BFU9;&3@.L' #&$@ &0
'AL+W=O),6R+:E*%WOCC7Q9*9>'U#X, M@08Q90 #SPQ(<,]^3_< (*E55!7GP18!3-].=Y]NX&QMW1=?$ 7U4)6U/Q\5 M(32O)Q>.?%E1I/[8-U7B26U?I@$NWG/C&DV-
K96C 'QT.7M]=^WO)';$LM">KFWYN\E'<3XZ':F,S$O=)VI:UL'4R^1 M3@WYLTF "3XX23MU5U'=_$_4O5(?H*#PZFV=4,8O/X%K@W_SWK^K^,,*[ZD9 MJZ-HN,3^?$S^HZ&>
(]$W]&WQ*MNC$]+ZUM'ZH_+A0\,1?.?IU"(1HZ?-L*_ M]-HW.J7S$3K%DUO1Z.*"[V8_3M\$\+Q$,+Q<]K_>LJ>5?>TLQ]M(#6;C=7S M>-T2&D)=+AU1//)+02S2Z'JCC%>-=D'97&E54;4@YPO3*-
T?5^ 4Y0OM*,.A MW*2DQ!$QE.J;_Z54*AT4ZPL@@[&Z8T%Z"G'\EK#JZ9Q]L&@0:G'@I.3^'&4@(!\0T(A MY6:L;DTP2RVX18BU"5K3<0+"_^!EFU=*AH)'J76L=_K@FIE@@#N[$(O2HZ448/>
MZ-Q&%8!J07RP3EO'T-6!D5T M@6F#/B"M6IO.^C8*/)!8,W&ZAU[5@E0PLY?C]FW.?]!C,(?MY2"_C_? @\%OU^2" M0;7B@AU^7R,_C76=U75ATH)!+EN11(4MN^2%
(F+0.05HV$R=.NDB246+DG7F MOQ"4OO!L_+!"2?1]K"Y5T[{Y]F0W',]]H=7]SJV=(NU@+"_,!VSKA^]_Y_/I MF_A$+F9O7DAZ&5&K'3U04'WOJ8S*U% M1!HAT!$*R3AE8 0TMRY-]K=!V<8&98\)?
#J>8],I2ZX>CE5W/.)1O&4<'%GK M>J,S'}]A*<20/4M2X,=2)/V1(V5W1E M9A-DO6&%$(W>K_ 0..@4Q_U"G0_@D.,L:[O8QW!.,+:\[V1SM6J:?SX\-T M=3B=G,Y4!S?
CP<*+/3QV,>TAZ>!@%^U89O[_.B*1*KXN#.7J[0-2)V1_G+5\!UYY ML,=2N^Q1CPS]U(^K.*,,BDCQS!Z:)FW+2H,?=NX]UN)HL,2)XGC1RJZBUV3D MY$.,6R\3E<5M-XAC@[*7<)WZ
M5L./;A+L],,;A[306&I8DMV[?F@^/=!/584G^B+\S^O.BERR-U(=L,AD1^++>P$ZH,:LV M*W5,5WBC]/MF@;\ 3HFMEEM9AY",[>(.C?A$2B_M"3!BU#6)]60NQZ>UV%W86 MK-
ANYA&%T$KFLN?]++,4E7UMP:+Y9NC03GGL4\F]Y7AU M-6(NZ'E27N]IW7I-[;GVX?W7]B4=AL/_Z7LO_U$XF!/Y6+M R 5Z_;[4 M[S2GX(P[]ULA=?[_BK55#HO2"(] MWG.E#4;)Y(V@>93P:@WCK9\'?
3PWW&B,GTW=?RP(YX_]7(ZV?FV))=RA>4N,*$^)EAN#M\ MI++FR,WR:VQ^,7'E 1%D>/<9Y#=#1^>3)2+GXUB1?!.O*E8F%#L)7\+ @\[?@ MGN<6L'87;&#X='7Q/U!+ P04 "\BFU9?= >GS$' S$P
&0 'AL M++W=OO(+QE>PG@V+)LQTZ: M!$C[#X1YHB;,(2*)*4G\[^\;4I+EQ'8W@&%)%#GSST:6+)1ZHH"MN1I8"*Z,>6?I0F2A49:]A ,Q?&:!#C?_ML MJB+'^T52PER:@D?BNHN,,$(_B^[-;
[\,SX,/1P"/&\#C8]+?$YJC@O;# _$-9 MP89AGQU0X\>?W,@T1'1(C1DWS"_'%5I& G?<(NO*.&8+@12-!#(L9E8QI%W* M.)++.&!06I5G!I7L!5^=F*33C+)5(5-I-TSF-%?I6.ATXZ=PG[0+8==*Y&"\ M?
H*@@FLK(UEP @C=!"7,@F8QAU$GXD5:C_"TS[[D18G)I?` JMELN,6.XS%* M@50N)2,;)G&!"%*E*%DR7[%$"LUUE&PNV>_B6:1LR'[[918.AQ_8CQ)^C+TV
MXPQQ9:8";"!$,QD#FXQXZMT!Y'G<6"^%Z5=2PT:J@GY43KG*@2F"M4PM*&\\ MD2(:WJ(3F4=I&1.^71"DTLA,IEP?4-@C(P6H8)F&QWHLTB*&S[0T3STF;-0_ MK3&-&DQM-&5^%
]Y;ZXRA&GC5D_&*,6C@UE5E!@G:MB 1"H:?625DS4\@!T M /OKS50?+;WF.F;*R6?X@>N.=?6;"/6)$AWFX_99@$H$/X?O,$1Z2 ZF:D>O M%CU-FQ_(@-HUL.$5[H8IA_*%?:YG>#L:CEGG2Y>?
I+WEPG\CI#+G>21W MF%N.J9(1404%(U7FQ BB D;,WD(4*%-+K4DK-C18!Y/@111<*[(%B%=77>>4 MCTAK/SITHZ,>6VQ8ZERPEC8YZ@38"$ .5.[PR\^VNEVLS/&+@Z@'O>#,?[.)V^A MS\98-^I?!(X_)SUPO9(@6"J66!KTIY,NSC?
N%$U_L*IPGT46REJ5N=M$ M<.R@-`OEPJ,0O5 "IKO9#?_!U!+ P04 "\BFU9&%$?<9X# #Y!P M&0 'AL+W=OU}^UEEKFBYD:XU+2L\;4RMA$>6[O+7&M9E!*4J&P^C;(}
M&B%ULEG%LUN[69G.*ZGYU1+KFD;8QRM6YK!.9LG3P6>YJWTXR#:K5NSXCOW7 M]M9BEXTLI6Q8.VDT6:[6R79V>;4,]M'@#\D'=[2F$$ENS'W8?"S7R30(8L6% M#PP"?WN^9J4"$63\.W FH\L

/%X_L?\28T(CG=> KC'+QEPZ][6*14-$Y;YH!# 6-U/V_>!CR< 2XF/X ,!\ \ZB[M=Q15W@=O-BMK#F2#-=C"(H8:T1 G=2C*G;?X*H'SFX^Z, W3%_', ;I5Y,(;S MK!C05SUZ_@/T._IDM*\=?= EE_Q&92,,+5(ZIL$&O5\86PI=,_K+U_0UO4OI MU^WV=D*"]D)UHK\B"G'+!J;&!ATR%,Z9KT[1"/[YZ<3&?O7WOPH5A:T'G41+A"L';, /)"'' MP:+D-
RY3^G("+7*II(=;\V08G>2LN8(X$R2>\5$R9EE)B#2@=D#9/G J\Z' MU@!$Y(I)Q@RF].&AX -:#)0CDD!&D:$)EQT%$H.F0+ ^LQ_J#K.P_2!D61"@.T M=P/]NOR?A\EQEJB&\NA5G EP 71\HC=O#G(2;Q68W*?B/A9 D?BG0()A0ZX M=Q*[2A-0"^[E<=!8SD,04)@WLND:S>+QXKA")E;R'@Q!3"="]?6.6N-D'STXD):NZ%-1 M68E0D% %"/"TI0.CTO^#P9^.. 8'@0#ZU,7RH[T<)BHB Z[#Q$*G=B7Z!M2Q M-#G@0T-N3F"T=6BQ>[YB2LQH'#=L= _'1<5283OM^,H^GX[NV M[M'&XY\;CJ8C+&F\SVV" [Y5! MVPZ;X&!\[3? _5!+ P04 "\BFU9"/6!E58$ "V'0 &0 'AL+W=O M.@:3-
M8E.T@=&DF\.B#[0TMH10HI:DXN3?[Y"R+7LW,7*1^#'O\0TYP^%T!+=6CSA$-M/)>BTA=>;DQ]/ACH.,>2Z[ZLL:*9I50E-]15JX&N%?+,@4HQ8$$P&I2\J+S9 MU(W-
U6PJ&R.*"N<*=%.67+UVVPGBRD?+2=F^S""ZP@%)@:R\#1 M]X1?4 A+1#+^V7!ZNR4M<+'=]9? =^4Z^++C&+U(\%)G)+]S$@RP7O!'FIUS _M@1M_AI8OE4*[+ZQ,VRCP(&VTD>4&3
K*HFK__'FS#WN Y"T VP"8T]TNY%1^ MY8;/IDJN05EK8K,.YZI#D[BBLH=R9Q3-%H0SLULZ]^`]2:YBC@KN<*YP.#/': MV4&ZX;AJ.=@;'!/X(2N3:[BN,LP.\0/2LQ/%MJ*NV%'"-ZS[$ 4^L(#%1_BB
MG9.1XXO>X+OFJBJJU9Z3\.?E0AM%,?'W:_ZV=/'K=#9/SG7-4[SP*!$TJB?T M9I\^A*/@\Q&Q\4YL?(S)G2=RE..UA;?2((1Q'_Z_MSG"$LI*$5IG\#PA4!P MR,IH,#29_>Y0CP(*."
,%@N"K~CXI:\/3+?._D((]VJ#[(A M%T]=I-E/U+5ZMUN7/L(Q'X\3N#4M<=+2=F\S"'ZP@%)@:R\#1 M]X1?4 A+1#+^V7!ZNR4M<+'=]9? =^4Z^++C&+U(\%)G)+]S$@RP7O!'FIUS _M@1M_AI8OE4*[+ZQ,VRCP(&VTD>4&3 K*HFK__'FS#WN Y"T VP"8T]TNY%1^ MY8;/IDJN05EK8K,.YZI#D[BBLH=R9Q3-%H0SLULZ]^`]2:YBC@KN<*YP.#/': MV4&ZX;AJ.=@;'!/X(2N3:[BN,LP.\0/2LQ/%MJ*NV%'"-ZS[$ 4^L(#%1_BB MG9.1XXO>X+OFJBJJU9Z3\.?E0AM%,?'W:_ZV=/'K=#9/SG7-4[SP*!$TJB?T M9I\^A*/@\Q&Q\4YL?(S)G2=RE..UA;?2((1Q'_Z_MSG"$LI*$5IG\#PA4!P MR,IH,#29_>Y0CP(*."
,%@N"K~CXI:\/3+?._D((]VJ#[(A M%T]=I-E/U+5ZMUN7/L(Q'X\3N#4M<=+2=F\S"'ZP@%)@:R\#1 M]X1?4 A+1#+^V7!ZNR4M<+'=]9? =^4Z^++C&+U(\%)G)+]S$@RP7O!'FIUS _M@1M_AI8OE4*[+ZQ,VRCP(&VTD>4&3
K*HFK__'FS#WN Y"T VP"8T]TNY%1^ MY8;/IDJN05EK8K,.YZI#D[BBLH=R9Q3-%H0SLULZ]^`]2:YBC@KN<*YP.#/': MV4&ZX;AJ.=@;'!/X(2N3:[BN,LP.\0/2LQ/%MJ*NV%'"-ZS[$ 4^L(#%1_BB

*GDZ*O)TU+Z&'O'LK_83QGTKZKFYFH'YI?4GBZO:*FN2Y_PTG@N3/)>O M\JRX*IPX57[BE$*X!T6 F?5ZW'?71U4=<[0'XU DJKRTU:^YZZA)L'F)L$6 M)L&6AL JD>/#8+W=*=ON!AJAT0V):?)_6Y:9NCE>N&X:B6LPUS:E$V/P%F M\3K,TI1N5OK:(XZJI3&W5HQ/FWG?6XF M&D6;&T5;&$5,FD*KQH3[$A/NJ]D8<=GL^%;2LU/1/%C>[((/0B M4MZ<^_5$-
'K#9Q1M;A1M811M:0HMBX!>Z=4E)N(I?5#3!X.$J>QRN>@M'NWN MTJ>J6O_4N9XY#?USYWJ1/*),HHBI@97=];&,$MFC6]90?)N^ M^3QR!0>/]'-#<BG@#C:\[5OJ$9%$^?D_\ 4$L#!!0 (#R*;5D?\ULY M>0, /-/ 9 >&PO=V]R:W-W?4])KMDOF,CX>W MRL++Y-_7PK]7WS&@5:=*R?*W7^9RX_HY-VZVN7'_10/01$$BOY>M?<;>+FXYU"LEQ4*ZL26[/PA3421;421;61+:W M#%?
%,ES]U]/ZJLXEJI,LJ),LK(EL;XD:WO/%VSOPK2@0!%.B[.T[6@FA3R,D M,059>GWV_MCO&I[Y>['=5,N>:OB1JF%=JIF9[DY!DX!8V$I2(IO)V:6UZ"VJ MU6M;H[WH'S7ZXT9)?V"J6UM /=-GI?$4BP5A$E&8:RGOHJ?W6I%5FUE#\=26 M4P]+,/BYUA0["#-#OYYRK;<,(%#6_QM02P,$% @ /(IM67M(PI:\ M @ >P< !D !X;"JW;W)K&ULK55=;],P%/TK M5V%"FS26-/T 1AMI[9A 8F):&3P@'MSD-K'FV,%VV^W?<^VD6;=V!4V\)/ZX MY_B<:_MZN%+ZUA2(%NY*(N":YX5U V$R MK%B.4[0WU96F7MBR9+Q$:,B2H'$^"LXZIY.!B_N\SD; M!9$3A)3ZQ@8_98X02$<$LU]X[^1EQ@Q.E/C!,UN,@GH3<G[ZCB]5PO@OK)K8*(!T8:PJ&S I*+FL_^RNR<,&@'AV ^@#%#)X!=!M
UQNME7E,Y\RR9*C5"K2+)C;7\+GQ:'+#I=O%J=4TRPEGDVM< MHER@ 28SF"AI-246OLX$SYG+LX$W,*UW&-0<)@63.45S";; !\ 7SF9<<'L/ MA^=H&1?FB(WTW,X/#B" Q?_K5 +0ZN886A)N%L^3!N1XUID_(S{]W!)"Q4& M/LH,L\?XD RWKN.UZW&\EW"*U0ETHV.(H[BW0_DW^!=/?*Z[29T/5]W_R; M7*OR(:S8P?_[4K?S5_;S>_JP2GIF(IC@*ZZ@;U$H/D]:O. M(/JPR_Q_(GN4BEZ;BMX^]J1U+YH3Q=$(;:WRRJ@2E2"=OH.;I;SCH]9\Z2>]U M^TC@H!4X>$'VD4K#WKP/MI3TM]1NQVRK#3?]&>)WYW)=W ZE:2%M?[G:T?4'.
M?.%\,CZFEZ5^"!YHZF?IDFDZ2@8$SHDR.GE+6=1UJ:\[5E6^6LZ4I8OGFP6] MCJA= ,W/E;+KCEN@?6^3/U!+ P04 "\BFU9X9H0/$D% "5*0 &0 M 'AL+W=OEU@7OL^A^%)'
MT@DG6\:_BC4A$GU/DTQ<6FLI\PO;%M&:I%B6S&IQ-6R(1F9,:1*-(4\X=KDK#MI>5:CP?NZ6HM]0%[M.LGQBLR)_)3/N-JS&TI,4Y()RC+$R?+2NG(O0J\4E"W^IF0K=K:1OI0%8U_U MSFU\:3FZ1R0AD=0(K'XVY(8DB2:I?GRKH5834PWMMN8+I87GQZF(66) ,EOQ# M8[F^M,XL%),E+A)YS[9_D/J"1IH7L424?]&V;NM8*"]$9&DM5CU(:5,]XN_U M0.P(%*=?X-
4";U:!H!8,G@K&+PB&M6#X5#!\03"]!:-]!>-:,"['OAJLI5@-',,SVSYI*KLU3IY/2>;$A6$(%P\J,;EDFNO$8? M%PE=86V]0+^AJSBF>ALGZ#:K)K.>%&]](C%-Q#O5Y-/<1V_?O$-
O$,W07VM6 M",43$UNJ+NI =E1WY[KJCO="=UQTI_JP%BC(8A+WZ&_,^L%K>O^5^)X!8*NQ M;0;8>QS@:\](G)/\! V<]\ASO&'?!?V*DFIJ(+5$]?='G#ZHINI4D%5_Z9EW%'?9S M=?:^$#F.R*6ETK,@?$.LZ:^_N&/G]S['(&$^)"R A(5 L({3P\;IH8D^,;)1 M0O&")BK]D-YL4E'&)44_1#?3T>]=I^U]9W!' MS>".C(,[QPG1-\^,Q!1+3B,TC_J3]<@8O!I>8ZQ#[P9(6
)"X%@'Y4CYC%8Y4%FV*,H,>*62(5'O>1)]OB/I@O OZ%_T9[%5+VI4O%=/ MZZ@YT6>O,>JA61$2YD/" DA8" 3KS(/39AZ<'NGY=PKI-"3,AX0%D+ 0"-9Q
M^JQQ^LQXQ\\XBPB)!5IREJ(B5S_]\L_Q@[[9^PPVX@XU&!+FG[W^# D@ X9 ML(YOYXUOYT?/U.J$?D(+=*V^F&-T1]6V9.KV-J5R8[<.]1\2YD/" DA8" 3K
M3!37:3^\G2,E\QH,9#8HS0>E!:"T$(K6-7RGTN(>D-/3YK8V9'4S\6"(G6E^ M31OM)/;!L\0.&C*$HG4-]%H#O?\CN=^359%@R?C#GKG=W*V#9P$DS0>E!:"T M$(K6G2YMLST'K;*
T'Y06@-)"*%IW8KF@F4D*62.B>GZK6?5VL JQW) M\G+-VH))R=)R&ULK9=1;]LV M${#_"J$%6PLDEBC9CIW9!A)[PP9L75:WVT.Q!UHZ2T0ETB,I.^FO[Y%2%<=B MO#$L)1')N^-
WQ^/Q/#M(]5D7 (8\$*70\Z P9G<3ACHMH&)Z(`<@<&4K5<4, M#E4>ZIT"ECFEJ@SC*'J"%>,B6,S,),T.')%UDT*$+DEO=4W*S", ME_HMRGUA8:Q++&P[1%6#8(\0L(:]@-2!)=ÐCB*
MAQ[UU7GU%:2H3IUZ\EP]Q&!T$8F[B,3.7O(?$?F-LPTON>&@+\FR5@]$(9]N M-]HH3-9_?'XVAH=^P_8&W^@=2V$>X!75H/80++[_CHZC'WU>_T_&GL4@Z6*0 MG+/>Q6
C1>T]T49][-1M:=DO*)W@X>V//>@+C2+:R3P#&W9@PU>!95QAX9"* MI+*RJZ-\S*,^\X2>,/=E1M$+S...>?PJYA)R5OJXQIXXG6!Y1!(_U75'=?IJ M*BX,8#2-
#^RZMVMTPM67H%,_UZ3CFISE6DKA"@'18$P}E!3G.,BMY]E6ST>`M/;QWYRU_HM[B,NFYD(Q.W>S+1'XOIYV7T[,L?Y@"E(]FV@]H,CFAZJ^@LT
=I6(G=0I,4YVY1:^BX_,3Q]/0>>:3H*'XA9ZE]59_//+TJ]&S!`MMJ>*CR20)18L)AY=07A7'[#AX9J-2VZ7Y))@R,GZ*:ENVBP35>9=7TT6UP, &P+ 9 >&PO=V]R:W-H965T1K#-3,#1Q
MACDS';5%22,;7FJ:G3T&PULL2#>9M9UA//IEJ6X0OME>Z.I%38L"<]1&JXD:.S,@LON M9#EV\3{@-XZEV?L&IV2MU#*?7N$YF0>020H&Q=0R,?G%X*$<$:7Q1\T9-%,Z MX/[W
_M[KYVTK)G!A1*_\1FLV <0((;5@C[694_8ZUGZ/AB)8S_#V4=&P40 M%\;JO 93!CF7U2^[JWW8 W3[+P!Z-:#W%#!X =^O ?W7 @8U8."=J:1X'Y;, MLOE4JQ*TBR8V]^'-]&B2SZ5;]H75-
,H)9^>7<:P+3."G.]I(!@VAR\Q)GC7P_N'\)#<:"SI-9;T/%__M9;;]1WC_&/E\H:36= M1#!HK4 ZW19BZN,R=9^"LS47W-
ZWY'UUG/FVV^IH[/^YWP1F0'!@T;@X9O>P:&;ZG\C<@.E(\:Y:/_ZPPL M1J_;SD<3^(_R+H(G'>-&[_B?3B\FB$L5+YE\MX?B8<-#Z08-6T#+JT"NO5A
M]6C*XU'ATCDDZY>\Y#;SL37C#P:(A)XNYH?I57&#+YPZURA2>O:@.Z[>@PY< MMOKOB-X!^7M&!D/)#!4AL4HE_]/GVY1:_:DC$H-5X=0#+,^,.8Z+G)CF8QI M[_ONE.T0-
*=+PUM!YJBUX&DE"N](#LU+65!.])Y9?TFZ.W*0VO? GUM/]BLKAHZQ]/%KZ4#!_IJSKT(],1 MEP8$;FBJJ'-!=X6N:KNJ8=765SMK9:EV\I\9E<.H70"-,Q2M0MUP$S0%]OQO
M4$L#!!0 (#R*;5D8:€$DS0(' (9 >&PO=V]R:W-H965T_K\QP[=H*-D \J!=#D,<^X&CFIUL69ZZHM MA9RJU QR=+(7.JL2L35Q42:&Q%>;ZGC=P<\JX$P9V[$:&@6CIC'&XD42M
M\IS*WQ/(Q&;D=)SMP"U+4FT&W# H:)ST/?%C<2>6[O$+ >NF.!$PG+DC#MG MTZ&)MP'?&&S43IL8DH40#Z9S&8\E;L?D"%4_?^$4B4_:7;*I8SR'1 M2FF15V+,
(&>_*>/51UV!.C3+/ K@?^WH+=*T*T$70M:9F:Q9E33,)!B0Z2) M1C?3L+6Q:J1AW*SB7$M\RE"GPSM)8R#C*!(KKA6YA0C8FBXR(!_(`+=,O,*F M6#9%'!-@*Q<+4U?
&WU9GXK89S*$Y(USLFON?W&O*9MLMG$*&\8^7=EG2Z]6)U MK5]WC]}3[17Y,5XH+?$M^-E4I]*GU^QC3H8S5= (1@Z^=@KD&ISP_;Q.P/O4 M!/E&9L^0>S5RK\T]O.01'D[*[B-
M]RK=[D2YLQ,3LVL;"E&Z#ZR[.=`6X> T M<->[>*T)O!*O7^/UWP*/@VZ"*[W[;7"MT[\2;E###5KA&L^,BWTK-7@9IG6Z M5\(,;YCA_\-<-Z_+\.5-
]V^(5T>4^;D[AWH.,K%WG2(VB_)\KT?KZW1L,Q'W M*;R\BZ^H3!A7),E2KV3(599EO=;V=&BL%?$0FB\<&PSQ4\"D"8 GR^%T-N. MF:#^R C_%!+ P04 "\BFU9$QN"=KL$ %'0 &0
'AL+W=O0ZRCZX><%2OIEXV'NY\"U9+%5QP9^.5W3![IEZ6-T) M?>;?*&2L5PF/$>"S2?>.3Z[#$V >>+/A&WDUC$]J#QR_J,XN8DG7E!DQ%(V M4P4$U7]/(]*E:8&D_BG O7J,8O
[>,7]&M#7I-YI))=\O2O)%;+B3?T4,SF M=)VJ;WSSB56$H@)OQE-I?M&F?*;0]]!L+17/JF"=09;DY3]]KE[$5H#&Z0X@ M50#9#>B]$A!6 :$A6F9F:%U11:=CP3=(%$]KM.+
O!L3K=DD>?$9[Y70=Q,= MIZ9?N&(2W=&?]#%EZ 3=EY\3\3D];ZVJ6^^OF*))*C_HAQ[NK]#[=Q_0.Y3D MZ(\E7TN:QW+L*YU0
>O/JL$ORL')*X./T"W/U5*BW_.8Q'0#IA_7)#@QO^Z>5^_ZQOHQO%,OEWU[LJL7K= M6(6.L!:ZZBR(,K)O M(HLIYFEZ$I%^,/:?MK/O>"K$O:A^JI%65*
<5@6F=9URHY%]J@]=WS,NNW,L M8:*MT7% =C*,6AF&@^[T^G5Z?3"]S[?7Y^C[+F>BL#S!\W_IP!-9@.J8 M#AS*8N"2MB.P!NUA37L(?N#&?/H17="4YC/617G8*D
RZN\4(#C6@4Q&-9/1 MP0(?M7(_:2!(Y?2 _W+WM0=H36I6S>#83NSA_3Z[>5N,,"[A7L, MQX*M9<&@-8"E-^A8\SH8',-\8.L^,&P_;G*Y%L4W0-=)KO^3? $+T9'#J,@?
MPZ]@:UCPR*40'?F3BOHQW ZQ,H? ;N?M0JR MNLXZD<[50R/=B@;.V8(Z!A M'5:A#1UV$##B&)2'6DA##8DMSD3TPJ+M"5:;" $H2AJJU#5VA-XM:\$)?-$.*T M&^(*K4G=NAX"NYXI})-
AKE?!N;P0>ZU NUM(0N(MBBC:1!9B/0N!/0LXn;1=RDD'@6.X%&)="H%=RD-. MRR:7C@QFS,A,&\7NY-QPME9L+IY.BTU<"(*K?DNK-\A0Y?SC5.WXPJM2=VZ M'0+W9]Y2!O TU-
"%B79;H' 2!Y(;K:\)85\#B35L.YF3EE9A_$/SMTXFA)W, MF]O1%,O[6AE#&Q,/ML4J>XSE6Y&U-?K??RSLT.UL[U"WQV M6>[(69AR@_"6BD622Y2RN88,3@?
Z8XERSZT\47QEMJ7>N5(\,X=+1F,FB@?T M_3G7 J].B@'JG<_I?U!+ P04 "\BFU9V&K/*^ODP2-Z]0<=D)(3+$T^"0]IDWHJ[;L1E[XB[M7>D>9!=?($NS
3Q,1W!X<++1+DU"]7=%95W06>4_^J^C\"2&L4?EGO9I,+@& M^[E"TURZFL]QR*@K'-HULN+SI_Y9^O4#I2>=?1:/(MI9.P_[F@5:!*]3UY# MUIC= 7W:M6_ 502P,$% @ /(IM626S*-
QC @ JP4 !D !X M;"]W;W)K&ULE511;]HP$/XK5B9-F\1("-!N78@$ M9=4JE0D5;7NH]F"2@UAU[,R^0/OO=W;2C$X4=3S@LWW?=]]=?)?LM;FW!0"R
MAU(J.PD*Q.HB#&U60,EM7U>@Z&:C33X)\'1P*[8%NH,P32J^A17@]VH:!=V++DH M05FA%3.PF033P<5L[/R]PP\!>WM@,Y?)6NM[M[G.)T'D!(&$#!T#IV4'ER"E M(R(9OUO.H
OI@(?V$_N5SYUR67,+EUK^%#D6D^!CF'+8\%KBK=Y_A38?+S#3 MTOI_MF!]HX!EM45=MF!24 K5K/RAK<,[@'B. ^(6$'0=32"OV:< M-[$YPZ?JT21.*/=15FCH5A .TV\:P;(E?
^1K">P#6X$2VM"2U09R=K.XFK)_ M?:9Y+EQ)N637JGD7KL#OYH!<2/O^531W"RC78'XE(5(:3DR8M9)GC>3X!6KGLDH*:S8'80I&_?#,ZBSR>4CCJEHU/LZ1S6
MR(2R:&IJ-.R1C4!AD!F.<$QMPS=HGI/K^%T.!:/SZ-EOD(2{(ZK&G:KQ_ZFB M!U8;@8\L?'T'5:,X%-WT6G_>8^\#C8V4+#QJH!+/U8*R3-<*FU[J3KM)-&T. M*I[,\8HV):T,PD;@D;]
<|)FFM'0,%!?OAW7&JFYO5G0-`7C'.A<H^GYM!L7 MH)O/Z1)02P,$% @ /(IM68E#&N-F @ JP4 !D !X;"]W;W)K&ULE91M;]HP$,>_BI5)TR9U) 1H-Q8B05FU2F5#1=3M> M5'MADH-
8=>S,OD#[[7=VTHQ*%'6\B)_N_O[=X;MDK\V]+0"0/912V4E0(%;C M,+19 26V/5V!HI.--B5'6HM:"L#//=.I0SC*#H/2RY4D"9^,VG21-9R#U?A+T@Z>-6[$MT&V$:5+Q+:.P ?
U1+0ZNP4\E%"SD;/W!C\%[.W!G+E(UEK?N\5U/@DB!P02,G0*G(8=7(*43H@P_K2:07>E M<<>9H8O6?&69..F_A0O3?! M">7^E!4:.A7DA^DWC6#9DC_RM03V@:U
"6UHR&H#.;M97$V_,V=T8#/-<^%2 MRB6[5LV[< E^-P?D0MKWKY*6T"Y!O,["9'"<#!AUB+/&N3X!>1/;*$5%I9] M43GDS_U#"K_+0?R4@UE\4G %58\-HC,61_'PA-Z@R^G
ZPU>E=.[&SIFUPBE M/1LHS4\KN5J0&PT>LW M[]VU%T:J:*+Z-FOGX2[0ZKPH(!*,%O?)BS+=*VPJ:5NM^M$TZ8 _YDW,8Q82 ML"5@)F%#KE'O@H!,TQJ:>K*E^~.
(Q6WGQ;43<$X SK?:'H^[<)=T/7G]"]0 M2P,$% @ /(IM60 R:*^" P QA !D !X;"]W;W)K&ULK5AK3]LP%/TK5H8F)K'FT1?MVDK09!K3V"H8VX=I']SDMHU(
M[,QV6OCWLY,0&@@>U;B! M%/,.S8#(F15E*1:RR]8VSQC@J"EB>TYSL!.<4RLV:086[#9A.8BB0DL&.)Y MFF)V?PX)W4TMUWH8N(K7&Z$&[-DDPVNX!G&3+9CLV35+%*=
>$P)8K":6F?N M.' =!2A6_(AAQ_?:2!UE2>FMZEQ$4\M1$4$"H5 46'YL80Y)HIAD"\J4JO> M4P'WVP_L'XO=M^\,L,82*NZ.X35 ?J*[Z0)KSXCW;5
M6L=*8]%D4QK7):1+8+_;=-32'JJC23+?)%E@B*SAS:#V9F J MLPQ,NF&2S#=)%A@B:[@QK-T8:K\I"T97P'EY9\ 6GW04ASJP_#9U[TGWUJ; M.<$WN6-
@B*RA[VFM[ZE67Q^60K[H<,%R^?HL3F1,@-Q&((9%:RK7\ATJ=DGF MNOOIM^,,G<:?^T1\DQ$$AL@:XHJ}\4?_=VV.GCV+WN#ILSC7[G%HXC!)%A@B
M:VCK.H^5<-5]PJVP#@@68.$MXAG22Q4Y2&O6Z*NVRAOE?P?I",'1?J+0O- M] (F%H@YU=4FEQU MU ;U3Q>SOU+ P04 "\BFU9&Q8@^_@" !T" &0 'AL+W=OAK,!J?
SL;/W!M\85&9O3)R2E5*W;G*938/(.00<4NL8*'ZV, ?,'1&Z<==P M!NV1#K@_?F"_\-I1RXH:F"O^G64VGP8G B"8K+_TOHG#'@!YN@%Q XC_ #QYPK !#+W0VC,OZYQ:FDRT
MJHAVULCF!CXV'HUJF'197%J-NPQQ-OFL+!BRH#NZXD#>D$MI2DUE"N2"2?PR MN<'5698Q%W7*T:"^.BX'A^=@*>/F%9K<+,_)X<$K,##S$V;8#BAP"=Q;V$7U){1(:#
MUR2.XF&7/_WP)10(CSQ\U./.L,W7T/,_RI?/S[A-KFT(,S/KEC77*-N+E<@ M3DU!4Y@&6 $,Z"T$R>VE6U;1(=O9V$VWUQO@:.Z?M?%&]:_-+0[A7V 7HC>]WAJ3NIMN 9 ->&PO
M=V]R:W-H965T,ITOU:JD%NJ^:A!9_>5)W:G%HB'5K^._ M.^AHW[,I//S^!UUN-[[>F&]9J>[RQ;_FTVIV/4I&SE0]9)M%]25__JO:,5#8 M\.[S1;G[UWG>/7UU4W=_GJ2175_-M":?
(*U4Z%\[')NUY];M3^(Z MU4PYW2>]$ZK*YHOR??WT?[X*YJU/[YV?G/G*^>C:OZY35-QO>[MEW+W\E*\5UZ*[_RR;[%\VNVV*CW?8&Q M&-O D#"!A-$++#P(S)TD<2LP4$-
LBH_N[:5.>5RB[TD3+S2?15%GY./..Z6/ M%"?!_EG&B,;[$8W9$7WWE_I8^_2XO>E4Q_6WF^/:Y]#Y+[+18U&VHX>$"22, MXDX8H9^VWP:@CD9HR3ZTA
WM;I^24^5U9LME_5U]8'S_O2\UEF6;&A(FD#!* M.JG5;S3?35NY@7H:N:7[W%*,-UNAUGE]#K%Z=-.JF.?3^H&ERLI-\V55]47) MXFVC1,($$D9I=V\8)*T<00V-'-
V)/D>OI"=WQ<:.N.IV,S"VX MXUO8!@"ET8X6LEL@^{;32[S^3R3WX 3>^^(CY87L;$]0_V]C?%O)JK/G]QRJ.L\T#2!)1&4)I$T!A+YUKE#50641CN:\B$7)E%[YWP.
M6^%J7>'ROL(OIO6[]DG5A_J%{[;BV?$OW-[DH,H"2A-0&D%I$D4S$]9^PXVP M.V:HT(#2!)1&4)I$T>O"'>%)0N4)J TQ9VX7GN7>P[1XFK3 MXO*JY6A%S'.LA9>;/,LZ.*A5@=+
({7H5 MUYNX[>S.858\;58\WJS8N4T>9AL>E":@-/)ZC(SGN>T_$J":FNEI=>/QZN;- MAI/G6P>*I DHC;QA%X1J:(:I79#'NR!>)*OM(|'S2FT(8TW%"B&HICKR6+QTN65TI*G?
\YEBZ5[V.=%%2V0&D$ MI4D4SU S Z4)*(V@-(FBF3%K,^.=>>H)S[?.'IJH#3RNK-9 M.OOL<_@73_L7C_-3OMC$M70#$W;'-_*YO >E6=9!P!T@A*DRB: MF;]6,GX,/6'WH5X&2A-
0&D%I$D4S8]9>QN?GT[Q9H_)\Z]RAH@9*(W]XG@VJ MH1FFMB\^;U_Z]]E]E^;?\B3KV* V!DHC*$VB:.8E[%K;!!/H7CF VALH34!I
M!*5)%,V,68N>X.0KKOA*ZT2A6@=*HZ"K==*X/1T5U=(,2FN=@-$'$:U2^V#HIJ/6!TB@8GEV#:F@FI55.)N2ZIT[Q9H_)\]RA- &E43@\S0;5T Q3VY>0MR_] M^^R^6Y3>\B3KV*
V!DHC*$VB:&;"6MN$'G2O'$'+M#90FH#2"TB2*9L:L14]X M\F58?*5UHE"M Z51V-4Z8=2^>QNJI1F4UCHAKW6.O_$KU.A :0)*HW!X=@ZJ
MH1G:P9GA:YX16MPBVMZ@\WSI/Z%0=*(W"83^$:FB&J?U0 MR/LAW]+RQ=9)0:4/E$;A\.0:5$,S*6URPI,O;>(KK6/J7C[4MJC0AC3<4*(: MFG>9UWHEXO7**V?
D]A:5[V:,%)0FH#2"TB2*9N:OC4SD0L_7(ZB6@=(E90 MFD31S)BUEHGXV31O7TX"ZFF@=.&E430\RP;5T Q3RY>(ER]!-6OOLWLC@XH8 M*$U .02E213-3%<;FRC [I&AX@9*$U
:06D213-CUHXG.OD*++[2.E&HTI8'2 M*.H:G<1K3T1%M32#.EB(B3=DGGF^=)W22#I1&T3%+/Z%:F@OF.3D4OV7M)[I8-BLH34!I%!^U1A2J MIQF6-
CGQR5GH>#:FC&I(5.#%I7BN=8AP9U.5 : MQ5V7XW7NOX!J:<:F54X,7%F*9UE'!]4V4!K%76T3))WHSJ%JUMN3"4CS, M-
CLH34!IE/1HG&C25JBHGF9X6N,D9UY7BN=;YPF=H0.E43+LA5 -S3"U%TK> MLJX47VR=%%3X0&F4#,^I034TD(6)SGY@B:^TCJFX76EH UIN*%$-33'7]N5 MA%FY@$NZ94
E4R4)J T@A*DRB:&;-6 M,LF9UY3B^=:Y0QT-E$9)SY52;N9I[:O22\>XF.$Z@\Q3HUJ(>!T@A* MDRB:F:Y6-@EV2:D$:FZ@- &E$90F430S9JUXDI.ON^(KK1.%"ATHC9+A2[10
M#8V84JUS4M""4CS'-C0H34!IE'9-3M*YH2:J1F;%CDI<$DIGF4=`53:0&F4 M=J6--YETLCN'MTFUMTF1:TKQ,.OPH!X'2J.T9TTIKWL/!E13,SWM]7>L![14JW\,Z):AC@=((2I,H
MFIF]=C$I=CVI%"IEH#0!I1&4)E$T,V8M9=(SKR?%\ZUSAUH:*(UVM,,/B(O M;]]L"M7S)<]Q.5.]$ER5W5PM5?&H[M1B4=;G#IM5U;QW#QZM#F ?ZX<S=RX_> M:-QY_Z]%&
[/X^1>RNWC8XV_N5IGC^KGK'BOK47U&]2VOJGRY.7:FLJDJFB?4__^0UY\7NQ^:!L]Y\7V[.3?_!U!+ P04 M "\BFU9=R\K59@, "NL0 &0 'AL+W=OA<&OHF)36TG59$ "?)BUJ?)8Y\-
F*MYL+E)[H8&V40T@ M(@E[IFH__$I"1LB(!B5O-A<9&ZN?%H=_TRU^2#Y M*6_[E$QNXDVVB%;B4Z*DF^4R3+Y]%(OXY;.G]EYO^#EZFF?%#?W)S3!\$@\B M^V7]*STIQ5S[\9?B
M%V=VVQL4>R068IH51)C_\RSNQ6)12/E^_%ZAO5V?1)&6_U=>]FT'/66Z2,-X637. MJV 9K;;_AE^K!V*O@3HZTD"K&FCG-AA6#8;G-AA7#<9O&XR/-+BH M&ERO;S
MK;X^X6KYC/>WK\7RA:R'63BY2>(7)2FVS[WBA[(:RO;YZS=:%87[D"7Y7Z.\ M73:YCU?/(LFBSPNA_#/.1*K\J-S-9E%15>%"<5;;L:&HL>]UD871(OTAW^27 M!UWY_KL?
E.^4OI+.PR1O%ZV47U91EK[+,\Q__M<\WJ3A:I;>]+-\XO>^M-J MG^SM/FE']FFH!/$JFZ>*L9]64M[3][^6M*^GS\^NP=)>WV0/FI2T-VLWBO# MP3M%&VBCEOVY/Z/Y8'RTN2YO?
K=.\N;JT>;&B=Y#^;6VQENZ\(V\>A/E#-SS^T+GG]SYL>QW^N9WW_USOP3FONLNVWAM%,-R- M%,/2&Q[Q=/$YR\>#-$LV^1MWIOSFYQLH3B:6Z7]:]N[C5ANU:\5\Y$.Z#J?B
MMI=/.%*1/(O>Y.]_4R\&_V@K,!+32Q ,(:Q3S>%7-86LR_ADD2YN_?XJM(E$3 MCI>RU.E:RB2FDYA!8B:)62FDA#8BZ>23FDUBPQ:[V1WGU_7@WSC>*^6)7 MS!?28O;C-
%7RMV/Q-8M63YLHG9=S_BQ>J_>+NQ7Q<*^K<*E>-<*)S&=Q P2 M,TG,(C'[XF ,,6C.(IS#+<97@S<;N8<;_3BZ'ETWM_).=N:?Y030(["HGLM=
M]5R>53W3^'5.&ZVR6!&_;Z+L6UN]2+FN]4)B.HD9)&:2F$5B-HDY6VR\]VH? M71Z4%MFC1V(^B040UJCIJUU-7TEKNCQ,52]4WREQ$CU%Q,'L6?&72F$=B/HD%$-
:HUNM=M5Y+]_6^ M/]*4SUGC399FX6J63V6WU9J_&4_CY3+._:YK%7RJM92OUN[XEDYA.8@:)F21F MD9A-8@2)N23F71],%M3!4'TS-?;)+@,(:U2Y.]@_91Y(Z_QADZ[SA6EYY%@D
M4=SVJ>Y'N=&UEE%-/W'_+@;*+/S6ML8VT/TP4GD0!5G1LTBS\BA44H2FBH-/T53(REX*=BY[4M-/W%E54O;D?IBH9J&: MC6H.JKFHYJ&:CVH!37+7JO+7I-
6PB>13/..#Y^$\M.CLC>MOSNZX):+G>N> MU/1*4]6]*9K6G)X9:(\FJEFH9J.:@VHNJGFHYJ-:0&G-"J_C7ZHT8C+Y6!#HZSZFB7!JJ9J&:AFHUJ#JJYJ.:=\S+R M6S;2KMZ\#034?
C7+LHYFJ:>R6<5\.TX473G,U@-*:PT0=^E*W\1(J MO:VBX2J4TU'-0#43U2Q4LU'-0347U3QO4\U$MH+3F0% 'QE1Y8LQ)TTFQ&A3ZHYV'S0JAFH&JIGJ80CJ(!E M6PT?+N1C>Z7
M@VHNJGFHYJ-:0&G-XJWS:JH\L.:L,I&[F9*$F2@^,4_%*LKG_IM5*J:,)%^< MOXU]*E%>[ZU?HOPH[ZMS3:-Q-E0S4,VLM,.QP<'[0;Y\W/]/?5OD?Z25C>ZY M@VHNJGFHYJ-:0&G-
JJ\3;:H\TA:$V28I5NZSO.I,*YG,]VCFHYJ:JJ9)Q[W M\HO7Q5>?BZ_0CEOGYV< Q9>?CP$V>G\<5'-1S4,U"]4"2FO6=YV!4T^%X,J(
MVT,1<=L=G5/^]\"]M"D'*KIJ&:@FHEJ%JK9J.:@FHMJ'JKYJ!906O/<)'6V M3AN@A_8T-&:-':CJJ&:AFHIJ%:C.J.:CFHIJ':CZJ!936' CJZ)UV(GI7+O65 ME^VL("W2\^M-,IV':>NJ0:YU'@?
0W!V]&:AF5EHCO3T>OOULCO_U URJ'-MH]DZ5#-0S:PTZ:E8SMC&1O?*0347 MU3Q4\U$MH+1FN=:).4V>F-L[C^+9[\EH5@[5=%0S4,VLM)/OR6A:#M4<5'-1
MS4,U"]4"2FL6>9V_TZ3!G4D0?HV6F^7^<;O_S_$\^7YU'BI(34U@-*:(TH=U=/8]JZ&1O5034U@-*: T$=U=-.1_6Z'.!#,WJHJ.:@6HFJEF5MK\2&6N75V^/#Z!I/E1S
M4=YM/D:,X_RAFHYJJJ9J&9IAR=[:ZMQ-+N':BZJ M>:CFHUI :U@-*: M5U>J8WQ#^2GDRH$@V@T$[Y3Q"_)^6KE7->'-5T5#-0X0U"I5L5'.JK7F: M8S-S4J-]>JCFHUI :1^=JQX-
[:&:<>+1/[&31/=#PO5,%1S4,U%-0_5?%0+**TY$M0YOJ$\ MQZ>_&0#6NY/GM98\FN5#-1W5C.'IL^Z9:(\6]MFHYJ":BVH>JOFH%E!:L[CW M+1,J3_W]X0M0R-
W.=,I6]9BI[T53VJJGL95/9ZZ8>IAR'!V<*<=$^/53S M42V@M&:EU]&_H30(!%R\0MY!YY(G-1W5#%0S4AVH&JFH9J&:C6I. MI36.TZF'-8[&[E#-1[6 TIHU7L?NAB=B=
[*8ONPS>KG;N=+1 !ZJ&:AFHJ% M:C:J.:CFHJ':CZ[!936'!'JH-[P$OV.?HBF]%!-1S4#U4Q4LU#-1C4'U5Q4 M\U#-1[6 TIH#09WF&\K3?*\7C"Y.JAFNIN4B0)N+,Q<":
(0/U714,U#-1#4+ MU6Q4 UIM$L/U7Q4"RBM6>QU,F_X5U^;5MY!YXI'LWJH9]*:B6H6 MJMFHYE3:_KE$1H<5CT;P4,U"M8#2&A4_JB-X(WD$IZR5_[$Q^+<-/+^N@X
MJ*:CFH%[)JI9J&:CFH-J+JIYJ.:C6D!IS9&BSO*-5/2(P B-[:&:CFH&JIFH M9J&:C6H.JKFHYJ&:CVH!I34'@CK*-Y)'^?[4$0&YW7E4T Y6CP=S21WMTD U

M&}4L5+-1S4$U%]4\5/-1+:"T9K'7T;[17Q3MD[N="_TP!G9Q6.AH8@_53%2S M4,U&-0?57%3S4,U'M8#2FH5>)_M&TAC1MM#O|PK];CI-BG/Q1-4%N-Y)KFLO-MMSL7^^C@"-'A]:[1+@U4,U'-0C4;U1Q4D;R3-]:XI=_M>9B'>3>*<_3"><7*O_^!V M6_W@JBVW>^H'O[R]7_.3FW7X)((PR6?\J;(0CWE7@_>7^1TKO[_[^DL6KV!{
M;D_Y'&=9O"Q_G(MP)|)B@_SOCW&KO7"'#DZ "9FS3M-)^_M^*#7@<+#A@#CC[HQ=M0CF_XR0/Y-@/-M=/;?8U?TR2POL^G/13%_WUX,+[Q155%]0;^G=I9-\];?W5-VW?>'=++?(B
MG5:#RRV8CF?K?^/OU3=B:X#?/3 @-J 8$NP,Z!P9T]@&=W0'! P.ZU8#N!H#> M@0&1:D#OU_'I;D# _U"IZ4 T8G/HU#*L!PU-GN*H#C7#B!L/]YK7[X855$-]=9
M^N1ERWN7VO*#58)6H\N?^7BV#/OG(BO_=UR.*VZBOQ;CXH?W>Q;/\GB5O[Q[M[;T;C<;+C^.)IV?K1]0RF3^'21&/)_DOY5W^^!QZ/__]%^_OWJ67/\99DGOC
MF??';%SDK\H;RX]_?TP7>3P;Y=>71;FER_DN[ZJMBM9;%1S8*M_[F,Z*Q]R+ M9J-D5#->N,=?'1NOCLP?.(#+\EN\^3X'S]_G]X%3_&TQ:7E^^Y47M(-NS0;= MNH=_C'|X_N#@Z/#
(Y/&LY07]@\,C]_#/R;SE=0YON_C_ALO3AW?]?I3NX6%R M5P[W#PI?QWYNY;>N7?N=MW+0V3$.BNO<\'GK=1Y[J7WWH|Q5C[F"B_-O-5O
M&._"]\J>KI(IOE_;K;S_=KMUKO+WXEO\GE\E[R}*'_IY4GV+,FX^>EO?K_] M:UW:2"PDL8C$!(E)$E,DIB','G1W$^BN2[!YSG'R/?I5-OG.>+>':7+)]ZU\N5NH@ZQ:81);&0Q"
(2$VNLO_VSZ_2&P>:'M\Y> MS;V"8<>^DR*W2T.8E;W^)GM]9_;>3=-%^9P8?RM7R_&72>(5]3?*XJ>ZS#FE MHIDCL9#$(A(3)"9)3/7WG4FN:3Q$(2BTA,D)@D,45B&L*L&
\W,1Z>:4=J M2 ::Q$(2BTA,D)@D,45B&L*L0%]M GWE?%[^7!U$*Q>]M8>LWCN'-\TMB84D M%I&8(#%)8FJ-];86"OU>>_EG9ZD 36I%TF^;H\-M?"?*338-*JJ%J!:AFD U
MB6JJTK;7M=W!7E:I.>YP;E49OC.LO\6S19S[6!VJ]?YQ?Y]DXIF#%:E&E76WIF@V"UNYQ4G':W22Z;0K5-*79X3.EE7]2 M:Y4O#\S.%]G=ZODK!&]"523J*9035,.G553T 5'
M3C:SGJ2G\:S\;/K<@92W/&1I7CX!5Z^FK TO6MI5VN[3[M[S+'I:&:H)5).H MIE!-4YJ=75/;!4=.5EL\+/)B?7SY7?'Z]\?D|<!,QY #M/]#M1#5(E03J"913:&:IC0[VJ88#-S%
MX$M.SW"3C4.-=GZH%E6:==+Y[G%#@4XI44VAFJ8T.ZNFR@O@9*]!.4YNL*.Z0H[[JP|)-)W5#C M*)-:6&D#N[39]\;@WZ.XTT.JE -8E]"M4TI=D9-4U=UWU27O-5QHM>;NS>
MBL8!1VLI5(M03:"-1#6%:IK2[,>!]?6ZY[IV9Q<]?0_50E2+4$V@FD0UA6J: MTNQW%C=E8.^D.O"$98@::AIE5 LKI=@R\)U4HD]$-85[FM+LC)H"L.R>!?
5ZSUR.YS<:I1LO#2MLN2[J=3K^S M>_(3.JM -8EJ"M4TI=EY-;5@[T@MR"Y?G3(Q+V)C>./-H^H%J&:0#6):@K5 M-*79#Q)34/9ZYUJOH*4DJH6H%J&:0#6):@K5-
*79T3:E9,]l,N'+UBMH'XEJ M8:4=7Z^@32.J2513J*8ISN'^OS4$;1U23]*90335.,E=>^:1S[!L817HZ\Z/")>Q.;QA_50E2+
M4$V@FD0UA6J:TNP'B:D\^_Z9UBM|M,E$M1#5(E03J"913:&:IC0[VJ;)[+M/ ME'S1>L5M-DXU6F)6VM'U"CJK0#6):@K5-*79>37U9/_(NQ9FR>0[Q6R4C$Y?
ML=1&&&TL42U$M0C5!*I)5%.HIBG-#KKI-?O=)6K&VH<9;1]K+2C%]5%9Q6H)E%-H9JF-#NDIE?LGZ%7 M=)N-\XKVBOW]7M$?^MWNU6Y>T5X1U22J*533E&;GU?2*?
7>O^)*%\42T< M[%]MM7;EC,XJ4$VBFD(U36EV7DVI-W"?T%A%LV[5W//B_^Z)&H<8;?M0+4(U M@6H2U12J:4JSHVI.OL&YSEL[!&&44[/503]"913:&:IC0[HZ;3&SB+%;,R3K[/
MQUE],-U"S_N1Q%G=Q=9OW2,;YQ4MZE!-H)I$-85[FM+LO)JB;G#2=4V?GF,[MC8M%-BY^>*-%?7C=7*?MC>(?]>%%/JSE4BU!-H)I$-85[FM+L\)H";^ N\%ZV M6U?
^KVK=MLIAX]E3MEH:_Q1/Y[]ZMVGKE??APZU![Q#M_U M1+4(U2023 U13 M*8IS7Y0F)9P,#C7#B!:^Z%:B&H1]@E4DZBF4$U3FAUM4_L-W)=';; #B-9\ ME;;=9OB=EC\
<[.Q0ANBT$:H)5).HIE!-4YJ=4M/@/#=P-GF-5 KWCK'L#&J<; M;?Y0+4(U@6H2U12J:4JS'@)#TP\.VV=:@PS1DA#50E2+4$V@FD0UA6J:TNQH MFRIQZ*X23U^#5-"Q@]#N^1IG%.T
44V@FD0UA6J:TNR,F@YP>-);(S99@7R, MOX^GB^GIIX W6[&X-[CQTSK:+:);A&H"U22J*533E&8_9$RW.#S7NRH.T=,,. M42U$M0C5!*I)5%.HIBG-CK:I)
(TAND\DD]^[2Q:SDEVN:S:U>EMR7>?,?O LN M+O=N%_X,Z2]OOS3,S?4\?D@^QMG#>)9]D^2^)-NM92VU*G:>/RG2^=N+&ULM=WO
M6UR'UU+RZVK/TLLO58"WX$%P]V\7MYFZ:5\W6Y6)7O3FZKZN[MV5EY M=9LND_(TOTM7]5>N\V*95/6GQ5>DR7Pl:+DX\P:#R=DRR58GEQ?KVSX6 MEQ?
Y?;7(5NG'PBGOE\ND^/9SNL@?WIVX)T\W_".[N:V:&\XN+^Z2F_136OUZ M]|&H/SO;*/-LF:[*+%\Y17K][N2]^S:>3)L!ZWO*TL?RJV/G>:A?,[SWYM/ MY/S=R:#9HG217E4-D=3_?
$D_I(M%(]7;\=\6/=G,V0S<_OA)#]V[D|F),T^OD_M%]8 \(4K;!51NO*M\4:[_[SRT]QV<.<?W9940 MV\'U%BRSU>,_R=?V&[$UP!V],,!K!WB[\8O#!BV X:[R8O#!BU T:';M*X M'3
^=,"D'3 Y]#%,VP'30V>8M0-FA\YPW@XX/W0&=_#TDQL<.H>[^6$?_--V MGW!<[OKG??;XQ%H_*_VD2BXOBOS!*9K[UU[SP?JIO1Y?/QFS59/"3U51?S6K
MQU67OR5%D:RJTGGCO)_/LR89R<*1]\=\-SGYP4^K)%N4/I9W^?63[_SPYQ^= M/SMG3GF;%&GI9"OGUU56E3_5-]8?__,VOR^3U;R\,*QJS6LF.;MJ-T4\;HKW
MPJ8,G5_R575;.L%JGL[WC)?V\>>6\6?UMV7SO?&>OC<_>U90W:],'6_VD^,_MO-&>]?GPRO'D'CX'#(\-&+P\,#AKO>B\,%??BG],I2V*/# MAP_W/1/^V.SJC\VN7WO:+.IOG?
OBJ/$!S[K!=-]PXUD\W"1\N/:&+W@?%DE9 M.OFUTT;=R0MG_6+K_#NN[^K(*EV6_]FSG3_NJ/],K,\>%O>)5?INY/Z];], MBR_IR>5?_N1.!G_=EQ42\TDL(+&0Q
2)120F24R1F":Q&,*,W(XVN1W9].Z5 M..M?7K/Z13G]FA9769DZ=T5VE>X+K!7L&U@2\TDL(+&0Q 2)120F24R1F":Q M^!&;K;%F! 3+I>N>CB_.ONP)XG@3Q+$UB&&2%E:\
<<^]S;/B,6H[C3P MQN:IY/-[3:=#\SIYGS2=C]?TN7GM-B[IV=U^P:2Q'P2 M"T@L)#%!8A&)21)3)*9)+(8P([>S36YG1SI$,R-S2V(^B04D%*8(+&(Q"2)
M*1+3)!9#F)'\;TUNSX^[9VCE^\.7Q'P2"T@L)#%Q_FRU^<8;#';V#,D9Y?FS MGWRH$U;Q_RY3)?.9^]_.KWS7+6^9_SLG;ND/DR-67 MM*SJE]9GAX+KM?/>-?7>S*)U(%3S42U
M1#5!*I%]"913:&:1K68TLQH=\T@ M=W2L93-:$4(U']4"5 M13:!:A&H2U12J:52+*37>FU^T2X1J/]H%]!:BFD"U"-4DJBE4TZVV?;C]?#2=36;F MOE5,S6HFL^LSN?9"T_?LT**-
)E3S42U M1#5!*I%]"913:&:;K7M0Q[NX'0\ MWHWE,,I-;E=ND[N^;$..*$5)U3S42U M1#5!*I%]"913:&: M1K68TLR3&73M*<_>GOJN TYVLV]^4=:"QO<<;
[*+O6.)UH]0+4"U-4]D6H]E%-H9INM>GV M\:,AJ3N;[AYQHJ8U@]DUF[P#FTVO'&R,[W3B-:94"U M1#5!*I%]"913:&: M?B4$KQIQHC,'3&E7=/+1L:>/1?KF^KXYY[IV3N_.,')>UY?
<6?N;+1S/X^]H-.WF17>V<3+3RA6H!]C;H)5(M03:*:0C6-:C&EF0GNVD_>_ML<[DY*%M)U3S42U M1#5!*I%]"913:&:1K68TLP0=VTGSWY:I[T[KE=;.ZI. M=9$OZZ]6]=*YO0S&7;V
KE^PDYO]JV>T!=5JKFLN>'?^>.:CDP:H%]*:0+4(MU22J*533J!93FGF5BZ[>-#RPWM3NS*Y/Q)94C[NT3OK?^SJL=:#SZ^NT:$Y/ M_'B[/;?V*?OF%M5\5
M0+40U@6H1]LE6,WX7NZ<[1QX4.]=&M9C2S-AVY:>A MO?RT.3E%<-C.KIWK'4FI^81] :J%]"90+4(UB6H*U32]Q91F1K>K1PV[(^WL M#M'"%*KY]!:@6HAJ M4B5).HIE!-HUL,:6:
(MZX.9V]//67WZ4] ZV7S2T5' MN]4[M^PUX5XI'=;]U'$&H\<>V]X+*]+;$Z*:0+4(U22J*533I!93FIG5KA8U MM#8V+C_5>ZYIZ>QY7^W>L*)5*%3S42U
M1#5!*I%]"913:&:1K68TLS@=E6H MX?A8*V6T#X5J/]H%]!:BFD"U"-4DJBE4TZ@64YH9XJXU-3RP-?7*NX'L3._(MHE6I5QZBN4C>]V:/ -V>-4]D6H)E%-
H9I&M9C2S)AV):JAO43U\B+YI3<# M]:Z"B'T+>B<<+5RA6H!]{:H)5(M03:*:0C6-:C&EF6GO"E?#8Q6NAFCA"M5\ M5 M0+40U@6H1]DE44ZBF42VF-#/$?>%]^!V%]H?
>*60W>^<7;/4\/EUY4;# MX62X^XX$=-80U02J1:@F44VAFD:UF-*,9(ZZ4M7(7JJ%l,_'W;$V8IUC22J M^:@6H%]{:@+5(E23J*903:-:3&EF<+M:U>A85]8;H04K5/-1+4"U-4]D6H
M)E%-H9I&M9C2S!!W\:L1<_XI.],[LFB=ZI6':!YQ'N^-*5]A0C6!:A&]2513 MJ*91+:8T,Z9=A6IDKQ:]O$C&CCC;MZ!WPM'B%:H%]!:BFD"U"-4DJBE4TZ@6 M4YJ9]JZ$-1H=:V6-
%K)0S4>U -5"5!.H%]&:1#6%:ABK58DHS0!P5LD9'.#>5 MW>R=T?[2+-7I^;BK/GZSG%YFQ>5 M4Z7%TEGE57/"F^1;\U;!O6E^G&&RM18=#P;F0O2#?3-ZAQ0M3*%;B&H"U2)4
MDZBF4$VC6DQI9DB[PM3(7I@22;9R?ECD9?FC4^^O/KUWM]R;1K0GA6H^]@6H M%]*:0+4(U62K;?^^?E/?=^AJ.:C6H!]{:H)5(M03:*:0C6-:C&EF4\N:/E/C8]6FQFAM"M5\5 M0
M+40U@6H1]DE44ZBF42VF-#/$?6UJ;.\4]5D=VZG>L46K4Z@6H%]{:]+5C"NK M#'<7H!$ZIT0UA6H:U6)*,^/8U:/&K]2CUH>,_MD<,MI:&?\MKU+[JABM/*&:_MCVH!JH6H)E
M0C6):@K5-*K%E&8FN*L\C8]5>1[CE2=4\U$M0+40U02J1:@F M44VAFD:UF-+,$'>5I[&\K0Y1E7G^,_W55DE]WES'O2'QTSO32]:>$(U'!4" M5 M13;2:]
<]I$3JE1#6%:AK58DHS0]FUG<;VME/7_G]_L_=Z7WTN8&V?]W=< MT2H4]@6H%]*:0+4(U22J*533J!93FIGKK@HU/E85:HQ6H5#-1[4 U4)4$Z@6 MH9I$-85]&M5B2C-
#W%6AQ@=6H?]\2Z6RX&TNT MMX1] M4B5).HIE!-HUL,:48L)UV];7+PI?6LYZ&P,WVS^,I&J61UZ@P'+Y^] MV$B=<;3GA&H!JH6HD:E M0C6):@K5-*K%E&8&
MONLY38WU_;T)VGI"-1_5 E0+44V@6H1]$M44JFE4BRG-#"'7CIH<=/VI/KN\ M=K%W>M%F%*H%K;:[STX'4\&V__MG%,Y_(XQ MWJ"-4DJBE4TZ@64YJ9Q*[E M-+$6,(ZP?
JYO_R7YFBWOE_8E-5]20C4?U0)4"U%-H%J$:A+5%*II5(LIS?P=_M7)6D)L>Z4-\$[4JAFH]J .]%]"90+4(UB6H*U32]Q91FAK@K54U>.8546=ZG
M\Z=BH_'GV[W)16M3J.:C6M!]VW\F'IZ/I[-G2^CG]W.'[KDWW5TVHU4G5).H MIE!-HUL,:6;:NJK3Q'Z]O>]]2=C-WIE#6TZH%K3:ZYE[?K_]F4.;2:@F44VA MFD:UF-
(>,W=6WJ9IY2=5UYETW[[W M3LZ>W2['8@^T3=M" M)-$E*;L!]N-'R8HHVC)##U0>8DF^]_#RW"/AB/1H3^@SVV#,P8\TR=C8V7"^ MO75=MMC@%+$;LL69^&9%:
(]X.*5KEVTI1LLR*4U;WP.5YO>'!G8RV:(UGF'_93JDX3I$ 2=7ROO)UZS"*Q>?R*_GLY>3&9.6+XCB1?XR7?C)V! Y9XA?*$?R;[M/W UH:C 6Y"$E?_!OHKU'+#(&2=IE2PJ2./L\
(E^5$0T$OSP3 *L$]!I0E E ME,RYA\K*:=TCCB8C2O: %M$"K3@HN2FSQ6SBK&CCC%/Q;2SR^.0KHA1EG(^? MP4Q(9)DG&) 5]"__F7/&4;,,LS6XNL< ?B#/RU(3D3
M06SDPNJO$_',:9\;?X>T-"+Q? /1@V))^IT^_QPN1[I?I@9KN"B9J M.F!-!RSQ@C-X=PEBK$$ (!24T@;?GD0H>.0X9?^T3?. &[;C%C?C+=NB!1X[MXFYCF.ZP,_GY)
[_G_=8V:4M@"@5!34&@0Y>*(++U;1,^H/1*E.)AL9O (!H. MBB]NFG,YC1O" ?2&=9A295A7&6]K?(K1/$YB_@+*EL6K&^^E:K]]PNDAH6>2&, M8+M4^W61?0M2!?^"QVR'Q0.?
@GLS)6N'O;2-EL 4A@8U0X..E#RP28$E,(6" M84W!T(J2AR<2/1;O:02,PGYP1L2^)XV"9T?&4QKO$,=@FBRA/C9FK6#W]H+VVAJ60U7)7?D:(K8%LT6$)3:9!NRMDQ M%_?
C]$$^J,V$K1WZXHY:0E.)DK;+#[L2ME7C90M-I4%;+U]K:\R%'9T*UA-_ MQ[I^*TPM4]HC7^^/'K[G_*M6JP,*&I-$B+Y6OM MB[EB!Z=2]'TO\([?
ZUH"0Q@,H_X9T4HGY.NMD(%HFV;Y 5QJ1%F.Z$NYAG!M M*"%M#1?WUA*:NF8AK1GTNE]UL&]Z,$*&I-$C3!,5NQECB%4Q3N3WQHA?VCA3> M$G?FB0P;ZTMZ1V0F[H]YQ0E0I*
M!P9[76G:JA6SA:,2(*T8U*^$&6NZW^)!>@-XK.C3L'.*EC8)ZFV2H:+S>1(O MP(R3Q?.&)$M,F;&JK2Y8V4)3N9)@Z[4K55]V4+3=TND>XKT"^,&6^8>"V&
M&9Z^#+X=IQ8J_5&@]T=FVG[":[1X,9.S?L!+^V@+3:5'6K.@]IV_P*K_LH6F MTM#8_K.T_W>ZL>^(3H.LX82/!*I'DW?7$ST,.& M_.&$DVVYISTGG).T/-Q@))[#18#X?D4(?
STIMLGKGT5,_@-02P,$% @ M/(IM66FJEGN88!@ 2SD !D !X;"IW;W)K&UL MM9M=C]HX%(;_BL6N5JVT);$=OM,4DNFVJE:"97NJ]+JA0?,$$T^:&*@(^V/ M7R>$&$-
PL'0R%PR!^#WV2W*.GS@9[Y/T.5MS+M"O*(RSN\Y:B,U;Q\D6:QZO MK)ML>"R_625IQ(3<<3)^<;)-RMBP.1:%#7+?O1"R(.Y-Q\=DLG8R3K0B#F,]2
ME&VCB*4O[WF8[.\ZN'\X$OPM!;Y!\YDO&%/?,I%/YM9*K><2F491#S.@B1& M*5_===+[AM[[GY0V*/?X-^#X[>8_RH3PFR7.^\;"\Z[AYCWC(%R*78/+?CDIY M&.9*LA_2]%.%3-
O>/K^]/ZA&+P&L$K&Q16.X>A%#[X3+#).$WV*,WWEFKYF\,+HK44QM=R&'"4K]*WPBR_?O-OQ5/[^2+8)GCF:I<&"(Q8O MT5?YZR.1H,];-- O"!Y#*)
[MEBC4A)]E:]2$KWRN6!!F+V6,7Y'#LK6+.79 MV!&R^WDGG$79U?>'KI(K79WS31=1T]$7.+5-)^:FW_EY93RIC">%'KVB-PU9EA56EW9)^XJS#GW_)'=%#X)'V8\ZEPZZ
M7KUNGB?>9ANVX'<=F0@RGNYX9_+';]CO_E7G&.28#R2F^4DK/ZE)_7@@HWE^_M=*'[G]M@QT(NC^PZ"XU2MA8>Q']%6)YF=Q/<'PR';O$W=G;G#@$%UASR*H<\
MLT.F<[K.):.&I2[C;.[,'**)F3Z^RIV>TYU/ 'H,PSV3%J1FL KY$ M57K_IE'CSS]@?Y##_&.R[R<(O_RZSH;C6%M;804\X'$-+O[E=W]EO)?']) M2##$?2$SS6K*7S' 68E?-
IUV8,B*/O1T3\A@,Y; D28G;]HDYO*WKH&H^E)IN M_0G*X)9*2BD,92]DF@^EIHN]. 4,9^UV=:74TM(W&?7(V31X:HYI[5!C5'WL M"BEP
U/8EHU2[S0[D^'@?)H[-8>U'GY34'WT"A>P)2_<5A4:5&F9?&F52'LU MR;?T"9) _!L[-C)V3/=2L04&@HO9P^Q>$<9M%0$4,$#52"@UW7;%&+@MR,"@ ME &]YD.IZ:8JT,"
I(%K)O27UT6FYI#6!C4%U4>N* (#8P2^G*W7U@-00F@, MJH]>00)NA1(:5*WJ 2@DW-@QBWI %"40,R7D9XW%E:9[].HCB[[IF>US_+ MC>:8U@ZUL41!%% 08*
H]49:)>L.+DP'!0HH-=TDQ1VD%>YH4#U>],'NU?)B M5K\VL8W%##*(@YB)XI8*\W$;'DK*C14%%#5 U7PH-=UOA1]D+=@0H*@']JN9# MJ>FF*M0@@*A!+F?IV,4>P:/S;
D*&U!]ND6*20@PDY1Z(\VF[H^&T!AP<*'*]/I2:;]H"#@\0.+Q+X,"CWN L)YHC6OO3$%,?M^((#Y@C M2KW^:6[NG5=#>RB%3AH4,5%SLTO.1TO/@VN%@.SE+5+YHZ1
MLAAXQHX=O'1,'ES+'S/\S-*G(,Y0R%=2VY74V$'IX&ULM9IKC]I&%(;_RHA* M52HUP7,%4A8IFVS5C9(69=7F0]0/7C. %5^H9UB2?]^Q<7QH;9^=)88/8!O/ M>
<_<'L8O,S_DQ6>SU=]2+VF2F:O1UMK=R_'81%N=AN9%OM.9^V:=%VEHW6FQ M&9M=H<-552A-QBP(U#@-XVRTF%?7EL5BGN]M$F=Z61"S3],P^'JMD_QP:-*C
M:Q<^Q)NM+2^,%_-=N-%WVOZY6Q;N,-Q$6<6ISDR<9Z30ZZO1*_KR6JFR0'7' M7[$^F)-C4E;E/I_ER>WJZM14&:D$QW9,D3H/A[T:YTD9227QS\U*%&C618\ M/?
X6_=>]\[XRJZ'1K_/D8[RRVZO1=$16>AWN$_LA/_RFZPK),EZ4)Z9Z)X?C MO3(8D6AO,)[6A5T&:9P=/\,O=4.<%&"TIP"K"[ ]Z-0E>6;T(:+>9$?2%'> M[:*5!U55]]
(NN3@K>^7.%N[;V6SBX]A4829->0YN7,]OMHGFN1K4E\FK\I& MB^U7\NR-MF&9]G=FO(3;;2]_^6!MTFY59-MMYROG&1KP3N]>$!]\3%C '#';L-
&"MT6CE;'I=F&DKT9NNAA=/.C1XLJ6NT M#;..7A'W0T%.9M+ON>UL\5E'_9GB3'3G00/@63#$&*NC>#0!/4$I]0/(#7GV M-LSV[E>N0M1/?CS!HY\Y-2F#[-F%D%
(''CAQP#;%N>W;X]R[QX'"%,4ERI2Z MZ*G>E-/K&>&4X HQ2F*F)%MIF;5\S TCI8R1] M(EUH&Z]]20!9*8Y6WY'69JN2@1"]1Q\(2W'$OMTG1YQXT@2-=N:D9(!A%ER(M)@SE^[F)
\09#G/;JZC>(PP!@1F*'A1FM1%3_5H0 6/?.. 3X9CD\4)\P; MF@R@R7!H>H*$M?G9)PWH9(<A\XD@86V<]B4!(&4X2'U'6!ND>(\#3AF.TV7B MHH]
[LG:/=YOR_>##$SSFN=,2Z,NFE^()BO5S$P=L,QS;OKW=7A#W##0.#.,X M4ACC"6^O?QE5TYYG+ [XY#@^49IP;VAR@";'H>E)$][F9Y_TB5_P&#F?2!/N
M35,,.-4X33W"%V_3%,MO('K'B;HLXH?0:@),\?-.T*AG3DH."::J0C3A*-O/ M31S0S7%T^_9V>_W+V$RROM$&&.,X(AA%BK>KP(&>_#%? <.)-S,%,%/@S/3$ MB?"V#P2@4SR&SB?
B1'CC5 !.!8Y3SP$FVCC%!@ I@J,1S MC=@3)_9B5NPEO%@!Z!:#N+&BPXX-W*NGIX'!XGP_5GB;" +0*;[#CA7>AH$ M5HI!O%CAC4T!V!0#V!"'&Z424"H'<6)EQTJT?WQ)P*G$<;K
MYLE*%\;/)WC<<_\B 0++2_FP\A(^K 1TRT%\6-E>] O&^CL<0"S/-V.EMYD@ M3_L_^@X?5GH;!Q*(*0=Q8*4W/"7 4P[LPIOHH JA$$@95MH*(##*@]<;]^
MTYLP^NH)D4O8KPK8JRYEOZI+V*\]*T&L5]5>^E+9[+G#U%[%7G.[#*VT%0 M@$SU'=ZK\G8+%#!2#>*]*F]<*L"E&MA[5=X(52=[;Q7E6']HH>7N.3,3>I M+C;5YB)#HGR?
V>,.G.9JLX'IU7';#MQ^W/WT/BPV<69(HM>N:/!BXJ2+XX:B MXXG-=]4FGOO"7UD"0!'3WE6L)F1<%[>FB:++$L@QNR8E%.+) MEM <<[&E.Y.5%"'L0'EF.I8U,G.
<%L9\[NZ7Q*]CQ+"[BGB.WS'--O2\C(M<6;8QNG@(=TE7!Z8\VF)=[&_KF\IV)G-BQQFD/!4E(@"MN9L;]00]N2 "7Q M5PI'=K9&TI4-(8]R\RF>&9:T'#*(N*3 XN<
*\@RR23L^**G.A!G ,'3#*W]@-,%>"\ W!K@OE:#5P.\UVKP:X!RW;Q\5X$+ M.,?S*25'1*6T8),+%7V%%O%*"UDH:TI%TU3@^'S-2?3X82E"':.5R47],:R-MN#AB&C/T :U%;<;
[#!#9HDIZ_K#V5C#>^Q)=@"G4! MW>-OHH=PM* 4%SN0ZZM3:<1(9!^M<)ERG*7_0GR%%CG9"^FO?PA*](E#SO[N MJXY*O]>O7S,26U;B"&:&Z)0,Z &,^=M?
]'UL2\LD"G62A)K)6$KTFB=X0 M^_S\O8[.WVNHDM>7EHIQI:CEY^@P%Q^GJ7DXC ;EC#?VVC+!I6M1)%N@D M"S61M?(R:O(R^LD-9:OSB3K) KUD!2:R5A)OFB3>;&\H%;-
_]D)/.NWD4L*> MC#OMI$?&L3OMY%+&==W^;C)N'!X/.OP;%$!QIFIR$8N+6LHXQ?(2/-A/!DF_MMQ1UD@4ZR4)-9*W,3)K,3'YR(YGH3*),LD G6:B)K)5$VW]>4RSM'<6F;-T;
M)IUFL.H1F9"9\$]567;N;TV82 M7ZCYLW.^M&]7=L]Y("=W-1P^TU=C_QVFN[1@*(.M4&5=WX@62*M)NMIP4J1 M<4.X&#S5,@$< Y4"XOF6$'[:2 7-_S/F_P%02P,$% @
/(IM62@_<1[< M @ =0D !D !X;"IW)K&ULQ3BA-CIVH)K+QLP$/XK MITR:-FT0-)1"61NI!:.AK:.B&ON !L%-KHV%7S+;I>V_G^VTH9.*D9@07Q+[M?/?
X>YUB6A@Q9G0 ;@TICJ+8YV7R(D^E!4*NS*3BA-CIVH>ZTHA M*7P09W&<))V8$RJBK.=M8Y7UY,(P*G"L0"\X)VH]1":7_;@5;0TW=%X:9XBS M7D7F.$'SLQHK.XL;E(0R%)I*
0IG_6C0.ANV$A?@/6XI+O7.&)R4J93W;G)5 M]*/$,4*&N7$0Q+X>\!P9]4:>Y04Q).LIN03EO"V:&WBI/MJ2H*=RL0HNTIMG,DF1N;W!T.K MJX!SR>UA:^+3-
5@256@X@$%14&LT_#IO7!.= M5U!WTJ@["6;_%K6A8AXHA'\]R]=!:@,AI0^0T7 9D]6P9!!%>F*ANPZ_]QF70 M?05UK>2QXR3_60C/ +2? B/$,YV0HYK[?
]\AEPMAZJ;86)L[Q:#NI(_N]85D M1-2&PO=V]R:W-H965T MB0=-_]^I"R+EJ5<6X8\[$NB!^_A/9>/>RZMT5K(\N!N48_DSA5 MEYV%ULOWGJ?"!4^8>B>6/#5O9D(F3)M;.??
44G(VS8R2V",^W_<2%]6=\2A[M=B_'([*2<93R>XG4*DF8?+[FL5A?=G!G^^ AFB^T?>"-1TLVYX]2W/G M%2C3*.&IBD2*))]==]IP^QL:6;LQ=>(K]7.-:)4)D+\L#=WTN.,SWB,0^U
MA6#FWQ._X7%LD8P?_^2@G;)/:[A[Ö47_/2-OR$R8XC*R$W30E_.8 M*M8/8OT'SPGU+%XH8I7]1>N\K=]!X4IHD>3&QH,D2C?_V<\\$#L&I/^" 1L=/C M1RW"'Q?7)A!3=",2,SL4R^)
[M69RJM %>MP,,!(S]&FY>65#'^EG]/J6:O;% MZHUI]N?%KU^]0:]0AY2"R:Y0E&*QI215F_-0W/]>2%6B]53-?*T\=SV[X6Y ME]<;+\D+7@[11Y'JA4(?TBF'UMC?P/:8 ">"5D1-[*-
VS4!$1_Y\AVB_EM$ M?-*M9.07@2'H4Y)&DY5"=VG(4[LZT'W,4CN$ M=I#ST5/H^T>>3+C\NVX8P%[LEO)>+5G(+SMFSU!92FEO2$F7D4\E(DZJAO M\'H9GLT?3V/<[+]N]D?
>TRPGL]41._8)3'^3TX2>78:1J]Y#K?L5]?\\U$/Q$ MUP>%ZP/0]3NE5O5^#P[Z#2*?Z'=0^!V ?INU,N.1-NO+0Z&=1G%<3R.HT+@8 M4KS'!.SK1";#@LD0GCR;+>#8U3"LK@:*
<7>/4$VKTHH>8H[E]9IT->O7-F0 M&^\0W\OY-HEY;>;UC_(3[N_$R,,=F8+!_?Q;IL<,HZLG+HV^1-N5C.YE%-83 MPVWNQ&VAE?D3QY^TO!GG@/V=<>WVJP<5]/144DZT8%BU-
%Q0.5H/9$0AUF_MG9; 8)YMLIBZE>[W)V*XKU-C]H{Z[H$+Z;/0+#824U;2Q"&&.80-(= .$!3]JP =L1)#-*6Q#@_= Q1&.+$D21.?A P MO9OZ&@_S,GJONH;J:1BTZ61N"ZT< J= "/F?

**5M2D)962A_$+:U{]U*CX M?@YM0YRV(,"V.,K)M4#CHMA4&%SCD,.XC01@351PYJ 5 _@@!7%D>U56D) ME7UUFH? 1QL.,F#U<",@--AW\QQRA3BY0H9MU|@$U!^-M^:6T,I'Z${04%B' M--^:9MC:FSJY 6%#SB.7TOTB(,-N+-3 M@[!S:PQMI\BF[?[@<@X-0)T&H+ &.#2U#I^-@$W*7KG43N'4WF!B|0X[>(Y4 M3UVJI_W_HLBF+:7X/";G$ S4"08*"X9#LPZV[N6U) ,-W}3+IUI3(.5,8]Y)C M!46U30Y5V1)1#=]6UC@ U(QQJXK$V_E.(>%RGGV^H5 H5JG>?+)0/"T^$;G* M/HSP7//-]R4?F33)6]&8SXRI_VY@%]:Y@<^!F_"]02P,$% @ /(IM66]XYH*W P &@<X !D !X %"M;]W;W)K&ULQ5?1;MLV%/V5"VT8.J"\1,F6K6U"9!1=#)I'C/.?>2/!(G M>R'OU091PV.1P7E'%O-G%]-W(V$3N=,XXW$M2N**A\FF,N]E./>,\=MVR]T:,#GTVV=(T+ MU'?,&VE:?HV2L0*Y8H*#Q-74.R=G\S"P 6[$)X9[=? ,-I6E$/>V<95-O< J MPAQ3;2&HN3W@!>:Y13(Z_JY O9K3!AX^/Z/_ZI(WR2RIP@N1_\DRO9EZ8P\R M7-%=KF_%_G>L$AI:O%3DREUA7XT-/$AW2HNB"C8*"L;+.WVL"G0(4= 6$5 M$#K=)9%3^8%J.IM(L0=I1QLT^^!2==%&'.-V5A9:FK?,O.G90HOT_F1N\LK@ M0A1FLA5UY3K?4YDL(.(%%.5\@5G"[N(-S6T:FG^=!]24Y>IG,^86E98LU0;$ M -<=9UK!.Q-@WG^^QPV')\[^)KXUBR^NGE;IYJ2[L4)?M>!ZH^"29YA|&>^; M3.MTP^=TYV$OX *WIQ %[R$,P@\"\#ZH#96HJEL/0U07-'(,@PX& QS"QX*S MY4!%4^1VV4'-SGEO87H1,5[\TQM:8I3SVP^A?(IO=E//Y X^*5\Z#6(/"#H M45=5;/*MBT!*RM=H=J&&Y1,!A"N-A6K-;O =LAO6V0U[M9V2.,\8YXVN84S,+*;Z'CSNM-.69Z6Q36^(-'9ZUM8=9$L5DXC^T{(AK%7&O MBM],)?5_UW!)%Q_11>,@"-KY1C7?J)?OD|F2[72C([J3A(RC=KIQ33?NI3,6 MN4)F#<""U!8YS]O9Q\?L9#1N)T]J\J27_-+-Y#=/;_*2>I.@<=+(@#>L,_CFP MFU8G+-&30UGQZ6C8(>O X,EKB_-U3>1($QF=)AUKA82-IOK)DF2ZDOQ HOL M!WVEBY#&V$GT/(LD^1X? =)\4BO#;_"*"O +[92G'3L9M(8-NEW[,M'E"E3 M[09"GMVY,^LVWBSZS;G;+,FQ.9^0)$XZ&!MW)OWV_U^25KL>A"&'?R-79-^MOWZA99)CVR91,.I0T?@VZ3?NMUIFB1X?J]I?#QL?#SL]_&W&&&%W:_(/_A= M+U"NW:%$02IV7)=_[G5O?? Y+W_WF^'EJ>F:2E-!!3FN3&A@/A<>R/(@4C:T MV+J?_Z70YBCA'C?F\(;2#C#O5T+HYX8EJ(^#LW\!4$L#!!0 (#R*;5G& M-XDN+00 $L8 9 >&PO=V]R:W-H965TC.,"@9/$*N",,9*.M#]^CX'2 M?%":.'S3@/'[!-OGY<1QAULNGN0*0)'G)$|ER%HM;ZR;1FN(*'R@]\AQ2< + M+A*]%#L;,D60*-=N#&]YIF*6PH,@,DL2*G[<0,RW M(NU7AH>V7*E=(,]'JI1$F;@OJP?!-[9%25B":22\90(6(RL;_=JZN:"O,<_M#+9RYYKHJ6$NIH7\ECF?\FV[.M8),RDXDDI MQA$D+"T^Z7.Y$#L"Y-0+6J6@=2CHO"%HEX+VJ1$ZI:!S:H1N*>B>*NB5@MZI M@LM2<)DGJUC=/#4>570\%'Q+A.Z--'V1YS=78T98JJTX4P*?,M2I\80G"5/H M+24)32,RX:EBZ1+2D($DOY'K*&+:,.S0FMVGA?.V@CQXHRF+Y";M\F7GDXX=/ MY -A*?E[Q3.)(#FT%@V/!'#XQ^$H2/XT@JM%[S?I!@!&+ M9:G6IO6R-C>M1N ,UA>D(7PF+:?5J1G/Y'1YNVXZ/Q?=_[GH0;\KU!=H/3- MZ--FN00=]R*V'1'ZK,UL!{-0#=86_MDFL:PLC"$BY!;,_]+VW-^K\NT29AG$N:;A 4F85-#L#V_="J_=)KHXSM8 M8L62H%0,NKCITD3#4&00$7C&[W$)M16JD7JN:4S"/),PWR0L, F;%K!>#M/; MJ,T8-U5#>U/CA6[EA6ZC%QYU_LNDU^6\>Q2R7P4L$GG<0]?$W2[>NQ#_?4C0 M.({S5](0;&_)>]62]QJ77%=]@:;M,$C,Z9S'N(.I?M][1FG2|SL'B-T8Z]RTZ M(:!O,F!@$C8I'KW[ULMQ667J\KU,+5B$;PC#>CE[K9?72P"U==[2.8@OI'_MR"R;2_B>Z59<_#LSVR+OR>8_(S[Q+!Z4)?TQ@&=6V--PCR3,-\D+#)FQJ" M[?FM7_FM;WHCUS?I%Y,PSR3,-PD+3,*FAF![?AE4?ADTUJ<'^H/,:?A$>*:D MPA^6Z!M"$YZEJLXKC;!SO6(2YIF$^29AP>#H6V7@''PG3@T%W+. Z[R>43A& MMA/-F'/3;Y3F&:7Y1FE!2>LV;8NFID+N>V#GG,IM],#.053(4XEI%I$?1=7Z MH!%UM@|,TCRC-.\H+2AINZ6@?>P#0Rs+'|@[1Y<)B&5^*BTQQ5C@B^.AJK4Z M^; [.SWL/VF_+H#/E]PKEYN=(#J_P?C_P%02P,$% or /(IM64XP M$@35! K"4 !D !X;"]W;W)K&ULS5,;MLX M%/P50ELL6B ;2:2O6=M DR!H@:0(5EX>BC[0-FT3E40O2=M=8#]^*5D115NA M)90!]!+K8)MYDE%U[Y),1V\]{)QN21 [&-8\S_O281 MVX^]T'N^\$17:YE>\">C#5Z1*9%?-H]4#?%F[-(9'_!/H\- M/##?"LGB//%E5$-/D\(M_Y424$L+,"PDP3X!U$U">@+)&#Y5E,=UBB2G-QARL%7'&T)>"!8;#E18R0%^ M,E6(6 MVX@ M@1W-,')G.((O!>"J-LX68!BF_HMF;OT,$M'9KJOZ"XXAP7G M,,-#9SF_,,NGP6:]8DE_(C2[_?J >"€)+'X447.H9I.=37I>^)*;/"J;@\0O0PB?8GM)F$8 MC/Q=N8G3F%YGT"N€.(Z17$=:W$W+-D1+NE,39E/3*I!?%9R5956K*9CX@€, M:+M;M-UME9B[+HES!&80URN(Z_V^F*T03;L]@'5+JN^$_6&UZOM%%WUK%\|\P MYSC]AV$3NQ6B:1>.P(QN!T6W@U:)?>"2.$=@!G'#@KCA[KM]>+/TS?W:0Q$ M0;]:PV&@35!@+>^>[$@$0]N(!1'-!\,5FMEPR?6%K1)R7HXK\ARAF>1I^O9: M34X],>:89:4>:]D:8M:F'5)HMTC'2@;_@6;&Q({?>*0V MSA6:29XV=]'5_M24N5_ EJ/5F1':9H5VGU4Q(VJ9%CMLX\X%=F-U4#>T*]D*T?@P'*&92R?: MJL&@54J&3FV?*S23/&W[H-49U5-RCF%3LC7$K*VT*&9W5<=*;NQ<[/B-1^MU M%KJ@]G$0M4OF3FV?*S23/&W[H'TIKI[,G7JU'*W.C- &#-H-6,6,J.5<[+"- M.WN-13*H[1OLM6LB.+5]KM!,\K3M@,;5N7H3H7_^?6\+,6O3K@K;7=5!WUSA69N_&C;A^P&=/6V?H(;*X@502]O_B!MK9#=M6AW+N:%]L>,W'2Y7:"8;VLRA=FUQ{J?>SQ6:25YIE|/%-J=3PY:CU=L;0MJ(M;L1JY@4M1R,';9Q73+WY\Y/T@YWB ZW)_U!+ P04 "\BFU9BC+U+/ # (#@ &0 M 'AL+W=O=^\)"<M]87\IA)$#4]9RM7<2[3.+WQ?10EF5)V)'+GYLA$RH]H,Y=97N40:EZ L]<,@ M&/L99=Q;S,IW]W(Q$X5.&<=[":K(,BJ?EYB*_=PCWLN+!]9-M'WA+V8YW>(* M]6-^+\W(;ZS$+$.NF.@<3/W+LG%,@PLH)SQP>'3R##64MQ#<[N(GG7F 9 M88J1MB:H'=OA%::IM61X_%4;]1J?%GCX_&+]4QF\'69-%5Z)] N+=3+WIA[$ MN*%%JA_$_E>L QI9>Y%(5?D+^WINX$%4*"VR&FP89(Q7__2I3L0!(Q[&$- M"$O>E:.2Y375=#&38@_2SC;6[$,9:HDVY!BW55EI:,XR@L+3Y1)^$S3 N$. MJ2HDFI1K.(555280&[A**-^B L;!9&)/90R_YU5.>0Q7@N]0:K9.$7X3VLR[M1LEVU&8;,AE=LY3I9MA_C9JR|(,Q?8L[3&$ 7^\P6Z^$]Y9TW\DHE#&ID)KY MV@1FZ?E1'<2R"B+L">(<[@37B8*//,;X>[QO$MD)7S)RC)T&EQA?@:#X 3" M(!S"X^H:WK_JX+ [:+([*.T.>"P>Y^HE!UU!.VW9Y7JAE]<&_]L5)4T1F^-9-$H.I_@-&A92,;V%%9S,G\,C%/VA*A M-KX;G2:SA$\,FA:-LS76^,';C1FJC/DX0\(>=2$/'(69TE3RB/H4!QR70-MZMQN,1Q,!C-_U^%NW+@;.]U=QC&S.>GL]PHZ.G X"DBWOTGC;^+N/:H2R"F+ M00M0J'7:&>KDR//I)BZ74\;UU.GZX]/42DA8'814(F0^E2CS(";)6 H/=M^ MZ>(R/>+20^2\(7+N)+)*J+1"IE1A6KC(34=&Y9(L-QE##]|01DQULCD_SLSP M/ R[&9&@%># 79=673=VT>WLHNO4P." (P&0XI7%_H/_DK5U?(U^1Q<V]D*G MNW9#N$JI4F5#3"&^4"DIUXVU=!M^HS:05KG)XAHB.1', *DW06(4W&=W3$\ MZHYP$%QZ&J058>)68:CCJHI/J-'$++]7_21W(LUZ<#$O25]I5LXA;MUPODL4)/^G;IL-7GT*W/ MCB50(P_/!83\LPC^P>$\0[DMKR#*Y+7@NCJG-V^;:\YE=;AOIU=WI#LJMXPK M2"%CH,'9Q(0JJVM'-= B+X_Z:Z'-O:%\3,O5#:6=8+YOA.FK>F =-)>_Q=]0 M2P,$% @ /(IM6;>('HZ/!@ <3L !D !X;"]W;W)K&ULS9MK;]LV&(7_"N$!PP:TL452CMTY!IJDQ0HT0Y!L*89A'QB+ M=HCHXI)T+L!^_"A9$,WFQ[CC7Z"F)4W72 MN]-Z^:'?5[,[GC!UE"UY:MZ99S)AVCR5B[Y:2LZBHE$2]_%@,.PG3*2]Z:1X M[5).)]E*QR+EEQ*I59(P^?S*X^SQI!?T7EZX$HL[G;_0GTZ6;,&ON?YK>2G- MLWZEHFITID*9)\?M+[&'PX"X=Y@^*(&\$?U<9CE%NYS;+[_,F7Z*0WR'O$ M8S[3N00S_QfX&8_C7,GTXWLIVJO.F3?U;8.F>;32T0R/|JHV0^*VA2MC1N1YL-X MK:5Y5YAV>OJ9"8EN6+SBZ((SM9+>>C M.B.^S(= %>U$NL@/V=#YY9QK)F+UJU'YQJ0TK13ZYX(GMUS^.^EKT^O\W/U9MV95$%R|S.D(F4^,*SY;29G/U_RH/[)45B^<,B7,'/UJ3H"^:)ZHVL)1 MGX7S).84+JP*%X(S9C/I(EVN=)W;M4182.1?!@\F28-),_V'3!'B:-YH85B:& M;Y[VZ#]TP9Y$LDK)(G:#N@GL2<6AQ7M3CN5!*.?1,:.DY4A3N%%5N&(/)P&4 M:.MVM!6KL4V5XV%<>1C_4!!$NC<(X G:.O0DYM0B&%B>&?0[*F5W/-7.EYI; MO T8#'X\#K!&:\?!5B!&87T@ FQ]8#@2WU?B@<6YC3^YA.<^+-7:CB8N"%DZ MQ2# -4D-K-#6[Y[^O*0FV!L6;"$2PQ!Y)=3]^\^2# 2NU]ND$?5M MH1/C3@4#>P577VIN\2RX8G@1L]$OCU(C_Y%4_5@@1^'HU:H4?*JW6K$8B6$(MW#'_&Q(6+-YZ5]!F]C2)@Z[%0FO>.I+S2V>Q5,,+W VBX17IBS5 N(&,%S_ M)V+!Q%Q.Z9_"QY"\'Z=5R#TI>;ZMG!(@D[-?^*5,'VI MN<6SA$G@9>D0/P8K$LB+IMUA8V\4J7OM3\0BXK$ M@B+IUCXV\8J6OM37J$AZ_0"#56ZU8PJ.P MX=5-_H9!N71<(+D,WRX/=]1K!M6!0 M_TU +=1IF.IVA;$!%<'*K=T=8B&06D"DW=JGIEZ1TI>;6SR+E!I>>VP6!J\< M6*HU"H.E.PK3G7DL[CE:[N4B6*>UET.L^%$+@[1;FW4*U3Z4G,0\K90&<)K MC,TN\QYL+_GCT?%1^/I2[T,P7F@9+X09KW;Z-R0C6+KMH/I2K&4%*4MS,1#? (EFYM\1#+@,'&S2S= MVF0.O;*E+S6W>)8M0P^;S+!&:\FZ>#HV-18]^=9IE^>Y">H[K*=_@]02P,$% @ /(IM6>'"\]]8 @ M%P8 !D !X;"]W;W)K&ULK57;CMHP$/V5D;NJ M=J66A(2]B(9(NZ"]2$5"2[=]6/7] -8ZTMJFTO_OK83(I 6%?$E_F\,Y M\4RRK=)O9H5H82>X-.RLK;J1Y$I5BBHZ:@*I=M9*"VH=5.]C$RED98!)'B4 MQ/%=)"B3),_"VE3GF5I;SB1.-9BU$%3_?4*NM@/2)?N%9[9<6;0Y5E%ESA# M^U)-M9M%+4O)!$K#E 2-BP%Y[/.:/1\?GXRW]J#,7@E_&1<#DCL$T*. MA?4,U+TV.$3./9%+XT_#2=HC/?!PO&?_&K0[+7-J<*CX+U;.U8 \$"AQ0=?< M/JOM-VSTW]^0G$3GK"M8^\3 L7:6"4:L,M ,%F_Z:[OX0#0[9T!)T@^5] MV@#2(+3.+,@-44OS3*LM:! MV/P@>!/03@V3_BO.K':|S.%L/I:%$@@_Z X- M?(;'LF3>7LIA+.L[XLV^!J&EC)L%,(R&\'UU0U< 9,P89R[ )-%UB7C*:.B M.?BI/C@Y<_,JPZD\2=(XJ1W CZ\#!]AX>#= $^/X9&SH/4A:7U(E_O#-^$ M[IA8"WB=H)BC_GU*T$4&7VY]4]$"!\35DT&]09)__"]B[^/NV(F%L49B3#J3OZ< [D1TYT&L=Z%W\W%.M-BQT M(G?)H4#MKK?T]14N@;'4(EAOR2D7:NJ'0.VIY";/.]TLVAR*NQQ3YQP=E*UO MF1.JETP:X+APJ+AS?TM UVVHGEA5A4J>*^OZ0ABN7.=&[0/<_D(INY_XYM#^_M"_)_4$L#!!0 (#R*;5GP-GCD(@0 'P4 9 >&PO=V]R:W-H965T MZV'*"HQR4)KIE&*Z>XIAJPWX^]L2'?:;3 M24S)$T=BEZ:8_QB1A!T&F]D=!S[']ZXW,!O1A?XO79$[D_)PYU>L41Q2JB(M&46><]=8EP+D!L$N W13@ ME "G*:!; KI- 6X)<)L"O!+@-:V27P+\]AZ"$A#D7_[RQUCB89^S ^*9 M-;!E%[F"T2@M@* M33"G,5V?&HRPB)?HGD9H'"<[22+T=DPDCA/Q#L#/\S%Z^^8=>H-T)#)[@6** MGFDLQ7L8A.N_-FPG,(U$7Y>00A:(OBS#'17A6C?"M=$G1N5&H F-2*3 A_7X MH :O0^FJ^EG'^HVL6L(YV7:0;,O'EF$YBG@>ZN$?=K06/JZ'?\(!5\VCQX%3S\MZU2VB2;%&3!:?A!Q[CL%&VZG+9)%BK*[UZ6?Z9(T@(K5ZT2KU*)]S]TG:C8 M_*NDY#7L.[5AO59-;9)-KC-0]ITV?4[;) NO$U#WG6N[NK[C5XKR:Q5U_#!L MUGG\)IVGUN%KM=(FV<1OU'G:=#EMDRQ4E/^Z\RB25'4>_>0H(B5\G9[C"6@C M.RJ+CZEJM#HJN\/B"[&1V9Q:BK&0L,W*TI"_J4OSN7@>W(=4X$2L@)71L<#M4?/BK*NXD6R;'X0LF)0LS2\W!$>$9P;P?,68/-YD#JH#Q^%/4$L#!!0 (M #R*;5GD$-[_5 4 !PB 9 >&PO=V]R:W-H965T]%R)%TB<[SOY+B?6B9W!AK(7OB1$@-S18X069$O&XFC!YUBY09F%,$A[2!# R'[:N MW,LQ\I1#9O%/2#9\YQBH5)XI?5$GM[-ARU$1D8@$0D%@^;D2,P+. MP33O*:S\)35@$%GD]AR(LF)(@9:$(9>EN7H,HE1F#.:,Q&--X ME0J<\5O6_@:S1)9YMS<_[B0PN!4DYO\V53F(PN.0DT)EWR% S)$8F MK=&OO[A=Y_>F$ED"*Q7,*PKFF=!'?U.!HZ8,<[=.Y];FJ/4(>M#Q^K)+Z]W@MZW:NXR"_[Q5VI;@Z15P=8URWR9K(AY*!K^),X83P<&/>Q(_$]L8$"/:L0VQ M!%9*0%LDWCT!G=M%LP26*E@O:)@O8\QN%=CIE/A;MT".:[SXY3 F&\&/;8PEL%(=_*(,_DDPV;=9,$M@I8*YCA8)SL>X MO/7;I6JWXWA>M\+H!KLl;'9WE(MK#.I;&N4$/HR_9K1C^V$+K9P[U+G#D^#P M-@Q;1,.$5BZ:U"N4;$86(P:Q(+K0=>OTKANN(,&6NBX9J4SB63&\L5(@*N% M^MT<1&8CYM%]L816KH"65&[G-,AL58S90BL73#&3NUA6RV^W#*I7K M9ONHK!6/:Y8\D_0Y"@,P%31X6=)H1A@_<&$XVXA[=&4MHY2IHF>7V3X/.5A69 M+;1RT;0F21 M5>EF"ZU<-"W=D'F5;"_'MW[E]T34J;XG-IBY'1^A9I8CK8Z061T]9O)#-JU" M]P\P6H9SM(S*7D,Y%3\;$\D\1\A-!5]EN_C,5@L;9X9+@&6*_M0%Z?4RK>3]0-B@]"1O\#4$L#!!0 (#R*;5G=%OZ"*@0 ,6 9 M>&PO=V]R:W-H965TSH!)F//V+Q2H96P.+MQ+"DU%IXOO?H%03_-%/7%+]E7?1V+1%NI>%;!<3MM$1_?T2X@#@=L\ MO K@70KP*X#_&M [_^A6@.ZE(_0J0+%TNUQ[(5Q %9V,!:\3H7LCF[XHU"_0 MJ!?+]8LR5P*?,L2IR7R[D/!U"[DBX0Y_);DATSAFVD6:DH>\?!>UIV#4)2E M\AUV^3P/R-LW[\@;PG+R1*WDN:O?$]D0@5(W?C(TA11S(ZJ*07E ME+PS4QJ21YZK1)(PCR%NXFU<7KU&[WF-]UXKX0>^ZQ"G_Y¥XCM<|,9]9._QC MI#H(/0L/VN%SV'2(?QX>7@[W6\3P;V|@L^_T'#R]^_8@SPHR.27$L.[+^FZ MI^ET'+N3&QK!V,))4'LP)K_)/;=WXYI;1)LLD66B(K.%)M :DV\8^>1(\ M H@E60[>$2;EEN81$+XD$<\R_/0P#$3K4^:T\EYKCDFRH"3K%V1ZMJH-7+\W M\$(Y$;C- MT7!\ #1S/K;:)KW>PI(-Z"Z:VR.;ST832>S]>-I@7FR(@/:\TN'=$GWJP71 M1+.X)8&1-H#RFD%,2@"O6P<4V5HIM^R1LU'HNI5H3\+ZFN#)R/!1&XX.Q; M9F_1U'AS&K@Q3C]5G7Q1GJXU\MZ'@GXLG1SZ75MB& F3[E8.2MRDNST2YD#\M#Y9#%EY&X!K;25'=UL9D#10I6.)2%F3^JO_AA?).907!%;>YD^!9T"!3XB'D M) 3J6 @?Z^(>-[@?]SAO%WO,2NKURB>,]4B8 \'8_\ >FS>WD2/IPU^EPK$3 M:]"4!>J4 ?LW8U0V^T9[:TO>WNG7C_FL IU31% M(M$QTRV)K - YI.)1.:36B] '< @F5@D7-26E#JE1-/<&"T8*V]$\):R-,Y$ M8C@4J2D(RR46 F0IX46>\U+E>1Z;:<.8K;X;3?YEZE'/]PHH%E#LN!?S2% L MSFAMTM*4)M9E')RQW4M^:+RRPY,'^!B&W]"FX<&#^VU2X4G6<#0Q@:?MT)4OF)V[MS(XJBC+C.2<\306!C;TAG()?+$R>:9G9##;TSSF#6#@3O^TTF$?BES!EB]1804QJ4\)X;DFI2DN2K(PSDU)FBB42Q\?$ MZ(-?LF?J$$H&=ABXAZO&HM(HIM]$K9U>H1R&D/VAJUVP0G=9(5'F1G%(,N# M)(SE,>&FA)^X+44>YZFD2_DN:RH::WT9G6%3Y?#+Z(2G\:OA?C:B(&+H3ZVKG^ M20T,\]NIKRIE?"CV5Z-&YT-WEW5%7K,3RC?86.B@-27 W@$M9G CCVJY@^X> MT&(>B\N" @IGL/NALB LHS&1NE2D4-26<6QB5CZ+NZ5+17]PVR(?[:.XP^0U M92LQ=O1%Q@\'PF(&Q^6HECOH[@$MY]$X+G%F=9H+<%?*')R06$MP84Q)K%1) M5F9Q;EB^CAS]X+B\%'T)2=:;"?[8B;18-2$].F-]$;?8=.2';5M7C7\E^^ MDFT(2^@W%]#AX);[&-!AW=O3@!$!(P)&!(P(&!$P(F#NCB]$.\,Q27B,+& MU*8DH8(2%C-+I$DY,4RF0E$NN'D6<7H7BOO%3#X-U>C2_#QJ'D%/\+!6B,5) MDB:;ZH2X/^;6M0&% XH? @H; J3B3C+8*8R(TP;3:2DFL1IRK122@@;K^- M)*#P7J'P/:<>#SWHHC4^B)$[2^\3P!A.F_9[##5C'!XG3B^SLOH5Y.9A.[T^P>0]6QLEMHZ%6< M424RP@5RVLBT("55BL1M&9LO,:NYNHC/TTDS$4-=#<_7P%<3E^5)S+)'6[\-Z]H+C@V]5*.6 /G)'L"# M\>/? E3O%JJ-+O(XB06)<]RO8.MR:2UR=4L54VIBIL5:H!IK52_@_4S=-BI? M5T.J@-0!J0-2!Z0^=*2V2FLI4DL*;5+"LJP@.DL5,5S9U-@DT>E22T%+/[+"3=*D*D6@/0"Y8OG3S(A('_GVI"8ZPA+3)*>(KF M(B\8XW%J$K-T_OL<^_ "PXP<:9R=)\7CNBD.V%$^$@7N/C(,-"38DV)!@0UH;MPF3);22,)JFI,S2F&#G6+ .)4]U44$N\N1D+@H MYX*84]]NB7*9FU(?A+38$(V94*Z\V[XKX"1N1\?H) T@=^?.*2YYC\Y8<2] MSIV/OV4.?KLPD$]>2&+J\]7PW#<;CT0-?P;=@:^=UV(0C44]P4/KR85I# BT MF&IX'!?K1)NAI^D;NDP'@7^VU5 ,5047-A/X@ZMN[4TVSJFNKB(U$ W(_EB< M&S(<:=.|%\P$?MQ.Q+|<]>+WMR1)9P?F.|%5;9S,OX4IFEX.W^FJ&0_$]5O\M]-U8;#POZ^5@5'[T;=*"_P/6W%;VNGN@NY28H7XW'C6N=O9M;09B4ET9$/OO M.,=PS[+1*;$H)E+V+[8]N.N"_F6("0M?]&B;R8Y;>T+U\:]40 MWF(*PO]63">C=XL?@+SX/SL!NDOPL+8WHK!-W'=O'OUPTS4VSMWTNDFT$EB M3[J7I#0(XWR='HC#.Y+*U9[1D^?@JQ%?0>JBOQJ==CCZ"]P7P?GJ]!Z/ZIM4 MJ-N:&N=*S0'][THT%W^W@]&WYN_[,6WO9];H?=\;K?) =[6PL]E#:_H>)C#Z MB!.X@]7_*@%\-6Y"NPOS\/1H#TKM? M(W$)/ORDV?UT:0W_<7C.%[]AGAW#A:._K2G$=T'+""^/7R?@$XZFX-M5WXU^ MYQ]%X_@T_E-W :SX0(P;\[8OX."""9G;SX';]_7E5-):L[S>=M>O MR'?UC\OS4\[3/_7-=CM0;[=_N.4Z>IHG3[C]"9E[?[T(SJ>]F9NIWRGD##\\T*8CXG/KFUTFP[/@C3@)_ Y*KPD$]>2$+2?X MNW5?9QCO%]AA17^%7R^:Z"=PZ_1BPOS3Y.4A]1E[.9-KDK* 3 &9GH=,R:.0 MJ0T*'S@T)7"'UH$_B[-UD !TA+ 05.=NU;FWS"VHSJVV.]CK8*^?!SK'M:K' M-=H@PX>XJH?VWC_ M]]7"/93V?\MM$EZ"D*ZQZ<86I>/)R?DOKEG-,[1B9?K\^KG=2]EI:DIB"L,) MHZ4EHI222)OE"4TLY5S>S(Y/BHP9F2$79\X(*RG\)*TFFH[D0D^YG%^>_(2 ?9> [MH,HIJ Q^I:F"B8>O0XU_Q9TP7CZ;8 MG5T-GQ2_6MHJ/<[+W]VN:-=1\AT"_R("Y,\LCZP"] M]BU@SFFA59:3LB@5846<$)%DBA1<*\948F2\U/'Y.4&P2DW?]A7UL_W0JNG' M3DO?HY*NBSXTWF"C@T.6[Q?N6H6E/'BD8IQIRPI.E.

**(E,)WZ$9D)S M[]"**84H0C#5@$M-&OE@W!5MO:>YC$8DKX%@X*!X\1.T#>):C2'%9Y>(3%!DT*!\,>*$"%-29(W>:;)'E M@22'&:& 5S[7UP@-(1@-6B:>N."9AT >R(,O?&J9\8#1]OKG.O1E4[06;%__MMIJTTYO9?(54G*SORD=6YZNYDDX)Q "\E3WO;8$<-)S0"N%UT+KX+8NX]\E M[O[9.?"78N]//ZAH-3T?%?0EIOK4U027]P_%"SG6P@[=$!'82)BT%1Z4N$EW M>R3,@3@E+')ILHJ01&DYPS%"T%%#EH%Y*S"IM4,<)=@__U.R7H[?#*Y#X] M);TDOX38-GAADE\R*'&3]O9(F /Q2SQ&)4P2P*45K9^@*)] Y 6$]&IC%S[< M)T1/?LF1J0.ER3]@X/X-+E=U[;?'?GWY-PK4]UW9R/9\U?8$YS@&#R[&;GL* M9Q"2*]"8B[9NEKDH^TV0__M&'5^47^L/BTE:85X__V_5VMP_0&_&=V1,$EW!R5NTMT>"9-T=U#B)MWMD3!)=T]3W)07_8#AU?JJ M\S#)+)2SS1UCD=>BHQ5THT-JWM:- Z]<'K>B5=B5QR$4*4%%R"(QY4,4(4W6 M+PK(_JF>SB_;/3ROXU:/GVOE2\O@ZKWC+,J.7;64Z'5<#9T89+3."AQD^[V M2)BDNX,2-^ENCX1)NCLH<9]NJD8$I+NG*6[*8SU,H/4R:#/ZY6*17HU3^.GN%B\L>F]P]-.DQ,ETLGI'F.VYWA%F2=RDN\G71KG4@(L2[NEL![=HZS96CKC8O+SQ6,C,O7MC(OVT<18K0D+0H'*F8/S20$OICAEM+6RW#>']TG^Y\5RU!K^'!#V2)BT'QZ4N$EW>R3,@;@LPML4#6I +QRH=N,H^I(A!^NL MT,+*O'7M:)>:Q[=V6^*=W9;U]:7.F@8-OFL0P8^$28[+H,1-NMLC80[$<5%! M.!29@RF*@Y)<0L@Y XQ&LX01Q:"JH)PN'A#$7C:FH)+HX%B$*'O6%]WWQX"28DF;N.5$P\$DW\OPB3G&(!N_Z"3@.D!= _DQ0RAH"N[@E< .5* MJN:E&AJ6A!?H6.;9;FT,2NL[:1!8;&9,R@=N"@=8;& R*!G%=OOB]5V%%Q>K MY2K,\F3VZMXW&:Q08Z?9H2S1E55"X1@BX[$Y'W\B1.[E5C*/$34+@"Y4#YPK M!"]%AJ*MU=)'G]S6Q;&=$-GN:;Z>3^N\+W_X[XO)ZEU7UX^)D<1(8B0Q#%[E MO? '8Z0S8^$<@9) 2: <,"A//L3LB\\>DP'!705QL!9\ [&S7@6%@EFUY:O* M9XKC,H KI8+8QNJL>IXA"V-*D<6CMEV"^9O9N_&3.TQ; YXB4P'?1F0G/O MT(R2NZ!,PVRS2U" H^> 0HKLG=!.XQ7T6R\|_!E'H+B+6 #M=. $(Y$;C- MT7!\ #1S/K;:)KW>PI(-Z"Z:VR.;ST832>S]>-I@7FR(@/:\TN'=$GWJP71 M1+.X)8&1-H#RFD%,2@"O6P<4V5HIM^R1LU'HNI5H3\+ZFN#)R/!1&XX.Q; M9F_1U'AS&K@Q3C]5G7Q1GJXU\MZ'@GXLG1SZ75MB& F3[E8.2MRDNST2YD#\M#Y9#%EY&X!K;25'=UL9D#10I6.)2%F3^JO_AA?).907!%;>YD^!9T"!3XB'D M) 3J6 @?Z^(>-[@?]SAO%WO,2NKURB>,]4B8 \'8_\ >FS>WD2/IPU^EPK$3 M:]"4!>J4 ?LW8U0V^T9[:TO>WNG7C_FL IU31% M(M$QTRV)K - YI.)1.:36B] '< @F5@D7-26E#JE1-/<&"T8*V]$\):R-,Y$ M8C@4J2D(RR46 F0IX46>\U+E>1Z;:<.8K;X;3?YEZE'/]PHH%E#LN!?S2% L MSFAMTM*4)M9E')RQW4M^:+RRPY,'^!B&W]"FX<&#^VU2X4G6<#0Q@:?MT)4OF)V[MS(XJBC+C.2<\306!C;TAG()?+$R>:9G9##;TSSF#6#@3O^TTF$?BES!EB]1804QJ4\)X;DFI2DN2K(PSDU)FBB42Q\?$ MZ(-?LF?J$$H&=ABXAZO&HM(HIM]$K9U>H1R&D/VAJUVP0G=9(5'F1G%(,N# M)(SE,>&FA)^X+44>YZFD2_DN:RH::WT9G6%3Y?#+Z(2G\:OA?C:B(&+H3ZVKG^ M20T,\]NIKRIE?"CV5Z-&YT-WEW5%7K,3RC?86.B@-27 W@$M9G CCVJY@^X> MT&(>B\N" @IGL/NALB LHS&1NE2D4-26<6QB5CZ+NZ5+17]PVR(?[:.XP^0U M92LQ=O1%Q@\'PF(&Q^6HECOH[@$MY]$X+G%F=9H+<%?*')R06$MP84Q)K%1) M5F9Q;EB^CAS]X+B\%'T)2=:;"?[8B;18-2$].F-]$;?8=.2';5M7C7\E^^ MDFT(2^@W%]#AX);[&-!AW=O3@!$!(P)&!(P(&!$P(F#NCB]$.\,Q27B,+& MU*8DH8(2%C-+I$DY,4RF0E$NN'D6<7H7BOO%3#X-U>C2_#QJ'D%/\+!6B,5) MDB:;ZH2X/^;6M0&% XH? @H; J3B3C+8*8R(TP;3:2DFL1IRK122@@;K^- M)*#P7J'P/:<>#SWHHC4^B)$[2^\3P!A.F_9[##5C'!XG3B^SLOH5Y.9A.[T^P>0]6QLEMHZ%6< M424RP@5RVLBT("55BL1M&9LO,:NYNHC/TTDS$4-=#<_7P%<3E^5)S+)'6[\-Z]H+C@V]5*.6 /G)'L"# M\>/? E3O%JJ-+O(XB06)<]RO8.MR:2UR=4L54VIBIL5:H!IK52_@_4S=-BI? M5T.J@-0!J0-2!Z0^=*2V2FLI4DL*;5+"LJP@.DL5,5S9U-@DT>E22T%+/[+"3=*D*D6@/0"Y8OG3S(A('_GVI"8ZPA+3)*>(KF M(B\8XW%J$K-T_OL<^_ "PXP<:9R=)\7CNBD.V%$^$@7N/C(,-"38DV)!@0UH;MPF3);22,)JFI,S2F&#G6+ .)4]U44$N\N1D+@H MYX*84]]NB7*9FU(?A+38$(V94*Z\V[XKX"1N1\?H) T@=^?.*2YYC\Y8<2] MSIV/OV4.?KLPD$]>2&+J\]7PW#<;CT0-?P;=@:^=UV(0C44]P4/KR85I# BT MF&IX'!?K1)NAI^D;NDP'@7^VU5 ,5047-A/X@ZMN[4TVSJFNKB(U$ W(_EB< M&S(<:=.|%\P$?MQ.Q+|<]>+WMR1)9P?F.|%5;9S,OX4IFEX.W^FJ&0_$]5O\M]-U8;#POZ^5@5'[T;=*"_P/6W%;VNGN@NY28H7XW'C6N=O9M;09B4ET9$/OO M.,=PS[+1*;$H)E+V+[8]N.N"_F6("0M?]&B;R8Y;>T+U\:]40 MWF(*PO]63">C=XL?@+SX/SL!NDOPL+8WHK!-W'=O'OUPTS4VSMWTNDFT$EB M3[J7I#0(XWR='HC#.Y+*U9[1D^?@JQ%?0>JBOQJ==CCZ"]P7P?GJ]!Z/ZIM4 MJ-N:&N=*S0'][THT%W^W@]&WYN_[,6WO9];H?=\;K?) =[6PL]E#:_H>)C#Z MB!.X@]7_*@%\-6Y"NPOS\/1H#TKM? M(W$)/ORDV?UT:0W_<7C.%[]AGAW#A:._K2G$=T'+""^/7R?@$XZFX-M5WXU^ MYQ]%X_@T_E-W :SX0(P;\[8OX."""9G;SX';]_7E5-):L[S>=M>O MR'?UC\OS4\[3/_7-=CM0;[=_N.4Z>IHG3[C]"9E[?[T(SJ>]F9NIWRGD##\\T*8CXG/KFUTFP[/@C3@)_ Y*KPD$]>2$+2?X MNW5?9QCO%]AA17^%7R^:Z"=PZ_1BPOS3Y.4A]1E[.9-KDK* 3 &9GH=,R:.0 MJ0T*'S@T)7"'UH$_B[-UD !TA+ 05.=NU;FWS"VH

I()4L29F(DH@\3[45 M*:?)LX)56T:]]/%L-H&XP &5%54=78C UZ###-]SH MLEQ<%&+1PIYS*Q,3.DS+!I M8Q)S4I;PJTB3(B^U-66V1.K\E"/E3T,%R->8#\;_]]/P%]3??XTRU172 *S]
MH"4_H4_HHA)D/;C6A[24!PI;(M:4EC0CE/.")N :RT%(YS'25[:U&;&KN,< M>/NPE?##2H\\>B7YV:#@'X3M8[&TUI=@-1'XKPVC@\+1+H&P4>2NVA0"4^P
M$QSL8*F"I;HM7&V2HL@+18H2Y=>]\SO]H3KU>V,CH"3:@%YFZ^-M]-K:HF!+J#$0M&[!%^N-:9R+,,Q$Q; MPIC.29G#3[E.DSSA6B=V+;53,P,V3[C^;/_6:N^:[%11$=NI8*O?>Q+^>)A
M:CL%4S3-$]B:J[)X,K\,U_K.HA@TJK6D^#W]:4%HL&9*3D $2G.2 5 &I;D4JF<>2 M)CPF19D(PH3F1);6A9)A%Z]*$6N[#B=YC4CUL$@R,^&,'SEJA0#R=C,^ZOP4S M6B#M$]\^MLO\>"3)5G"
<#UY'C]4! _!^S@4/-K[%*U2*Y;*HB1Y(C5A65$0D<$. MVYHX8\+$/$O99B@8.LV?ES.OZ[S\L*HH L5_0,'C1<'5])5PGJN"IZ1$K&)X M;B%S$1,*_T[+-"_3>"U, _)M#K7!^L=-
(X%'[W)\G%Z;N.=R/BO<].(9ZC\>] MNQAJL#7!UCS&UE#."EW$A,=I@IE9E)3:&,*,2"G8FCSC:C.>LM/3)['!]$L3 M0IQA*8\,J@J3" /^+S$Q[.B9MN 64T%)GFLE!.VDXN5FW.*G0]4#BZZ.G:<\
M1*2WY1U_J($BW.KQ3$L-5REFN1<2L+B6!+)I2 &;$]> M@@>?7XR1O%K+*-C+1$,$>;L19)\\&OSC8&R"L;F-O9*+ M.(V-)ES&G# !OBZ/DX10+5)F>6$R]:Q^?'KO)"5[ER
ML2_E@0)74@@I6,F)SI&/0 E%A$@44:4)"M2!>"TP5#RDX$KG'R%*/(^>,BS MO.:QN'YL4G/PD@]>$8_5V&PGJ=F4*A>IM41GI20L!^,ELZ0@2EB6,"5CEB2; M36K^XK5^[3&>+.0V!\][O]
(]/YZQCYGXXDL7\$U?HXF M2A!-4\]>]30;3Z)F*ATU*WDB]#5)YJC^T=_H :+IT6J)1=$:$W!8%*RC0& M;UN)DG,I5Y21B+&9&,):306O%2L23A&PISKQDP.!+/;JJM-$_7O\,J V;I8 ,.8.$M9?
DTY.4;K#OTYZ: MNI"R&@ X /#^ W"IM*6RH(^CJ2$LAY\DHPEV LTY-XQJL=3?Z"G[B]T!<'92 MQG' W^#U:TMZY$--TCQ02[K M00WWZ6&S-9JS%ODV0R@RLM50#-7CHF8!-PY&D8X.-X(4'^FR
M'M1PMYHL]N#60O/H*[OYOKZ M]/[JRX45Q;&W*@['-\>^E <*4ED1&ZM*36P1*\+BE!&1V9)DF4HYRS*MTK5T M4]H\2.4GV2:/1%Z$;&^UUOBXG61O?0D_!:\X&)O@<'9YUD_3K.A,5I*"Y3EA
M)A9$T)*26*HRRPI9"KD6%OI?S=BK?//9:L; %0=FOD*5"_@'\;C+-3I=' MC9-4836TTCFX[TE!#*6YY$H:D;ZE+GKSZ)>4AT7>L.9D5%PP*\M2I6MA$,]'CCZU*HI6Z/)R M-
/PZ&;D_UF2!;'J2'9@1"H'N@%8!K1Q:.,<5445I#]++8^JDH2%F6DBB>9X9R M8U*Q%E+[K:'525*F1PY6(=RI&T?9?#>UJJ[5.2'1-U'78OBXWE#!=SYX70W6 M:*%$F%&1%(P2KL%C9G$)/R5*D%Q:
(\M8)2*+U^TI_\TKYD^M\JZ+#ZC.CMT, M!9_YV)?R0%$J%2J)99D1*W/PF5-;$E&F,2",8GDAD\+0I5X:S_69UX-2H?U3 M""KOW%<&[OB_;&%.C0Y^<; XP>+
<>YXI[=9552@%YT164Z80&l7T)S$EJF,2I%) M\RR_N%+3M_.HS)?:?'3*W1]==;G$Z4F1YT=N;X)3?.O+>: 0I4HF2EODF&-A M 6Y,0DJE%3BX-*,Y95F1]^;-28BD?GGM)I< M1X-JZ(//M='5)'C(P?P$\W-
;P8XT)K'@Z%!!$\)8!N:GI"4ZO[RT0N3:/(M8 M'LU/[!^V-+KZT=C?G*Z^C.H*GS@%#78HN K[*8+6U=.=8)CK.;$:H8CEA M22:)4!R\<&IS(O2UJEP"O\?ZWIL%OV4FQU#U$4+4NTWG:$!LT?
NNC;I6 Z-# M\G,P.;&RW4.QS$41 XB34AE!6*QCL"^Y(>!EJ[A($Z7%4N'-H]WPWK'H5]#1 MS_:75D. ,@4-[G=POP-(!9"Z/52M9%&:)";R5. D2X; 4TK"2YZHS%#*TV?U
M6=H<2*U(=RZ+PW*40\CZI?C'CM0C&HMK(0.7!X 2#;YR)CY;.2-S8#4,O>\(S%C4,Z\O[IPO/TC> ([\3,A*YX MH2O>.D+60L893S+"I,Z\[0.WG9.$%L;F-E=.+)F^YS+E;<#V92=)'EK?!3*] M +
(!9/61L_HG;C_W?7_QB)I'"!FWCMHUN)*^?U*$MV+9@VX[4MMU",L)%HJ70Q*29 MQFS)DI2F3$B6*Q$S463P\3H<_EO:8'_L=/@I;,#O8^I+DN/; X0X?H#' (_K MRX[1RN1%
7A86DSARU(BM1:D3!*19 FS>;'$7_H45WWK\)B=E,D&R\\!ATFW_M?H;P$"V$>7B!#PQL /SGD/QN>@3]O"(?*"X4A-"CB?$"IS*NIY$38 MM""O4*DU&FR'64L@';T&_A]KCZ[
#@PGS:^FF=25FAB-'YP-]>(?>M_\8NIJ M!&;&Z^D'X_ [TWFU_%Q/QDK5'KJF>B)SP.W""1RR2OA*E$$#'5PW=>3M,EI@MJD1U-L,;1#;_2P[+!
MVYA96CT1!VJ8K,YXEHN8).*FA+4(ME>C89X1KD9"X*..82F%*'>\C M?A8;;$!V0."YRK6_W9U?)8(/]?'WPYW? 0?I'F!A<=/_O-5\NKN<>X'5&YM M68]LN$&*#W)9#VJXP80%Y0_*?Z3*'Z3X2)?
UH(;[] .6-9JSO4Z2C;U$U]+&#:C0,H'+7.%_* M&?C68."<)F4Q#)F MDC3-..7E.LKY-H-01;S!A-X7@5!['D:R[U[&DV^;TI^^F5E7C8D6#2LAJ@&W(MU4 T364KHZ-OHJ[%#[F?[)K56_]=&9!E**ERSA
<@"D#T)R*2.;9)* MHG@,>_XSX@H&2-)GL6YS2PUZMD=$#<(9*$S58C+KD4[?"_J&];*3BWPC5Q MZ;JZP+?<^#"EV75X"3[O"U*A8"K69"HR42C);4(*99"YOXR)R,$*4"YI63"3 MR9P^U^?
U:OC):>%9TW96^FS?SS70.6WL1VWWICNYD M%#5F,@'"%N3MFZAU-!JC+!&X3Y>EX/Z,-T Y"[[O2]*J8$+69$*2)"FS.DT(M3PM)6"$PLX(9]#D9 RBS.
[%"9YCN_[V^BK4\N/7OT^.Z7\XG6R_=O[3B-# MY"0XP@'% HK=CV(F3GF6FICDBBG"K.:$2U40P2@XQ:DLC,C6Z0AO'L66L[*R MX!>' / 3-.;'D7=S+\=FV+AJF-
8SUMC"H_%>LPL&7UJB9Y.1^@,^(8/*3,G(MDM#DXX5I5K_]:[(]THB889TO*!%,Y34F:O(;$6E)J6AA=RJ4W48WUCIYWO M>\KI#8O^-/3V!B,MJ)=?
42T_#7\&I80_@4]NBX$LA(D#CNWG4@8<6U>8V.8% MI[8@ANF$,*G!,;84.=*M%]5.9"R7F-$?ZQUO&B,;B?$T-E5J5# MA%3@EZ@ZP6RL*S2LT])(XHP45 G""O!\>9Z4X-GR7(N"R4(_.RVB4[^E
\4V M>VY=P9.RY 'N-K+I0QPM2:X2DO%,EMD1(HL)8RFE$B=E81EH/W"**F,:!(8JKA?5R& MAH9=I?_)48\(_+/U7=3APF8"?\"TL:TQHSJZLJ7]OWGJ[$X-V0XTJ9[,9@*
**M_+B=B7^1"I[R_2U)WlF!:4YT51NG=F]ACJ:7PW>Z:L8#QU[!W*3%#_6X\:BIW1H,8+-\9=()T7><9+CGVQGA MRO=-*^J.1?Y@Y9TMX!D(62MOE,B+V>:\??
EJ.*B&\!83D/ZW8CH9O5O\ .3% M_]D)L-^A"PMC>RL&W\1U\^[5#S-1;^_<2:>;0">)/>GN22F%3_9:%)|"&;>& M]?MJQ%=8CNBO1J/QC/X"]T78>C^JQZ-
ZB5#N:.;%)7IB9AT@=/3[#)_?S_#Y M?1^?/\[P^>L,GX]RVKZ:,0Q?FCI*XY,HB1.VVVG8'L#/4,]AH'=G?YE>FKI2 M7=-.76B3Q98H4X*KGN8IX=(DQ):B3#4MK=#/*C?
N>"@^U^=B6/W+Z>Y<2N&7 MLZ'^4H._9RX7S_;F=C.I?;#C&#R-WB+'PKR(!G/X8G3.II^X;5$%.D M)P\=UM_IPS"5EO>MQWVN)3MKYW/]?3+Z>]^)V@\%05R)Z&D4?>B$9P]>RNS1
MNS2JKER*$;K'/TX;\ N:U5CJUAYM/;B:[#1+TS_=?/Y:)6NKL^._BH]Z6TW9 M4=2M\]77=MABZ.B#V= 4/AF:V[W!'CC?.QWO=ASR!SAT)Y$ *1F(:[@K5?._M1Z]?M5> _>N-$]9HTT;>+T6!P'8V^#
<'/:::RJ70EZNN3Z,:#3])/0W5Z$OE[M#@:XH[PR<&5MK*EK7Z8@&N=/O7KO]\>O3E??)?H&7ZR&W:OY6MY;WKD:1O\] M'1KP->+BI'WKJ&JB"R/T/Z>PT3"US_[Z8#"*=0(3 7X-PP4=F I[!!W-
5*1.]QG/=)'[W]?T'O-]]^8$ MYPM>?0H?XYRA*3/_G)]A\BEL%]?8@'-H!^+2\SY'\+K!(MHA)#0^/%50]CR MX A 7$T;0);8D4P+'R[CT;64YRB)/<X4DT!5VL
M80+ ,@69AI>O*S'L)N6G[^9RW,KE7S[\],-7][FHAJ/C1=.6]7-I+]L&))L MO$R Z.$S3J.S:%Q=C7!B%.PR_7K65?NB.&Q\;A$Z.E@$HUA,M$1BKY5DXOH MS$W"__A)^(23<
UO<_8_GT!#8.+'VC_VX*=? M/MYWCD5OC0IO'U7G8F':@9[N\&7VS[8%6[Z)T7\>1I_59(3;Z:1TD G ^?-? M/X*U!#2OHZ]3.3.[MQEJA'*\Y$S]0SFW:&S03__]>QS M9X3 ,*#M((K>[P^H+8;-
Y55VA(<4[MK+]!-_]W#O#L\VGT$3X??>MNA 9S.K.-]M:;G[BKG[HQ._)YWF11<"]@;2F&'D MJK;;30M;T>)7EW G-#;PQN")-[IP'@.WG7 M?W(O:FYY[DFD3+T1,!) _AHK;"MQ3]>:OU_8&O@0 X1S
M RFVL]RJGN3S!. M:*U=5]2;X-FL]!9DOHSX"O[UN]V5'^/:EGSDEZT!,O1)AS/MEED,AU/.F]$(9@LV/:@\\[E(PTA>5NNCF#IX%)M// M*EX#BU^[W>[\"GD(F+@=_Q!V@DV#UAC\@["'Q^7+Q#2]O
M9FN^\^PF$O>T(]UTM^CF>?;U>G0)HS)U*YFSC>M%:8R3GR'8]^@2E/,"7764 M@N4C"1^D *&:O7;EQ 9MO=NBMP+?/16&)$UDOH^-/O3:@(?@G_$![N.? M0;M'P)?PB[A-
MM/)MX M84\U_&A/]P\Y@Z78BJ5X'GPT%Z/I0*-HUD9TUm(? MTZ$/ 3@T>RQRM&(_<%_RJ/L :4^=DM+$SP%M. +$P<'ADYV9<%$9# LUL Z5 M!54#A.B,.W@YY6O+$VD7PI82H>?
&:.S^&7YTI<:$D#+#1F/S/@\X/=!?-8FN6 M -V:WI[@=?5F"9[C3N;S!F(*$ MS:M)-!C!9N-RI,T@&D]K3*B;()S\!LBLHC3)([(R:K1>>7RX:_O>O_7\-9S M@L3M*K,$C6NX=VT:;PHN,.S9!:$[(3@?P."
[GR\VT/0YX%FY]QT$8+9MULH MFGF[+23\^V-/0*(S*KZ&.?>MSLUF-1BV/AH9M__X/]$L,1,Z=_OHT,LKWS M\3YB:*]6IWZ84F6E* PIDI(35I8)*0UG)#.FR%)!X_)Y3/-=ZH>K. 1QA9U5
M\), I(!M_!7.5]T8)\'7A:";[*]0Z0[IBLX[[FE89*SU-E,\]P3EQMA(8Q2I MOI.+2H/@O/WX]S)-M:1Q3)@V%OY%2R*Q.0S5A12E%BI-U&Z C1+P-4B2S81_MX3\[.&*HO=Q$GB*C00$*W*2-0L:
X*Z4[B6AAE\I=%T A@\ M=#'4U2P&5:)C;6":%%"6*;:'>P\65?%CILVV#2A_3HJZ::_=5H/$_5,_=L^97WP*\[97YW[^5*.O MJ;_>[/+H;_&,PT-GY[*LT,F3R API)LIW:KXC$+A#@NJO,--W2WJ##F:&/4
M3;EX6UM*:-K3H1'@ _)*^WZ;N/RQ8RQTM=_NWN?['+9W?$'=ET36E M2W7 ;)=Q7>&&=';8@OAYQ7P1#[JACYJZTJ,(&]?2I>_W/E_MIU5YCMT,$A M5_
X3#51SJ^=O^;RVC7]8I/HZY>S]WTOU%^ *9\^^KA\WNBW8A.70+%O\)A; MKK.84@*O"@9=I!F1>980412)3&V9)W%Q$OY5;!/+94Z*HI2$Q3PADMH8+DQR
M#6Z6RA1=@D>LJ_ELVX7X7/^*1TR?YR*P@(U>TYI*9IZ?%&5Y O.S3RC8E_:9 MJ+5!9G%^7IMS%,>^?_#[<":4G?AV_H$/Z:[X C@=&.YW@+-_IIASI]3.4F*U M%
(1EN2*EIF"/$P;/%EN6L9VK8@P2A60Y?4YY) IY.+40WWU[>Q)\ZD:'9NZ2KV;A7D'0YT(6]NR2/L MU>_LI(Z6ABK:HZVBS18D.U31OKRRQU!%&ZIH0Q7M6JMHGWS\TA:HBIZ3^?@B
MU>V<.#V8%&K^['L+&??"FNY[$N]7<^X"9Y_F&83[=_!X; >MVTLBF(5O72YA MFYR$@6N?6XAAZU9 7#ZESO*%/P^S$"WJ?M0SZKE;V1S^N3%"+.BJG"$?ZP@
M\W/USVFE,7D;=]9 .'GF7<*A,\RS5Q%@A"+-6$AXK0Q*,*%%F*4O70TFSN=5.XE.VC\N]4)E 9J4)Y-[2 M!/ =QAUW@JN8 918];W^8?0%UD>Z6I;IY=0G;VMC*U5-HM'NYF(/T8WQ0JA8 M9R#@-
$:V5$-*72AB<-?S;'F3^)&I8]?/F;+XR'_S"K%L/ M:]=[M6I0A_WL*W27EH[4Z0B9T*]>*2,*X+4BK.29Y)4^;FM6^9.V>=/9T M5_.'I16_&_#VYK[!VVI&!3#.UJ'7&5U^8
M(;+L1E,7F;13E]Q4]\K*3MHL<737:U"&8'W'L&EK%948.[X5]T=P\['(]SU[M]LGFK@!L$@V,:"813;JZ-%79*YJK>>@T9;C+!=FGNCV&$Q:GHYL#E]?B;XBTJ
MG])4"SS$QB3VB1@Z8A@]FDK8YEZ^X=DGK2'OTO;KTZ7][9^&HS J3&TVD M9@D&ODM2EK(@<9:GF$%<4/&LGL=SC\>5R7T$;'L \MU _U9-+MZ# (TN3?W3
M]Q90SW#G"VCVF_B^)H,8[Z5!1#GL2@<=?/IBXBYQOU%6#=ODS3:EHF,>$X.E M/-U_;VZP:6E'D05R/*V[7&"_T[AG?[' WP5WI(%)]]]8PFBK:=[,AM)_VO^ M'/BJ'S-U-
M<.1M^:!94<#>>!7\PK\X][H&)[$J_>%&$. MUZ2":9UB%BNL(EWA&QE':=0A>(J-[U+X&RK[\WB$4N1J9C'/2(YF#DF; M9S;!F3^)RW4D<&CSEU6&^P7-3P>5Z>#QDMQW;I&D:@2U-[AO
M^(=+61U%M1,.-A,0]U2B'EP3SYKIBUTK,TL17T&C"?,& ZNOYULM0$K8@B!6 M83'LQ!&&>H@&Z%8N"]?C[>*6#,!Q"./H'N%2&+O'N+]4PR&8C19'O44R;L\U
MC/XPVQ!V(R&0S,X@>>,.OP/')X8?X"A&0T^. I9GXE/[\-,^V^=\2)X5H+,8 M@ZHUK1TW@H*UD\@ZY_NT ,ZV=@>G>SV;@Y;Z#@>]C'=E9MS[M[D]T'Q.8/,W%5 M('@L6;N'3-SC\-NP:#>>>U6,C6?
F@]B5;[]B; YBRP>C:)P^+!=. 'K4ODG'4 M1&, _+\XW,+7SV?#!ZD*@6P:,61!DU3AF%/T4BV3\8#'Q&NRW M<.PU;FYA/PNV=#*]41R1$,_=O(H9_X2KK_%Y]%V:]?#&I+=3,M]3M\PO)[T_
M=6EO\X"6ODL^Y]70I-U]O>YE07?9MRP/.Z)3$P!&Q(I",>Q M))+SE&J>66:62G:>5 H]+\$_F[&,?&E)1A[*:?^0EWTHM_VVNX!N*I\O2DZC MKTBLZ*D7>_.;4EO&"NECK.8$@BC:
MF(@\YS9)T*89!UZ\WMC/MN?8.80/YL;^G';1\ZV9?B#W!B.O$[<=:]8^1]3?=XGYO/N MCN?TPIHS=.(N9RPW<+5IBXH[:[7C=ISGM:6]H4Z8W*X\PC70_C&
M5KU7&VSR7Y@=N/0B72UMWH+IF;U6DGBJ:KH, >QQ M< F^N?B.R_D:/E>]OMP8/X*-CH[R82Z]PG%R[:!$[S=.[KMLZSKD!HZNZ("KDY>_+F//;Y3&//V'RKX)_9 M^M82OK7
SKD0?.I)-0YC_BOXXN[*N2"WDH6!NR57>ZE\:W>HU &DM_JW>+Z) MY";-)!U@M:QY.\Z9R. 2;&+T\U*EW1TU5<,&M+AG[V?'!X/K>:BN M%\'#!CP+U'2]+\K.TGM)QN">,^!5@V= />.
(1>_()]+T~B+,\>_F7Q% 6/ M&[>V-$\:^.")LTB$3.^=C69>NVIAH[SQ ?WSD=@^H8XH#W)+EAM9$+E\ LL M+-O?VL'GC30/E<,OO-0S5 Z'RN%0..;S6RN':JH ?&,Y_TBE \NIY =]5KWL
MV[%GN[@N]K$[?]"=16-B#3BWCLQ]5L2%J8C10"!?H'6GHHW#*O1 M"[3W[7ED!4[SRO/(&9S-4G=/9G$:>%H_5?GOQY%[LE':C2L]1Q&F)P7"4N) M271,F$1*-
^LH!U.;J[@T)EY+%.>CJ&I'3O57'P!$F^8.U:[]OV\[PMQK--AX M< 9G+?]_CB)M[A9\FN^5]RJD$4(TFSJUL3.V7!=WUQBTCIKYX;6/<+>'&@#H M_3,-C,^WW*>+65#MX8QK:-
Q&YQ>#\Y&I7+HFAKU[C9-3&RJ*AG!R3_MZEHMSY*?\,*AF70G%6WBT<+A3N](9\$V/>-U7.Q)N\[-TR%L0P?NSD,H$WX6W MP6>_UJ;]\0T.;SH<24Q?E/T87ILRCEW* M^N[# #V1;RA?
=70!>&KJGCSYNM/;I=H++XYQ+IBWO2#(FN/4G'5P^XY:O5DQCZ]ON/? FZ7X*%NWJR4'>. M;^K+V?0AJ2Y8YVE[.N =-3_VML?D*@MR]l*ZHX5%]/)Y JZ$(Y^/-ZR3.YXR
MN]G\48^R@'M8KV[O=CJ?96,59H+;H@LLY0PG6C*K51$YS:GFO,$-E%;*%2[M>W-U,S+TD)?>]PC-YFM(VB2<7^=)..]Q(3;^OL'+V$]!7?_WWYB.6O4+Z&'L MMTRD\7M/XTO_/IFH /(VSW
ML/IVG?OXX)?T29MOYM*W*'RO<9V:-[?>#Y<&STSD;']3#/CS Z*87^FPR5U;0 M'#/V*C+R!84]3<9.O9WJZ;9A^BH0041>@A#A.2&PTZIQ@5/\< GGYN#;WMCM
M[F9OX)*1L<1P[%K2UEEH$, .NI[T N[G$OEOT]K3Z, NR2X:VSUZUN>^-TBL M5/4#G3_6A2XOI?O<@9NOV[]A-A9N/77L!&)^D]D-5K\?3G6+D @"?3X"/%P M!EG-[9CE9NZ6V_NL)EQ=-GE33-
2E=OIKH2KNVZ'5<.SQ'(OVX5&NEW\\ANB MN5I.<1I M|^KQUTU3A1G+X1!9S^S\$6K(5M]Q=NC@>_XBXXL^A_5SM@W/"/<(>/R XM7 M;J$H">4K^YQ=O+U+\)
[,\;:1'*5PUVXD4H7PGE*Z%9,*5Y*GE:^DZR]?.83D MB.KY^Z^;MK]?Q.E)Q&E/A6,9F_VY1BIYWW"TR[) %Z>F($;DGOB MV-2O;C@$R(R&V[*D_-.BR]F3G!YO=O+\)J5WZ=R(=TY*'#ZQ>8NI:NA(+,G3?
"X M!RS^M!X! M=,W)2,]4@"X2]V&^&95U96OT =(_]J^CUQU1N([^>PJ;332);QS/C_%1U#GY M-+)/-R>S("-NY5TWPEX,<0@>4 MU$^'"
[6VLW$;E#4HZU:5]5<#>YKA/JAA^R8^B6YL%"8RS))A7/3..]#[!B=8 M?[>0HS1P;4WP1+1N;S1RB8*1%I?BW/.!N(+#EM33UYRZ.[3VO#>-X:O7+<6E
M,M5XTJ:4XI=.HS]7X+BY9V+"Y,@G)_MRGOG7HN:B&B/:HLLD<5E7UG>+_*%] MCY;?LKO^'@R[@[^8 0&W*NVF9V[]/:P-Q"O9V0HRN?WW$^0Y>N+X)K4C1/%/'P\'K@ M:$Q N?
>OE5DL,U860A.:QYJP4L5$LC(F-"VU9(6-+5^]$(-/3%*JC.0B-AC[MS(F4V.53BZS,DU@7U'058I6:OOWK?'(^V_=^;EP*O)]:E:T>6VT5799&1,N;@:F<);B*&WFE*]
(M7>RFJ!K"TZM3TOO/=O3Z*%:.T$TSC!_Y^.B:U'F'79 M)<=.':=+=Q#YZ0-COS-> M9EEUOS64=DU+A$)72;.X:7>3]!*+(F83 :S+@,*:4W:N-ZBXT<@4'W">&70.Z21<^<"H-.]ZVPZ=S
GR=#.R.ZSO+ M8Y9NWY7^S'@MNE?Q],#]KZ_4W)#3>R"!'_V<7A=/Z6-.XN]?75^>P*ZY:79-20531:E(5E]0%9*(D0:$R:2(I$V*[-$K:=' M2C/Y;-W^-]!IWM7KI"ZX4MBO\)S0@G(
9J++UVIWBS'9#'(,1JZ_JO#*=:Q M(B'S#UBR?2D'KDJY\RK0I'3=U[N3DL:(VAVO8#MYH[O:C\46OGZ?@9_B28;C M*3QUO21KS"7&$U#1GK;HY;*-AU=MH+VKA@#T_O!U2"[P6MRV(3\;:IPNA-Z_
ML">F47+%!2E-DA&6)YQ(913A0E*M%, CTMZ$Q"PKK,T!0864E# F4L(-RX@I MM+':)GG,^$U(_-1-S2]F*8D*_K1SME@?F_7=],CR*: M<5-04O L)RP1(C(
5R@BLNLIL68@D+I]CM38YHO@A4=O|">-VW>]@+S5Q]59M M7SO=Y=@ZO'%(X3O3.3^R_5*_FYP[3FSC/#?0!]'K1D*&BQH_WM64@^MYK7? MZ1$+U84L"D;B6&"364U!**F$7V-
0TXSS@BXUF7V.:BZZ7\ZK.!QJKRT7!OH7 MRU(]E^5/OWQ<$&;2&(4"C;&1Q@QO&U3*0=42@. L93 H*1GAN0%L-%2:(C'P MVNGZ?,JU#VHXVFN%5*V+Z*E-4$].VHTDGN6[:*663U-
,_+:O"\@FQ7.B(* M=']O^SFN1VI:. ,HSF:W20@^3WY1]?R6;P##Z]@[AU$MOLU..[N=8D=K/1:U MI#GIO6I+ICKGS)AQ9"W>QF]IJ?'TSFWI*R(&9FW.=\F(+>.18XK>[I31Q9"1
MBS;M.I'439OKTWH+<._G+/;S0\'SGJEP7/=I>3NR^%'??PWA[BWG&M M(9'8"$N3PA*POYHPSE-22IZ1DLDBT1G3PCS+N>S,UV^UT 8,UV=$-/2',&'T M5T?
N@HDN/DP2HB/]LXAVD]+Y+#G^E1 C,< 8"8;4AYAR[<@TNTZIKB64RPUU M?#W@1'1\F/H6]O&%,^CYL;7GP+ML#X9[=ST9M%7PY7+IJ7,O7 M;%L^6X79-
;.48(QQK2R\O$&9BIGX\^[GS=3"QS5GB1H,!W&+--?BXG :6\) MZD:1<$FUPM$S64#6$?G6S=4)K$P['^ V# ;D&50@?STVW_;(M6'1VJ9[9I1FCF>DKE*FJIE)+EXP:ZZ#'^Q;G"+3<2Y-
3(E6L)%G'&,B2;[(M5#0KJ3:IE'P=,_=&S#MD_CNH/HZFE; M9>F%[#R.!!YO[;B12YH+G1>$VPPV%KF$34(:OR1/1"E%(>,8/>NL%:/6/\$# MT5+]N1Y]FURTR/6X'AL/>F\V+/O1>K_)?
#]J\]O1P[PO]!GM;1C]C- M$R.E:'PFTW$3G2D73TUBFD2O7 WWYQ^_XI]>O3F-?(FWF<,^THM[:+S#X!OZ6*50Y@;EQ=W MY=]!M(&:?@?2Y@2&*#YR%PD5NFU).N^:O.*B-
EH)7[B.OKE0KP\P.H*YZ@]# MA[.Q+$9[.8II!K~"HJFK_,$P][/&I4R-O(;>,CX?K;H05UA(9*UQQ)P^.IQ)V/"X.M32&^7@C(^!!A=VZ[+P_J2=',/ 2QE9#3?E<[4N6+2+&%\2T@%4YP7[#;\>@#?
%SZKS/[]/O8V1#89;0D MYKZT+WFW!<+$V][RTS#Z #+K]C_X5OYD<[XY7#F*'QV1XNO6L?IX]O7'UHMZ MT\GI'V=?29X/FU PONO/WMHAS+.#74==MCINJ&G07P.&RT\'L>\/:0)#TO,A
MM3TL8.#<3,>SUD!S#ZKG.\G.\;#02RK\.N:.4:_F2^-/H;VUOHEEQOD]EZ!S8MO3.>4QP MX?FTTK[=$[BTTWIAF'OB&NT')@8;L"\VH-@/&_ +8M$P"P/H/S^\>Q_M<_
MPR376U_Z9* LRE=$WM*$MAE9.X2;UJPE9?SF[5Y-TDT;ZR?+99!T_>A;YAV M-X>_ +5B3RK]WT^;;N1=NVA>>FY@^<7%S@F$%P*G*,3UZ/JC6:.N^6<+B^.E"
M[\NNG*CQA"P8+5FPOK;"2BS7U^]^\YIZ/N[:3.H1Y]"YNTC15#+<"-56S!A/K M^6!FG%4^W6QNV&'!76 &UK*I[[^%ZA]+V)GGV^^?_!7]W"[+%HSAUN
MNABU:S_]F@7SF;$+*_Q\E>K/WSUQA\&_#+]ASF8&Q@AWX: MO7[5_0&^<%Z+89LXK@:P.[WJT8GAS6I4AZ;+K\^SMO?KUGH-=\?NA-T=T#N
MKCMSB";Z!SR>*::]Y^IW/YF]=7M^,A:+ _]JH>5CA1P3QJXNF%;N_X*K2PNF!)3&R1&\+R0A#.A")+;3695Q8;TPEY M$4KFAALN25R"[\!2J8E4F).06)%)3:U.>#^M]$L]4C 3#;H0OX\=Y^(73[FX
M)E8$&J_B1=B9BSNY&$T;Q(SI>(%@,A*]IN05^/S>C_Y, MOG5=?<_Q/I<=C64SYZYTD-=,VL9)K\6;_9,URC*9E3$EB8X%DD1)4J:6$BVR M.,N8ME(N44)S857&K"5)IG*X)B]):61"8E&:@E&E,[Y "?
VEJZO["lV,]G.] M8L>R_12[3MP<6>]E,9-NZUF;\^E N!]GRSD3:MO@X J_]9W&B9$$-(T4F%&$FM:3,THQ0D,E>RE^XIY*V4/>%]+.)+XN:B MYV7*-ZW_T7VV0JCV)5BQ'UY-\.
(VG>,&M&*.MV2$-51M+;#311>EF^_*^QN: MU?N4MZW7U_&1^ T3>H0S3W'1;+L4M6ZKU8;Y<*=WNM/!!?ZC M?FTN[*;NWDRUU6-
=URFC_5:H[4SC7O:,#SW.XT=9BS[KN"&2)]73OJ0N4WRX)#V;, M-^E:G L?EEU-RXMS,KOEC35R!97=@-TZN3TD5O3ZR6P=V0ZG_%;]+O/8U6A&
M=^+=7>^[@D98&Z0M\OO/:RTC++^N358N*[!9O<279FR;G>TE<]T]3DX P8 M';.P_O_O=L#O[-8BXQL\:$XL(COU#,6] $NG3#?W.#-INTLO3J-?1KT^J'JI
M#VKKAG9@.7OJ[<71OG!_UE.US1GKV""&NL?D+YKYEFO0"5D-?.H%?LLIU$VZ M?FQBU3K3EQT>WH^Q\W.E&3&_K>J.9L&3*V"T]6/U[V#I])7PUJ,/$>?<9((1 M&67#ST% M>1\
MC.YA)W'ZCN>[;W>H<-A68X?%2[<>QB[]-10:[W<=VOZ6&CYOI#P4&K_PRM!0 M:!P*C4,A\;8+C7WBYZUEO@]L5SES>?%#G6$8*/[S'ZUGN(#RKA69@_$64W'Z M$6)AO?#K!!R+T11IIL\HG_\
<.,D7B5\G:>!RB>%^N.\'DV'FI(;-T_MJ$YXUYO..SWXAULS]K4$[34>>QY*+S%92FWO0MZ!%O.=!C>X0P/A!P__<]7 MR:N[ASISL[NMY'@2,3\]ZGR5%6_^,MRG6UU)#';\U0<[?
L)@Q],%Y8[9_2 M1_LQ?UM5G_ME:L-S$#1LMQKV_QE1DZ!:CQ:LX,FL6Q)?.YN/A_O4F^;-,?L$ M!SZ\ ,BW]\=8: S)O2G^#'1(@"S6J.4NJ+7/(^;-ZQ43 75CW*AUGYSC?6 M
:9J%^KZC'SM6<%C+_WFI))D$L5 M:E1F4F0Q4=0DA"4%)8):1K02:9$+3=/"/"39:Y;DM85"M9_3O&6\KM?-Y/G,O$;Y+S0]8 M&P9]R!!SK'9EM5^<%D6:46E)FH!GR[(,$#33*4FM$3%G,BVH?
6Y#L#M]X@4O M^K7%H"V4U@>A#SBV)T,../9\!.BS%0)VW11T@R:S)2$IRHG"2_S0N5D.#=1N#ED?,ADOWE;M#C3O7'+*K2+*\]#Q#P2A61 M-,.DY%Q8*;5@@M\.-&5986UN)1%24L*82
DW+",FT,9JF^0QX[M(),DV'1^_M4TY>GG$,:!G0,J#EH\+R65K2(A>D3([*L#+/B"Q22Z@MLT3P)#%L*2QOBI09 M7E#X$A))<)41KD5"XJ*,8R]%*75\D&#EW!X:6 ,:T_(P\&O]U?P_J70+DO>0G
M>TO]^9PBP4WR?HKS\]JV1%<+E/3BL%@I$3;DG[.BGDK:S+VL\G M,M2VA$>W4_@=*?7W;GD]V"PVR?]1OK'&16TL^+S1DMPA:UP%AQ)JYE,!I[3 M5@^6,:-FU`)YW4UKU @N\OO,N-
;6QT_XT.)IH&'5M]]^=@XC+O"B$ M!1M/#7@:24[@_X*(.-,I8\SR=&DO5RANIPI=L! LTZ.BS#*[M[V="=/JTB?7X7C0=39%?NL]?OG725<6ZR M7&G"
<@Z2HE))I*",O+FR96P2O=*EDI/'2)=K%B*N?Q3JC_328,-@.%B=K+V M\SP NJYF(?LI6]> 3B9R71!IA@B$S4NG, I#=5\;TOG#[^0",(PXH4.R7W(? MVR_BKQI,\4.S:.RW"X#
[69OVCS"3$8W) WJV\+F85D, R?#;+FFY@W>P+>\8 M^_PVT\%DD0@?6WJ@#PL/:V7($=1W%/'H^G9L]MBZ ILI?7>M%@;7^X=T":=E M075&JLG7EO+^=J#+%X NNP?HXE.Z3T 'WQYT_1'&?
L0S MEO]FH8U*OV.+ [-[$V0^QIY'LV;< M*]^Q 7R79C#Z-F]F!\\]ZVB-W455-<9-YL1A^#>8,.RW@.]MIQ-L CZ?KZ7> M+@LS>$_B9JL"P?0/W; >7#76E\Q6Z65CG.BT#0O2Q8+(SS.
^Z;1/1 MG_AY&[?7Q^3CPJRVYNONKC&#V@A]O1=M68+IV0IN?,7>D(\3W47)U"!Y@Q%V MKL7FM*-OPWZ;$?A[W89B4-Y=ZZ!]MU)6),J4E"B#$?NX5$3JO)(XS;2$72 U
M=FWEUA*2YYJHA,=$U:4G A-!4EU:LI8"VWL0N-([,KTV7[I ;:KT@=NE%;" M*38@N]FJZ'&*83M CN)6SW[TW;O'M)0N=[P7L=J6_H>& K[UX[OP9@ 2SN M>%2WG./F?-Y0O4@%L7H<
<_P]'[2S".P*0 M&5C>Z!\PH8VN'%@M-J&ZY1@(R>CW0 2WIF\+XSW$P3V'ZW^I89=ETHB*3@ M CE<\H3PW"[B4\RRJBB^5) [:&UJK_58-//?*NWQI=QW=69:];[V"@7 MR*[!/D\B>%1CFN
<[\2>^%IY)CE-DR>VD*&G;*M]46AYRO(M/_*)EV6G M/$[#FT;/+6'9)D7[7MBH?>!H?U&YR(&$^79!6>&8GT1_1H([5P M A_Q@Q?_B/F(7\KH@FP'V0ZR'60[R/9S?-X-T>CLB^Hh\P>>[[=^?
A@IFIO'U M#NY(>.5YU_E#(T_[/8V[=I8#-=H14*.M3EI5QDAE=+0J7

M$^R4,D09K$>4&2.N+W#H'2V'7IQ8HW5.3*HU6!G8_8E<:J)SG3 JN"F3I;*'IS",WK+O6R_ MS7;MTHOGT O $8!C+W:#0(9.")AV#)]TVP;J(59&D8((M,X3E0I,RMX*DL4@+ M;HU)U-+F<#TF&':$P0#OR=9P@<1V7KK74=BN_,M15S0?R7C=ZJ^JYHP3+%?& MII2%8 ;K"2\5)JHM#"YL,C /[N:\T/58/GAM#:?+l"$MLJK)YM5PG91*S-)>D MU,A2F2I!1 H[4EN6(+VTS&DJGB/7G3F<5RHO2_:=1#P>B;JW*^],D=XE:V;ZQG7LJ3?GN3\^,1 M5A/KZM5 -.#4C,6Y(<,1-MW;OUHHN_^76ZCO;TGZS@[,=Z*KVE,B8T'L]'+X M3E?->""NW^*G[\;(C3(\ [X6N*S]'7;07?OW'M)E4]KI[G+N0F*%^-OXUCE?E MK2-XJZY,OQYRYO!WZ.:@8T@P_Z6E3QOI#1>$%@OH)U 7LS.!=]WKX8#Y 9J M))N"[07/P"!\7]V\NL/!X2%P;T5@V_BNFF+9ONBW FGFT$GF3WAOB&D>RV+ M.S+87XWX"LL1 _=5HW)I$?X'[(GZ]'l7CD6=(>AERO %'INFH+'^2D2. 'Z& M: Q/'[9M@Y@7VVKD=L;YQ7]1R*G!7/?:@W M=R"$'7EV&F=;II9(M\YFD9QNF0:#G7(6:##V^%AJ,4%A]1V'U\C;N/V3] MPW\]-'$C%%<_?%8.Y3KGXLI-.M!]6-!]UZ9EH>WTA:WLOKA=[%]^1H M.'UT$=:^E0&&(M U'F<;EN1ER1*2&Y,2IGE*)#64 $+E0N &2BR=2SWQ.!LE M\$<40+/F1#)Z0DNVV:/L%W-(.:*E>]=IM@',7C:8<28$US8FB96<,$'![^<\ M(S2FI0^(RK-RN?D4E9D464P4-0EA24&)H)81K41:Y$+3M##;!+,LOKVYQTL5 M\@,HW'^Y/I_ AW5KL>F&39+)Q_'(U$!+1&1(+ MEEEE+8_3^#FN'Z8DM4+XH97!]ST17"]L)CP/L/GRA?P(/< C7.6U0YGE>:XY M+8C* , 8BP&@LMP2K7FFE=5"]NPYCM]6H0O>)4!9B/JMSP/$7B6B5ACZB)D5.:S'(UT!0A>]09XHY!2*);6$4?A7F26")"K/:2HE5U*MR1O\M97' MLZ'^.)?&+]%ZS7YA&:,;3!R#NP2\\AE5>?Y_? 1.3@_.5$%3K#SFD%$:E11$Q* MK"D>8JB1;ZO/[1+]PFZ"6Q<%###"'-7J(W,N!L:E)&BM- M&.><<)F7I,AB00N;RSC3:SP_.E*/K&D:>+X8?#3KOBD#UDCSNAG"'* M AJ1A:\ &_!)$(A*!A:I(Y+WJ F"]3GGZ(%KA= <8AAI8YJB!11:,X(9"(HTU1HI9X OBHA;T6O(US2BE[W0]]O[UG>?4USO@80'+-B)51$=,KEP_$9I-BAB](BB5>(W2&HPD/FOJ+A+74H_E-#P7],#Z7'/K_'F[7:-M84<@V+Z&\HLWFF_M+76H_F\:U_7I$_A MO9N\2VVQ[4<\S=WD=LD-PYZ@K_\^@IIV;Y@&VP4S;KH=1\/:LAU'!=]7/=Q MW<=U']=%K_OX\$.N^[CNX[J/CW\?5W_M _I7E?*&J41!^I! 1)/ J)1 Y9QD M4(;)V.L(2(R*3GD&QC$*(@D./LH$*457XE-*N!VBQ>*I^J5/TR^6GEIOIY M,OO;RDGU0#Y643N;5O2]2]\0.NKUD*>A-ANFZI4XDWO"1JK26DY.>6:H71U M6S(@:0?K5N-W=I&R*]]&VI[3E%44KB@\@%" \,X+2O5P75CNDZ=@#?.0A>&TK% X/"A%#.!&60493&T0H%G;P&J+BC'+BO4J]&AS.")'!*T@L!!#" M"S &H=!))O$[C2$N/#$4/L\"P@J&%0PK&#X=&)I@HTS$0=0)14*?*#@?&2CB MC=/)R3:Y_8I>*#U7PAJ03F@$PQS %4X)S:CA5/*8&']JO?!9%B-6,*Q@6,'P MZ< P>D924>MT9*4ZVQ0CV1* ((DM'+,NT#X9>&QL5:L:T0SR@3&!0)1,:D MH32(7L^C1P;#YUC86*&P0F&%PB?T%U)I:6GZEI-U(!BWX&)2$)U6UBHI,NU! MX5U"UT\$A<\0;EVAL$)AA<*G@T*JN0HB&H1"3T"0[,'SJ,&3D++C5G#:R^*A M41+#$ZJ!$;\N-)K5AA .C >A!(^>\UZ5Y&-KA14)#U4F^9SBV5^PO5YW?-&; M/N2WIHA^3O-WZ$/M\TSES_W8NQ-7^W$>C(^1V74;1O;G+CI?H1)<\:+B1<6+ MBA<5+RI>5+RH>%'QHN)%Q8N!B$[%BXH7%2\]7E2\]'CQ->/%_L =29(PDA-0 M4@)WT2NPU @(3&FB1%+*]'\W)N\2W0ZFKQJ4X?*N&?/#+1ZZ?=IP_ MR-I,\TLWU6XSS;?I?+`]IDG::]JBGDT/N^`8*2L[+DZ?2FT:P_>3H=A@/F-I-Q M] ?5XRNV5R;N^(*[PD>%CPH?%3XJ? %3XJ/!1X:/"1X6/"\A\5/BI\5/BH\%'A MH\)'A8*'O4^*GS<&//"GTOQX/]>]*&,^!9;X '&_^?[-$N-P_]/IDU> M+I;XTYG#?T:+46H#>FYR4?Y9O,>O^>F'MK]Z5 MH9Z40&!>SO""&7[E?.Q&DQ0;G\;3CZ? W+,1]@($VGUUC<2HYOVF-[[USARG3 M7\-XGVYPMY7BCU1P;@9^,XUW&WGVU/.KE:(O]Z=C5\F']]\,9TU/S:E.KR* MP:'^S3X]F;2 /MRDAIFNJR+DQ:Q?YB>G1< =Y/8; F&>S=+B,F+Z67'6C<> MKV%^ELX0LPNP3Y>+^0*O+3^OV]DV[],8X?QBZWXG#8XJO&\^EK/DLALNOMPD M=8E6'T>+]UL7 /\?-CJ6D6V8BLDOUM?YM/B8TJ3YS]7 M.2+>EIGY$R>FF_.6+>+:]#*UDUXF/Y->1DZO9PT[P+&.WQ[C*YPVJ,D4N4 1 MG"^:F2OB,&G%>3S%E_]{2LG0A$&([.)&3S+I:VZ.6!5L&"%X3C=1#'7:ZNN MN"?
4)0=4"KPF"@N\@5<4D.)$T&1'J?FC[B]?IG,%[-E0D-?5G/T!T[T5CO2M3=[!C@K_-,Z(QSG]@1O7 +8M()+/]2GUQ.(/+U\?-.(4:@5%H2<2SA!*&^:Y]VA(U&D()('@C(+%'X';+%G,O(O$>EGSS#*3 M4?TQ20003.!/RD?0S*5@8I(^^=N?7F\7^)^(IU=Q5+IWZ;F>8.7<*A* DM6Z M9EK9^$)QV*SJRM^WYC"3++!(/ 0:6&G_DE#K]!8TU]8+DY*7O5((8:*AJ'O@ MERA>HS)'#4;AAJ((''ZB@&"]ZI5]V%_6WSN%T\2.NY^[:1/Q+=Q"7ZR&Z"[A(M:@9I*J3!9!K3^D[X MMN7CU35[%T?Q\["Y>ED]?G;M8S(^M M8JM1][[K^B3\=34KZ\>U%R)"QE? GT_FHO?,LC=UB]"&]\M-/94[PCB\W.:U/ MCQVXNHPC/K_=O'|L3P/WE.Z(9ANOVPCD^TTEV^KM1Y/O:(*OL4#,?^F6B^FK MW0]08+H_M_+;E:, YC(-[Z<8?W<7\U8OO-Y*^NO-;.-L9;"5S2[BO".F@9?&1 MP?=Z]'6HP\Z;WU(L,>?FW_"^Y6S^83H[G\[:6M'CD,.'GI>6U;:HNT5)^8^) M6T9\<,1I*>?+O/NI+3@M^G^S*J+%^6L-@E[WT*]FVFXNO7S."+]S#-_7&"H/ M&$V6;KOKD7#)94)!>RU 9"+!1&E!VF #5V@H1?^?],50]*!ANSW>%!/D35A, MC]GK06P(*<6(1V/T(15X!3/(#WC6DO+K.OU1XV<$$.-A*A,0],Z2/"&*$@A M">ZB\TKU CC5Z_&$7H]DI,M:"!)XZ):SL$1)8&RD&3D_I+ (F MJ0Q"Q@#6I@>!+I^%UP%5KT>1^3UJ$Z/K]CI\1^3]9GUF_LTJO^CD&-]VEP MY==[60W@697T9G@F;L6F//9]&PTGT]G%UOZ3BM%)P74RY?=NW>S]*ZH-^>(M0F%TCK:*,YLN)XN2LC*X)!62F=:*)&#>HK[B*&]]J6@NQB?47CA7LJ?CV"Q= M4,X DTF7:PQXGPED0Z-P$=],F:O'X>^S:4[S.3[8C7].Z:$25,3I]?Q'ATM0 M:;XMXO3B$EY>?'>#_KM)41B:;'B."JZ-: O)95!5H@Z\8*C04AHX*U:1)U=E M0UK-2?0:E;JB7@5=%*U -V_/Q:-'!U,#3WHB0K.T$;!W#=? XBRW0[IA^5L5ISO#P,][%0-2#HVH'*9 MJKFEM_@5(9=/ 6<'5=_N4!H]EODDH M[AKZN?C99G7>D:WGLM>^=3E-&+@E[MEX=K?F6I MN$EH=)&0&.#AVJK8 K(P/$F;E>V:7X(&EXC20*0OU00R@0U.@T7-2@4\3@DQ MV\?I[UT'R3?Y=3MIOW=SMMFHO[=S]6 % WJ JM/I(RE#OCE%3:# C4=C1PG4 M:1P5H(TTGCMFA>^M'M.2%1Z9P2=5^LG37(SG"# (K$XBE4MA>0^1= VFUGJ7B M8WZPH- 5%^QV(='CS+7,SLO$/ 3\!O7/.;%$(:'4V#C\4*%R^?!S ?,L 6.9 M)N'B3>X])T9A-?T'F?G%QVG3:E[CB^'IFPB]!N,VYA\ =LM _]9+MA[:&,U ?Y*+'DK/#T(]HW'4&I6 ML??]VS1:R7!G&8@,=ZB@/.?6$QP,B3Y2$4,FO?#:?;?ICZ-Y&$ _Q&$M XLW^ M,D:KYD63=R2FP+PK7;+G" UR;%%\O;OMVNS'^)U]\ R;?-/JT*4DVFPK-UK%R M0"7VH,+]15DEO=V@DLHY1P8T20]"2P->&lHN.1(H(]IF^A"[86OYRL;XL_C$ MKML33[&>E)TO!F.7%'6E]*(?1HN+-DJS:)-:+@6^H[08S9O8 4I7T=SZ.LI$ M=G06FRM1QTG=(5S*#5$EN-X)@G]+S70Y:SK-N_DC%3.F^/U_1B6ZH03^U^:V MJZ!_N5/YTX^HSG0WZW+T>1=@FK9,&S$MW&@\;[KTRN*7Z=+GMJJ^]XVOK;G& M4WG:VE:])PR$L&/-5=/-_6Y>:]NFNTU<7661EE7\W3N2A1F+;DM-5%W[\N>#EL](CZ,YB, &],. MO5S?X]4US1 :QW9Y2I7]9CO5S=37>+O7U^QNNI:>4R7M>>K +O^GB[$F?2$\E MT76,=8QUC'6,=8Q'/4;-.=GZWV,>79]IX63.]W5PZEC[!FLO=VGK=!>F33,P M: $ZU>O;?^]4W>ER[B9Q_MUMN!3WS\.>EW[$>;E#&<(74)#B3)=/_[\7[,7- M@[]30[V#3<]#"@Z?[=!,M?QC? O;]_^1 [R]#MVDW-X2)?"2JV[JQZL:Z86.Q MNK'JQJH:Z^$W%]\;JVZLNK$>?F/=]B%LW5AU8]6-M6_VQ Z3;H_CN6ZHNJ'J MAKK+AI)U0]4-53?4PVTH53?4(V^HIP\OU.WS9-OGS^G"C>N&N6<_JUL' /. M1_YWBO5]<:N] P< KYO=OZP+1EV;H]U+ GN2+H0#G9H[M^"[L8_MT\][4V3DW6L1KOL?A.)=:G* [H":'7A!B$L2UA_]4*A%1Z%5%PBB0@B6BP M7@9@-AL$-QI)D$^ 8-;:BE\5O^KZ?M7XI:BB@6N@2C 0-%&PREBP02:7C1-! MNJOXQ9.U2N U3*12=442F) 9,%5]JPC-T?4ZSSP&?NFJ?U7\JNO[5>.7\]+3 MI- 0C(4B(J:B595:4.*-5\X5Z[*'7RX[+7@ %W2I4F8$]:1 0.JP"(M739*R:.P/0]^3HXEI@5H:0M?J?%H;EI7"-:B0YW,1Y7T'K]:S@+X[S2;EO4V MC+)7%;XJ?-7U ;KABY 8:?3 G>><@DBD$0D*@*N5"\#Q1'WON>QDIR\0F\(07 M[G:T.QUS D+VCAFFG:/X/Z]\'7L\/5(66T#7M#=[?I@:2$5N'[*SQO5%)DP M2-(1$$$H\'X;$$1:2ZSG(?5X /UTCM)(-!"ALLT6I T"XC!<:U$R>W6<+DFH%N=5OR:O!*X" S^;+-S?OV M9_Q^\W_<>)ENQ<=1CY5!C;BJP0]lF@03!6610609+?),.]\0LV0BLM/6QE@R M4JYX(25QRDO$H&1BZ5Y$P+G(03NC"76&I<#W=<*DJ'3_G/\^F9^O=^"97Y?A8 MA?ZA!KQ7YBNP#6*-CQK8'K)P26TU4U$D)!! \)3!N=!L(;9G&4/V%R0PFON M@8E<.M@F ;ZHR99$1IU5@M(*;,]X](DFG(,%D@JU19)._ -39+:3; TS-;3:&,K0I%0=!5(G> +) M:.NS(\E278'M>0M]!;;GO\9'#6R:2Y: <06A2J*<)90)8B2I8SLPZ$@QGB?5" MS3DY+[B!B)^"$$]#B5E"4@PO59)RHRJP/6^AK\#V _-?XR(%-N>"#!,.\!<%8 MFY@<@ JGM RHF7'=*\$@RE)B'$0K2MD&_L<9&B% (]07+CG,>GPK8^OWI:V%9 M1:.ZQA798C394"5+5E1ND<3 MT.($YJ16U)F#(9NALB+:%TA]S>YX9@OZ5<"8$L:PE#FD0CHB B'@@XB@6!0A M. (8&Z1Z.DKMW277TR&*.GQ.@*9.W8GHBNKV80EOO\[$:SYD/)&RSD?]5>:'C? MME'IZ&8S5_IRNT7:"+:(?CU[OI(]6.^>& AEG*31)0N4:CO']"N9A8P 98$% MY2BOIQ? V6!J3%YR!$3:MKG%*@C9,>>$TQX/HZME3=F:;T/LZEF;89_A.;_+? M5KNR.CR/2=ZK6^#YK_%18Y])F@?O$VA9L]6MU&^%"9[RTD&$W!9-/;< 6OZ(M>[!$!S!N(6C#PUB3@JC"@RDPSZ14-5DQ[-O)>,>WYK_%18YJFREKJ2Y!9$A#% MU#>$*U!1&(&Z&%>YQ^/ (@*-)1Q(,HB#4B5P7%F(FCJ1]: R]M)N*]8]&WFO MF/;\U_BH,8U:945F"1*WB&D.M2\OJ ?GT8XD6=BL>X%IFTQ ? PMI*$FJ25R3V_9\6T9R/0%=.>_QH?:-89'[SC.16&&L0TR@DXACH7:FDY M"X#*QF!NYA&K#1<%@>:SPYU.Z' 2>X@V4RME$9KT>:.KYCV:.2]8MKS7^/' MQ:3:=F2[G(MKYNC;]?0\9?2;4ZEC\D!BH8G.J :[0P0[IU&TY;[T//6^21+ MQK4'&=H(!"J UL5"S:I85MI2]\,C(>8<5P%_^EP$7#R[^/?MR*(>FJ^E@F@% MTJBMV@3DJ.2F0$E@]RB6:QSRO#BHH[$PWEHM.P$OQ2];10E--P;+D MP%!4.9-.6O(>C*3@]C@SZX!TF% M*:F5,2LB'G%4]64Q4B*,$CB"0E>&H% M:*<311L^$]T+]*C@;+8Y %$*$3,G B82"RYR'WTF)#![4,241E7$K R.!\N _M /9?W6CRW??CZ7S>X$[##W#(]=W<;["@^TOSYR5,@I^.+IT Rš1?W< M,F= &DZ5XRPJ:[Z$0?$4B +!OP5M]^:OR];S???'|;NCI.&*'/[=09I/!7 M'\?S*?V|D5[6CGE\61%0;I-H@$]&65,B M?#'4!X>$P6>)AD<$94T D87N\IE]9,DG0H)O>3$$(SF,0APT2)Z6D(+3YR& MY$N\W2TWS)N],JW7V=+^*G14[OU[I[&K4 M=U+]3SJFK(Z|>F@8&I6)5%$&E%I?W#BEK22EX#BW,8:HB.Z1G"N;N:I4&! =D2 *N[=768$RE!EI M9?!"5UDI/*]7M+OK]-H5C^85:;DY';1?NWG:[#N,O[]2J+A5^[@WP*5.E=*/ MDKZW+\/MR<[M5:WG-5E!/ 6GG8,@"N.GYPB+- F4=V6(ITX+W=,OF98B^2+E

*M20D0AN)//D= 8#2!6"J%=5?EO>4N1PTJHL!WY0W%PKZLL/L3;_^7<O,CU PN)-Y=^-.?TBQ^@#OU*WO,V?6['1 V;. M'G3K#;G6^=%S3S>-,$NFY)L59>57$^P>1H+XDY/U,K4OV?9*=NW-C557I>J% M\71\';_52>'J+QI$F[+5E2|O/W!5$[/*#MNP8G6)-_^;KK)W?W_]XKN3MO2P M=8[/TCNT:-L7[8B&-D2K)X/34V727%,]T2#)]*=&2\#:0,%0P@FW(:.ZVCNW M/3%H 1EPD1B\AM 2SE;@M4A<&L%SN%V+B2>D?V>2G="A\K|O25S;UUJ_NAI^ M.7?K2I3[>19=3H9D(2#SB-) 1 >CE01/B8A<"\M57_-[* EZ"M;WS_7")*+!T!0U=8\F6!6J;@%5 M:<%\IT3A=UH"$-3,4* ^CZ YV-\?%'M3IHY3@@^X/5Q)KA*9)"XO!X*,P M.8'UT4)DQ)L,2;2N5W"?LW+,1!3.S"(9CDXEASPZ%P.@C+/FP[37!^HOB@ MY&M_DYT5H+U=2|$*[+90K>W#T7W\E^,0LJ1)IBX9**9TG"<@Q?$@E/9.,3L MD*7OZ6'",3Q>41)UFYW].%C&(C C _<2E;0T&V>]A-#!Y6 >HV0M?6;1W0|
*MQF((MCSS.))CL<[B10YU8,2]!UX^DL/GCH>C>F[U)*HM1+6MCVY!LXZ'\[+32W* M3UM =]T\+55RU[LLVF?==!@WI=_P#,^TEJT+$;($Y48M3]-65YF]3KP7E0KA MX.-]>F:W#;&+>_<.Y:X(TM9R2?=4+^T9/9*S1'DG5(N3;+%O*!%X;,: MS|72O35)GGAP:(>(7[_?6(B^2.1H+3M,$QIW.H1@JW/S#GIB.M1P?V^FK&? M<<0^U O<>*!&B ,J1SR,NW4)WSM$NB-R]!F)N=TR6#\FT/I:/YU-EV>-[_ ^ M^D.+8M,6+A&$#6[F)EQ"7/I4R7[SXW%VTG$C^8MLGU_47 MH@P[4IV\)31*YH$[$TO7:)0/5WX5QAK"N4[]7&:CN6@V:MBF1((($+H6QD1\\6/.&-%ROY67.17#^>?+L>_*TN%++J+N9=GE+IVN$BN--4Y M" JUJ4;B"DWS4 KL]|<&GN;9;14\|H:VZVA35JVMG[^,M7> ^\&--VQ<5WG-MKM&!VZ^5?;$|GVXIP5?)T+;VU$KWV7KVZ_6SBQ 6E>7/&Y0=5(?&X[*C2^W] MBM(ICW*KA$|*+]^\'"BKYU_[E U3V74ZV+['+#ZF\8>5O-_I:=V(]KC7NJ=,MIHOUD\IKM7_SNZA3YCQU? K3?4&TMD_EHF480/3#U9@L1N..A*!]MX'4B]=6 M'T=(!#!+)6ZOH+1%P7H[']\UK5!/W*]=IY_M;R=9Y-)LOUBU4]Y+O5L_?P&2NJ<)F2'Q&SM.W_]#Q_S3ID[+/]M8Q$11+GED+2Q*(P9 XVA@R6YZ)(R;SVT7$ MGC2F>]*&E1SY<=<=]/OK]>#\=AC^=O05Q|BV"D6GQ& ML.1+!@A'X4-%"41F MWI6:46-Z2'07AV]!HO6D=O0FFXY5#X9%@^S([18;[V7G>>O'YE&6YCNM$88G M'E0$*0DJSTFEPA|E\8Q2/$+(S#A-K2&TE^]A;#)".!0/2U#A-IF!<4PA0"4| MXY+S,)5Y39FJ^Q6=<2B';1D0EMM# 0S_XP3)[GX10??,%>V3VU6N^Y6_8MV3&N-"6W*-6;7Y;J;53W*PTQ5IEB M_YMO]NK:O]!7]QJ#=<>+_95|||^5\EVVT&B-S56&|WA||KFBO4XK%/%3P/L! M+L??TZ*_&:$L#!&2",*&U*&4-(:]J*C!]GBXI XDH)DY)QH><<>3"YJ=4T M>RV039GHKBW2EM7L5'1M0'AO;*X>_>D*B MMD+*"E Y[XF0) ,GAH"P/"&N*0G):8%V,^6!]2MX5Z"Z2UW@.L-]H_5MLKK6 M,[YQS|;V85W7*>UMWZ_OBJYSO^ZX7%=8&IT=I;B:-5N_-+N/%FG4CV.\9PI)T$PBB4(5!]P5CS%A.5#/(HA0/C@P>*5($L=K,XL MNDN>Q6VGW4]E(&T\]?16"W!PG8PNC=/!F=#;_3>VDQGC.O?OO?N0CJ1L1W 1 ML\H"*"N^&XLRY%6I:@U2Z\!+6ZU>=>%=1.[@Y_#G'(&4G$HY)+3<'+X=5/4M MD+6Q<25S=@=;2[!]-KY8BV@__W3Q?O18+D22+)$J9K"AL()P'L (DX$Z89R7 M1H=^P_*[HE@WH/5X?G.+_+A,>W$LNHN#8!@GP\,NG(N-S;#.U2X_]SEP M.OGKND&CY&WTNPV8M26*G9YX5?X*"EY_RXR)&)LXM):U.XT;\MN!-CD&#"- M)[+DUBG2\WRG))(F1)>(A$]0VG#X2,D1CPGE%KECBKO@T)..N2-RYI'JC4!1'2*?"2$/!9HL@(7?)$>M7603A+G > M&2)D+DR?W*'D>:N))BF:>)@*+Q2:(RGQVJHZ+:DS74J)96W7K2NZAN>SK3[J M1_)1EY:>5', >18VZ_N2=ZQJ1KE\VMY[:=?SO]X12/O='D8]?:_]U9^>O\":GM)VWZTKNL^6SV=TZQ8&UW!=/H4QLMY,9UZPKXJO5J]_TD) M(1?'M9M()YV0IT*DGO%[)>3LYJ-YZ]S&Z9AT-3"7KNKU3MG54-L$O>U7G&P5 MZ08W?U\V7)/^L73C\MY#]&8KJR)13@$QO0#7PH O-"K9>9:(<42+7EI$#B)0 M5S(B8B0@\"+P3#&0V804'&<^Q6W5]?5Z3G[*2GI>YNFI+=M0 MOKFV9]9!5SHS&D4@H$L6CB:@$G6ESP'/]%XWC"?NE%;]>; 0MR%M,27"Y7#UL!%*C@>1$BF);@G2F"]"(D$0$54J2A7[ZE>;|.:X$ M.$)1:2P= 7S2'G104D:J,^?Y^CSAGU8$|V#)>8/R,*[TOM/F]8;%#.2I?PF.:H>;2]81M%* /FNJ[?1Q3N(,3&'&R"G$N#2%<: M1!K/@.ND4LH$C|(^B83TW-BL(1;/LPAXH1?%!ZU,BH= F]+V 4DP"T)2,0D4-T7FKE>E&'+SD*US+PYW3M<^HFMJIVGG\HL_3G=2% [F2V4Q5\FFS#. RE*>E"6ZZ97^Z76/&FGH?R]FXA,JV^K MJW:<'OM":?^;+82WU=FQ+A6Q$S;7.UK6R.K3C;-C54 MRTJP.4+:0^CRCEV$I$$SZ:R.[I%(3R3)J:3/H:4/HV#<@]..@[22()RV=N*MB"@ZB2D<(JZD1+6QC%UY;QDICB*^IHWAS"2&=@8O%'=H M9_CH+3B9=-"1))WZC9JS-$'8DHUO408U2J.EJM!C1RFL%C$X/QBO\N?R7"@_ MI48/R:\]E=[22TD8["%-T"JU 0_I&(0OVC_:2HAH"F+;&6"D?Y!#^D-45H?T>CNV?WLP(Y8-258V9_)N/N=WA_0!?TGCGYJ47Y/R[Y&4_WKY#M^PMT_%>+P!5.^B2DFN2_C,/@&Q6_C8QD/VBL=559]M.>?WG;Y>?[";K;P<1YBLM ML(UBG'0!C_%XR\HN/IO=9.=.GRQ,925:C/^6MYY-E^]:+N75X]VB'|&7ED4-#ZT?3II1;KHXR]7BXAV-X|S%M*7A M[D5*AJRM_9* .:!G8SM+B_306'>9LM%AT'M"Q^]BL.TE/RP6W':8K[J(<&H)H MV_VQ'*=&4%E&?[8;99KJU2B! <>0&I53%$^5()8.&$K(@Y/XWFM;9!W.7/MS5ORH3QJE_<=":#O6+;DU*+=":6)V::Q;B9;_EI|AY0 M2.F%D$D"ZY(#D:P%XTF)8WHO='(.[<>>>4"USL1*T)$]$%DS.(QXR#P;3:6U M.<;;991L^>]++XP*),NNOA_N1B-6U:|-5B?M)&$|H>A28056E&N.Q@B=4E- M<^")B"4*X$E.3E K>R$F;;P-L5!-&X-&IBU&IN? ?.4#| MV'(XH14YFL;.7XGC:$_ZG)^??-8H/&%T4|&GZYA#M@_W6CY=+;6GMM3^7.(GMS:K[[:^HV;4^+E321XLJ$H<>[]/L_1\OJ?2*PW_%H/=C"BLUIR/1X[MJSAPE M=M(PD(BL/1BH-DN+AYFGR5/:3HV6*M_]QPZC3?SE.Z MHB2]GDQ*F.6/=#XM]Y@T/^,4-)3_]K8ZRL"GVN0]WS+;5)]FM&DF/R9BLZ M_?EBM@R+Y;$^7PY.Y_TW>GS>M6B/?<Q"8RT1 \QR ME;DGCO7E.E OO9,$ DT{GTP76H8L(;'M7(1S8-T5:!+%E>$K,X/:S* V.WC09@;[DPYC9&APD B$EO[S6OB2=%,H MP -12F@?2"[1AVDIDI<9+0XET "A^)//$616)I"[%68HOM)AS^.YH6N$;7< M/_%F?QFW9D="%>R\>#IFRY5QC%I$B]\7MWVIVS9-H.9ST_HX.2R/@ &-/6V^ MJ(?" [_3>H&?:EOM6XIGH38=0-!N|ZS=I$-WOJ<2@__Y_^[@Z=/K>O_B9]\? MT/8Z*F_ ^XW&?/C4 5 ?|$\KXZWF#IG=8SE>-AA6_2ZF M:PK555>>P7A4MRNC'[?2TCSU/LQ=7+.1R*)4Y8>;;72?.UHPH?,.]:6KG[5CA[*$ ^0WKTH]3&?_O_Q[2N?X8N/=*Q\ M!>VLW# -944.8V|S)%M.@^[!E)!OKMQU>'#?+|DZW D_^Y%C: IQ; (E#BVE MX&T&X6D":X0&JK*()#BM0R|V&&-F.GD&U!*%UD]0X*T*A4W'*&*9(*SG$#]T M@>N@^3QO.$ZZICE'4:.5< |JY1@06VA>2P:=I[*$F:7. ^*NRY/%$Z;%KM.XB M6T-C _-KJ3?%(%:&"9*NUA>0DKIIR!*RS$CBGWGE'5&#]JO@[K/2V<^;U)*[[MEN"8+MKVXX-O6[*BX[>#*Q*]#([=1A^][E5UKR_7O;:*Y]XIAZ)UL6$2#Z4 M2F84)A"41# J.Q#2!2]=4='W6-0EPX<'[8%%Q_%X+>.#9B,*!Y,$4^E4F-14Y4)C3^MZ,%$ZJ-8UN(KX M1]>[B XTN"S\X4*5\A0&KB0FX=[EU#')'FK92W=9ZZIW/:G>]75XHH_5[7QI M)6CC=QJI^?;?W623T/:=S?&'K\2S.XSQ#BLD03\?DEC+D7JHJ,2EE-9 PR,8 MNZ2:NL ;U/T=[_]SLDVEWX07X(!AJ,P=#VC4D7GP9*4BT^8@ T>===(7.:> MQJAZABY5+(JV-5U .T8D:<'+R"&GK'36W$3>H^@_M*%+#3T1P@[(&+FN(NF8 M3%L5"9Q MF4P[DNK6=HT#FN;EVSW>5\Q(A;-:578M.[9L^DZUG(A+EHJE);S9CE9C,8-MXL6FL|^>=W"7S^D4OKPE]]OXF6EZ3|0Z2M-#[J2K=|TMXF_A2VHW]>]7O_2ZMQU2>?ML$\Z39C.(J^|]9'W/ M\104Y:CJI1+;-<&!U!"=0L@P55GI'@C$]+]9#BQ*CZL10-4Q1VC$=VD:%1V0_M,.ZB+907DK$(PAH+)@D/3$N;HR,V.]S'WAPRB8'UE'T'QS78%T.$+EAG"<: MM,J1&/RV%2$CIWI(@O7U14&J"EM5V/MY&P>13M/R?-)7G^)9?[*=_S-HM4)RMSR/S')1S# %>*3"$XZ^*)NTCL4JQ'J&?10W5"P%X$A36$)T*@1)>2"GH"HH M&+U=?]HG52M.E&$# O|GX)#4)'!)"0>=T*81A/&BC5+@CD@>]9><|ZR:!Y.=M02@4[-0,BF+FLLO[C:K%5Q+;',9XGV;IMY(N-N>.3P'WT8[G%_?N(^5BA6P$ MC;BEJ43SU*"5Z6+TI;$(M<*X*$2/H(Z:QU7;76-*WGS"CRC%M"4)28::O$, MN@T6S!?V4#*VNL2,E',A> JP&3!H M#ZWWTW&A3[<.OM5%>R2["RE[?,@C"CQUW@3B(CC%2]:R0&O:.8/RKX***@K>HFFJ-%[E7-)2:7EFQKM MZF 51,/1K1=$>OI,BCXVDCR|W,.33<'QM7]?)Q&@HO8XE14$*RT(82UX(Q(D M0I5WPII$>]FK+#C-&&? ;.'K"Y[B-9F#U(18U..M9\|D>W4C0')P E2;.1Q\ MO$^ST+^Y3Z.SYE|GT^5Y\^NO/S3?OFC_\N*[TJ2E=&^8[^,MN*Z]_0)WXKPS M$>;%'U".QL6:)6RWI66XN&S74)CVVR/9=3YLW ME\F3EZTHNI'-4DAXEL?C*!)2.7B=J0N%: 3\: #]DYYB0/P?;PDHJ, MP&B \Q)+(X]"U4*#L%)W8\)78]#Q_4 &YG@1'XZ<(TP^KKIE;.617WQUN MO\/@8THR 8N4@LB.H-)&\"15/F:&/H9W/1D2*NF4983HM2_]#C5XEPR>TU;' MK!,S<6_OUKV-B(N1\F=I)[]J0:SIC?A0C0Z'5 "T:?.X*"/NB\E5D6K9XE=- MB/_<0LM5!M'K&RW;^>A3TRHPZ:E_>Q:OXZG\W5GUR=1ZI302BDF(=$4BSM5 MENXW*#%1.*NID5&Y+P&IHU;]=H^AX5D&?3ES5Q+G2D;B+(44AE(!+0<"VYHEZ",ZH0>Z-IF]/@EO'] :DW M<_-Z<6T3U|NCW.=:K%-*AMED?;>AZW6]X$9C/.Y>/NK^3)T"]I6B A^FL]CZ MIMI5>?WVAZ;-<$!L>OPUN7W<||?4AA912^]XTOXMQ7%LOH' $81^WD1L9\F MB]'BL@A]..Z:<*AW85KO3*F;<]2VFO:MH^Z1HQS%MO8NK(M[=O<@5$>A2[#N5P]?S]=CHL5M&H!V=6+K6YQR;+LW;A=[?G[\H3"P%]TC_/I M)*V:PE_Z,>?_O'[%Y M*#G8AH/-U**6:PQSWQJ0>QDNQ'D=@DY BHL=U68!Q@8*7EN?#-II:/7OTX<[MQN5+R[^S|_OX'2/GI6,>2WLN7__B+SJT\T6:@Z?6[5$'XMQ_,N1#R^.^KB("Z"U**DR2LG0'"?P4;N@09-)0U4.T+V2(QG@2,N!)56;*%" M3W8T.95#2HZ^S&7J K9;)^ 1'3Y6^1Q|ML (=7CDQ N\ B1M9.Z$H"GUZ:B\)42&B9)7^E!F$U'-0Q0CS'*##K'+&D6$%+>]A=#N/((4H1U!T@ M9*Y 1*/|&N> *NJ+@UAEW:O^#T*EY#4Y%PK$&,_ *Y8A,T2HF|&;%!V6,-3#MZ@EBH5)Q%KP&IO',$2PI\,89(,0:;SA3Q/34&T>L|Y()R,(RA"+4;BWU%H+V MGA+)*#L0%<"S.JR^ZN207B2GMI?|_*H=NOG8|M'7]I:7 MK.TEASMMM;WDIKUD^?*Z"?0=&DS^)[U?YT?V8BBJT|/I7HI';%|LNILW>\(Z M:R_Z->D!5YSS*YJD|-Y-WN%%;9?ZR=_[RW/GDI$Z@[3%B:$5VKI<*: R.9[0 M>&'4\|P?S@:JF830$A3P$,%;5!2]ED3P:+W+>Q.A?EK/S<_3V=OWT]GBSS0[M:U'R=W?1E?T\2$-Y/,2'9Y.E87R;$O>P0NI:|II]WAI>FV_G*76V\BFE)@1B/G!^-MS,E4NRRVG"9%T4)R&XT:SZX\7)37]4=0FSE9^->_8B+ MNO6(99=*V?QE[,+?X6UX/QT7I\IY^Y[%5U(^/D/+;GS2?"R%>&T&QJAD5. 3 M9Z,BE/-FOL0/\,8XF!:\8O-A6E3>|M8G'=<H Z9N=-=\B%/<*4FG;_%[J+//ESC+[2=NL9?WJ[O)Y5]^DW*NP1VRGME[0I."4-<#S*-]RRFPR\/I?*N9**.3]MWB[//UC66*R'7]U]3Q;R].N.!J_ MTW<3%+_R4K/I\MW[!B|O6W9>GM=2T,P2JL/MGCY'LWL:"UL>=&^!5DY:+#I^MC?;%=K;AEJWRY9FO1I1R34] QA(R+?Q$+;N,$,:XZ!65OA<_N4N'ZK5+"N4N MQ>4XO/G?ORRZ ME/4^STWK8EC9^^5]BOF/)UGY.HS=!:X$/N)3B]\VC"VGY)OU!:&X5<_GZ>4|MG;N"KN^QI47\9MPEBE'JU"KJS;;/8C7H MSDGQ_0W7TE.JGGE/2_CIUS>]V7K&%=7?;^8[9.\PXD<>X;ZN M|@\|/I2.\FD:X;EQK!NGY[JS2|YH6J|6LSX5.I'^JW%FW= N _7&?_&S|S_C MK+J:U-PPDJT&)7P8GIW4IW$;4A'OT'V+SWCUK<)O?_UXWC MYH>-XV9O%4 %N:H.7KCKO+\G%?WN8WX?B=GM)GD<*=#D5! M:$/O)^Y+:$;9;!VGI-);R"UD%7$'K9CHJ2V!X@3&$PLBN0!&9P),$B*5949HW6MPXR3WWE)$ M*1]!T&#)"M "$>ML$J:W&,3?WC0ZI.X27&B^?4L;E^7F'^9 ZFJP7?:6[^O M6E%<$DI6;?BKVW'U8-EI4R%C,)8(,(R78CE"\(CQ"H+12KI(HU*]SFDT1>;" MX$!-8O\ >U_>W%:2W/E57FC=Z^X-)KON@[(=H6ZI[9M:76,-'L7Q-UBO" M (T'4.)\"LUZ "B0("D>(,Z:L-4@|(XZ,G]Y5!YXCT1%F'H-PK@@B<-OQ5(. M|CH$"[-'DMU=^;R2>46N+9ER1:[G(Q>+N52BH6!6HU1J<3JA0HPZ=@^+$Z:4TWXI<,Z$25_PTU3B7_]XIS5\ MOJK#[^*V:T>5[P_/G'3'Q57LT^"25/!?&6M"U=W(0E8"U+P+B-7K&HA5[J M)6L\MUZ&#-91 H);%&:D) TZ&QT)FB>Z5(M_'8*)'.&BO*Q<>DC8T+|S2@7(M"1 ')"6Z6RT|"9/5|:F[!Y" _D9,90?)KYK-%(%5Q5<57]47YDIC2D8*D MQ]N+C58FC00G;@N=9.97"I8212E)N4 Q@0'@O$(QBK,)P276 MX'+:*|E5$;(B9$7(;ZGVJO2]3PPBIOI$#A2,U YQQU $34I<6(Y3B8P%)TOE MU^A!D*3=7$]CF>NA"!K':Y;;A9'Q!&3+ORGLE<(>9=N?|>S_L5SGS?(6S7W MXX5R/_9@KG5^NSV_2JM[,;^:O;L&S].T^E1-W:T04N>WH._KM+H7\ZN!59M(MN7W7?+]8PO2'&F1U>"&-^WXP^3@G80R". ^X2^,P\B*@5&,$2!.DHLR%1(Y:[MR>60M4H9M"GQNH$;L-10H$)8H4R270>ZM3L)E21'0MS=;:>2>46N+9ER1:X5 MM,L-23.7"5BG!:*0*!CF'0NM9'$>,:\3>12D2'<)07+W#3TN[O:1 \^93K4-SD/Q6)??,))1!D@#E%K5A:P08E2GD:),+47A%PB9"Z^F1 M,K6^606NNJ4' %PZ&]M$EL #IR"H)8*X5L>*|*IQ(A/>0FXCQ&"@U9R(A@ M1P78)#VXQ'W$VQ#NUE"&IJK"U26\#:KPQ/=[H5EH6%FUX<-CN2I4KFG#LCA8 M& 6MRCDU19,(JCH2D630OF@Z%(:E39>V9P|)%,*QZ! :-]!F9BI-ISU*XW M4>Y7,/:R)1+VGO SUJ*I MM0E6NOL'6YL@)2XI\1R(L1E%$THEF|F"2*CC*E%NXU+ !0M!(CX* UY*! MLU%IU,J)$4OX2)EA.AE92FI!S!'AU$1C(!,EK>:,1VDK/FX]JVRJP_M^EEN[MNE\+.%81MPU\6T7<(_WJ/CMCG0?OK)KV\2PIA\ ELT&ED#QC2P4 MA#<>C.4_//*ZH!XA5(N;&,EU9)2:#,3&$MLM R*L#0E!"J2++G;1)%;P7@U M!+!;3R[^/)V7/T.[_'5DA-A^K@K]ZCF3'K+!D'$Y\/QVH^+I]#7;&LIXGP)2(MV6BA@7K-0U. %]SW!R4=G' MSPZG\6_S!?QI?7"Y.1#.$UQTD_O\W]U MRG6*;W!_W*?T83SJ_3W]@:-)2%IE#3\.^S&DU%O?/G+IJRAQUSWE:PNQKVGW-3Q;1 M_\Z]$B^Y5U0_9*]>;G=N08%;F:Q\.^,!-P//\CTB1.'_)IO*SO_ZZAQW#P9# ME!JS-[SJX&$^B7]TB_KE!/CKW$]?/(/9&J8-B?'1_=|=GI1?7Y^[M6(3 @O>D-YW'W.& ?|Y6:_ZZ|D9(@_CZ?-CVNB>/4A|'?)$0H+^4M<(GGEQA M]9>7!N2O&L%F-G/]*

,"2.[7MPYWT4K=Y3T?K_E\,_4$L#!!0 M (#R*;5F7BKL

**-8?20$3;8T.P6BP^0"X99K>]9!:G+*_SH=#MI56+F0EWR$%>Z:&JA M7!=‘(ZH J.Q:;NR(*5Z+Z>BSW@K#;OE*A(?R=YF5W0,Z3P;"94ZE/V%F90M?V%;RVZ%:7\>.LN5M$6E;6-@W_Z(‘Z@ M19PI*TL_VMP;7OKQCET8P]4J-$9G >%'A/ C++>&5L(61FU#.])=-E8J82'< M)P3N$RWB:U0C;",JL;# M../EQ[XO*KD*E2$FZAEBT81&*';!L^Q.%%)N>M&88\97F;J;0,&%$Q.;XAX?QMS?T1I@=(F(IS)TN'D\N>2?:.K3ZMA*[>.*F M[&%BBHB(‘>1:NE::.T.<=YF0A6RW^P?543<OC"I6$/OA7B^R9X2 \'+1MC MCHB)'3%3A:X%N^?/O9#%F!!B8B'<^.M^U;9-H=A\S7M94XS.-HA-,&\65OQH M?"5VO=W_&S$5Q,0J0#.27O8>8W*(B>6 9B1]3$P5,,;$]CF8D[+=[_P$Q,6W$ MQ-K8STLZ.F%_AX"81V)BC_02E$$Z3\\QN3[V,15!0LP=,;$[=GG!$%B"62,A MM@;:(/2773"1),0B&7;O8#0QJR3$5CGTW2-BNH)%[) '' M8F*Z28AU@V+VQTS,.0FQBJS-MASGS*8=UVK"KTS,0"FU@?2:C*93TD'-1>&>&GO2R4ON6"US=$!4L87V,? VW;T+Y#?^+&N(B5DH);;4'FKPNEZ$X* ML87V,? Y

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 75 report.css IDEA: XBRL DOCUMENT /* Updated 2009-11-04 */ /* v2.2.0.24 */ /* DefRef Styles */ .report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em; position: absolute; } .report table.authRefData a { display: block; font-weight: bold; } .report table.authRefData p { margin-top: 0px; } .report table.authRefData .hide { background-color: #2F4497; padding: 1px 3px 0px 0px; text-align: right; } .report table.authRefData .hide a:hover { background-color: #2F4497; } .report table.authRefData .body { height: 150px; overflow: auto; width: 400px; } .report table.authRefData table{ font-size: 1em; } /* Report Styles */ .pl a, .pl a:visited { color: black; text-decoration: none; } /* table */ .report { background-color: white; border: 2px solid #acf; clear: both; color: black; font: normal 8pt Helvetica, Arial, san-serif; margin-bottom: 2em; } .report hr { border: 1px solid #acf; } /* Top labels */ .report th { background-color: #acf; color: black; font-weight: bold; text-align: center; } .report th.void { background-color: transparent; color: #000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } .report .pl { text-align: left; vertical-align: top; white-space: normal; width: 200px; white-space: normal; /* word-wrap: break-word; */ } .report td.pl a.a { cursor: pointer; display: block; width: 200px; overflow: hidden; } .report td.pl div.a { width: 200px; } .report td.pl a:hover { background-color: #ffc; } /* Header rows... */ .report tr.rh { background-color: #acf; color: black; font-weight: bold; } /* Calendars... */ .report .rc { background-color: #f0f0f0; } /* Even rows... */ .report .re, .report .reu { background-color: #def; } .report .reu td { border-bottom: 1px solid black; } /* Odd rows... */ .report .ro, .report .rou { background-color: white; } .report .rou td { border-bottom: 1px solid black; } .report .rou table td, .report .reu table td { border-bottom: 0px solid black; } /* styles for footnote marker */ .report .fn { white-space: nowrap; } /* styles for numeric types */ .report .num, .report .nump { text-align: right; white-space: nowrap; } .report .nump { padding-left: 2em; } .report .num { 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 77 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html3273001true910false5 falsefalseR1.htm100000 - Document - Cover PageSheethttp://seastarmedical.com/20240930/taxonomy/role/CoverPageCover PageCover1 falsefalseR2.htm100010 - Statement - Condensed Consolidated Balance SheetsSheethttp://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedBalanceSheetsCondensed Consolidated Balance SheetsStatements2 falsefalseR3.htm100020 - Statement - Condensed Consolidated Balance Sheets (Parenthetical)Sheethttp://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedBalanceSheetsParentheticalCondensed Consolidated Balance Sheets (Parenthetical)Statements3 falsefalseR4.htm100030 - Statement - Condensed Consolidated Statements of Operations (Unaudited)Sheethttp://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedStatementsOfOperationsUnauditedCondensed Consolidated Statements of Operations (Unaudited)Statements4 falsefalseR5.htm100040 - Statement - Condensed Consolidated Statements of Changes in Stockholders' Deficit (Unaudited)Sheethttp://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedStatementsOfChangesInStockholdersDeficitUnauditedCondensed Consolidated Statements of Changes in Stockholders' Deficit (Unaudited)Statements5 falsefalseR6.htm100050 - 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Disclosure - Trade Accounts ReceivableSheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureTradeAccountsReceivableTrade Accounts ReceivableNotes12 falsefalseR13.htm995495 - Disclosure - Accrued ExpensesSheethttp://seastarmedical.com/20240930/taxonomy/role/AccruedExpensesAccrued ExpensesNotes13 falsefalseR14.htm995505 - Disclosure - Notes PayableNoteshttp://seastarmedical.com/20240930/taxonomy/role/DisclosureNotesPayable1Notes PayableNotes14 falsefalseR15.htm995515 - Disclosure - Convertible NotesNoteshttp://seastarmedical.com/20240930/taxonomy/role/ConvertibleNotesConvertible NotesNotes15 falsefalseR16.htm995525 - Disclosure - Equity TransactionsSheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureEquityTransactionsEquity TransactionsNotes16 falsefalseR17.htm995535 - Disclosure - WarrantsSheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureWarrantsWarrantsNotes17 falsefalseR18.htm995545 - Disclosure - Stock-Based Compensation AwardsSheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureStockbasedCompensationAwards1Stock-Based Compensation AwardsNotes18 falsefalseR19.htm995555 - 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Disclosure - Revenues and Contract Obligations (Tables)Sheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureRevenuesAndContractObligationsTablesRevenues and Contract Obligations (Tables)Tableshttp://seastarmedical.com/20240930/taxonomy/role/DisclosureRevenuesAndContractObligations125 falsefalseR26.htm995625 - Disclosure - Trade Accounts Receivable (Tables)Sheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureTradeAccountsReceivableTablesTrade Accounts Receivable (Tables)Tableshttp://seastarmedical.com/20240930/taxonomy/role/DisclosureTradeAccountsReceivable26 falsefalseR27.htm995635 - Disclosure - Accrued Expenses (Tables)Sheethttp://seastarmedical.com/20240930/taxonomy/role/AccruedExpensesTablesAccrued Expenses (Tables)Tableshttp://seastarmedical.com/20240930/taxonomy/role/AccruedExpenses27 falsefalseR28.htm995645 - Disclosure - Notes Payable (Tables)Noteshttp://seastarmedical.com/20240930/taxonomy/role/DisclosureNotesPayableTablesNotes Payable (Tables)Tableshttp://seastarmedical.com/20240930/taxonomy/role/DisclosureNotesPayable128 falsefalseR29.htm995655 - Disclosure - Convertible Notes (Tables)Noteshttp://seastarmedical.com/20240930/taxonomy/role/ConvertibleNotesTablesConvertible Notes (Tables)Tableshttp://seastarmedical.com/20240930/taxonomy/role/ConvertibleNotes29 falsefalseR30.htm995665 - Disclosure - Warrants (Tables)Sheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureWarrantsTablesWarrants (Tables)Tableshttp://seastarmedical.com/20240930/taxonomy/role/DisclosureWarrants30 falsefalseR31.htm995675 - Disclosure - Stock-Based Compensation Awards (Tables)Sheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureStockbasedCompensationAwardsTablesStock-Based Compensation Awards (Tables)Tableshttp://seastarmedical.com/20240930/taxonomy/role/DisclosureStockbasedCompensationAwards131 falsefalseR32.htm995685 - Disclosure - Fair Value Measurement (Tables)Sheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureFairValueMeasurementTablesFair Value Measurement (Tables)Tableshttp://seastarmedical.com/20240930/taxonomy/role/FairValueMeasurements32 falsefalseR33.htm995695 - Disclosure - Net Loss Per Share (Tables)Sheethttp://seastarmedical.com/20240930/taxonomy/role/NetLossPerShareTablesNet Loss Per Share (Tables)Tableshttp://seastarmedical.com/20240930/taxonomy/role/NetLossPerShare33 falsefalseR34.htm995705 - Disclosure - Description of Business - Additional Information (Details)Sheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureDescriptionOfBusinessAdditionalInformationDetailsDescription of Business - Additional Information (Details)Details34 falsefalseR35.htm995715 - Disclosure - Summary of significant accounting policies - Additional Information (Details)Sheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureSummaryOfSignificantAccountingPoliciesAdditionalInformationDetailsSummary of significant accounting policies - Additional Information (Details)Details35 falsefalseR36.htm995725 - Disclosure - Revenues and Contract Obligations - Summary of Changes in the Contract Liability (Details)Sheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureRevenuesAndContractObligationsSummaryOfChangesInTheContractLiabilityDetailsRevenues and Contract Obligations - 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Schedule of Accounts Receivable, on Gross and Net Basis, with Change in Expected Credit Loss (Details)Sheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureTradeAccountsReceivableScheduleOfAccountsReceivableOnGrossAndNetBasisWithChangeInExpect Accounts Receivable - Schedule of Accounts Receivable, on Gross and Net Basis, with Change in Expected Credit Loss (Details)Details40 falsefalseR41.htm995775 - Disclosure - Notes Payable - Summary of Notes payable (Details)Noteshttp://seastarmedical.com/20240930/taxonomy/role/DisclosureNotesPayableSummaryOfNotesPayableDetailsNotes Payable - Summary of Notes payable (Details)Details41 falsefalseR42.htm995795 - Disclosure - Notes Payable - Investor D Note - Additional Information (Details)Noteshttp://seastarmedical.com/20240930/taxonomy/role/DisclosureNotesPayableInvestorDNoteAdditionalInformationDetailsNotes Payable - Investor D Note - Additional Information (Details)Details42 falsefalseR43.htm995805 - Disclosure - Notes Payable - Senior Secured LMFA Notes Payable - 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Compensation Awards - Schedule of Stock-based Compensation Expense (Details)Details54 falsefalseR55.htm995925 - Disclosure - Stock-Based Compensation Awards - Additional Information (Details)Sheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureStockbasedCompensationAwardsAdditionalInformationDetailsStock-Based Compensation Awards - Additional Information (Details)Details55 falsefalseR56.htm995935 - Disclosure - Stock-Based Compensation Awards - Summary of Option Activity (Details)Sheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureStockbasedCompensationAwardsSummaryOfOptionActivityDetailsStock-Based Compensation Awards - Summary of Option Activity (Details)Details56 falsefalseR57.htm995945 - Disclosure - Stock-Based Compensation Awards - Summary of RSU Activity (Details)Sheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureStockbasedCompensationAwardsSummaryOfRsuActivityDetailsStock-Based Compensation Awards - Summary of RSU Activity (Details)Details57 falsefalseR58.htm995955 - 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Disclosure - Net Loss Per Share - Summary of Weighted-Average Outstanding Shares (Detail)Sheethttp://seastarmedical.com/20240930/taxonomy/role/NetLossPerShareSummaryOfWeightedAverageOutstandingSharesDetailNet Loss Per Share - Summary of Weighted-Average Outstanding Shares (Detail)Details64 falsefalseR65.htm996025 - Disclosure - Subsequent Events - Additional Information (Details)Sheethttp://seastarmedical.com/20240930/taxonomy/role/DisclosureSubsequentEventsAdditionalInformationDetailsSubsequent Events - Additional Information (Details)Details65 falsefalseAll ReportsBookAll Reports icu-20240930.htmicu-20240930.xsd http://fasb.org/us-gaap/2024http://xbrl.sec.gov/dei/2024http://xbrl.sec.gov/ecd/2024falsefalse JSON 80 MetaLinks.json IDEA: XBRL DOCUMENT { "version": "2.2", "instance": { "icu-20240930.htm": { "nsprefix": "icu", "nsuri": "http://seastarmedical.com/20240930", "dts": { "inline": { "local": ["icu-20240930.htm"] }, "schema": { "local": ["icu-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/arcrole/esma-arcrole-2018-11-21.xsd", "http://www.xbrl.org/lrr/role/negated-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/2023/calculation-1.1.xsd", "https://www.xbrl.org/dtr/type/2020-01-21/types.xsd", "https://www.xbrl.org/dtr/type/2022-03-31/types.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-roles-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-types-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-gaap-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-roles-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-types-2024.xsd", "https://xbrl.sec.gov/country/2024/country-2024.xsd", "https://xbrl.sec.gov/dei/2024/dei-2024.xsd", "https://xbrl.sec.gov/ecd/2024/ecd-2024.xsd", "https://xbrl.sec.gov/ecd/2024/ecd-sub-2024.xsd", "https://xbrl.sec.gov/stpr/2024/stpr-2024.xsd"] }, "keyStandard": 210, "keyCustom": 90, "axisStandard": 23, "axisCustom": 0, "memberStandard": 23, "memberCustom": 58, "hidden": { "total": 8, "http://fasb.org/us-gaap/2024": 4, "http://xbrl.sec.gov/dei/2024": 4 }, "contextCount": 327, "entityCount": 1, "segmentCount": 91, "elementCount": 654, "unitCount": 5, "baseTaxonomies": { "http://fasb.org/us-gaap/2024": 706, "http://xbrl.sec.gov/dei/2024": 34, "http://xbrl.sec.gov/ecd/2024": 8 }, "report": { "R1": { "role": "http://seastarmedical.com/20240930/taxonomy/role/CoverPage", "longName": "100000 - 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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": ["r38", "r707"] }, "us-gaap_AccountsReceivableGrossCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableGrossCurrent", "crdr": "debit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureTradeAccountsReceivableScheduleOfAccountsReceivableOnGrossAndNetBasisWithChangeInExpectedCreditLossI], "lang": { "en-us": { "role": { "terseLabel": "Accounts Receivable, Gross", "label": "Accounts Receivable, before Allowance for Credit Loss, Current", "documentation": "Amount, before 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": ["r125", "r206", "r658"] }, "us-gaap_AccountsReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNetCurrent", "crdr": "debit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureTradeAccountsReceivableScheduleOfAccountsReceivableOnGrossAndNetBasisWithChangeInExpectedCreditLossI "http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "verboseLabel": "Accounts Receivable, Net", "totalLabel": "Accounts Receivable, Net", "terseLabel": "Accounts receivable", "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": ["r848"] }, "us-gaap_AccruedBonusesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedBonusesCurrent", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/AccruedExpensesSummaryOfAccruedExpensesDetails"], "lang": { "en-us": { "role": { "label": "Accrued Bonuses, Current", "terseLabel": "Accrued bonus", "documentation": "Carrying value as of the balance sheet date of obligations incurred and payable for incentive compensation awarded to employees and directors or earned by them based on the terms of one or more relevant arrangements. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r41"] }, "icu_AccruedContractSettlementContingentLiabilityCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "AccruedContractSettlementContingentLiabilityCurrent", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/AccruedExpensesSummaryOfAccruedExpensesDetails", "http://seastarmedical.com/20240930/taxonomy/role/DisclosureAccruedExpensesSummaryOfAccruedExpensesParentheticalDetails"], "lang": { "en-us": { "role": { "documentation": "Accrued contract settlement contingent liability current.", "terseLabel": "Contract settlement contingent liability", "label": "Accrued Contract Settlement Contingent Liability Current" } } }, "auth_ref": [] }, "icu_AccruedDirectorCompensationCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "AccruedDirectorCompensationCurrent", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/AccruedExpensesSummaryOfAccruedExpensesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accrued director compensation", "label": "Accrued Director Compensation Current", "documentation": "Accrued director compensation current." } } }, "auth_ref": [] }, "icu_AccruedExpensesLineItems": { "xbrltype": "stringItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "AccruedExpensesLineItems", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureAccruedExpensesSummaryOfAccruedExpensesParentheticalDetails"], "lang": { "en-us": { "role": { "label": "Accrued Expenses [Line Items]", "documentation": "Accrued expenses." } } }, "auth_ref": [] }, "icu_AccruedExpensesTable": { "xbrltype": "stringItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "AccruedExpensesTable", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureAccruedExpensesSummaryOfAccruedExpensesParentheticalDetails"], "lang": { "en-us": { "role": { "label": "Accrued Expenses [Table]", "documentation": "Accrued expenses." } } }, "auth_ref": [] }, "us-gaap_AccruedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrent", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/AccruedExpensesSummaryOfAccruedExpensesDetails", "http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Accrued Liabilities, Current", "terseLabel": "Accrued expenses", "totalLabel": "Total accrued expenses", "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": ["r41"] }, "us-gaap_AccruedLiabilitiesCurrentAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrentAbstract", "lang": { "en-us": { "role": { "label": "Accrued Liabilities, Current [Abstract]" } } }, "auth_ref": [] }, "us-gaap_AccruedProfessionalFeesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedProfessionalFeesCurrent", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/AccruedExpensesSummaryOfAccruedExpensesDetails"], "lang": { "en-us": { "role": { "label": "Accrued Professional Fees, Current", "terseLabel": "Accrued legal", "documentation": "Carrying value as of the balance sheet date of obligations incurred through that date and payable for professional fees, such as for legal and accounting services received. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r41"] }, "icu_AccruedResearchAndDevelopmentExpensesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "AccruedResearchAndDevelopmentExpensesCurrent", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/AccruedExpensesSummaryOfAccruedExpensesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accrued research and development expenses", "label": "Accrued Research and Development Expenses Current", "documentation": "Accrued research and development expenses current." } } }, "auth_ref": [] }, "ecd_Additional402vDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Additional402vDisclosureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Additional 402(v) Disclosure [Text Block]", "terseLabel": "Additional 402(v) Disclosure" } } }, "auth_ref": ["r765"] }, "icu_AdditionalConsideration": { "xbrltype": "monetaryItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "AdditionalConsideration", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Additional consideration", "label": "Additional Consideration", "documentation": "Additional consideration." } } }, "auth_ref": [] }, "us-gaap_AdditionalPaidInCapital": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapital", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "totalLabel": "Additional Paid in Capital, Total", "label": "Additional Paid in Capital", "terseLabel": "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": ["r52", "r707", "r962"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedStatementsOfChangesInStockholdersDeficitUnaudited"], "lang": { "en-us": { "role": { "label": "Additional Paid-in Capital [Member]", "terseLabel": "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": ["r568", "r836", "r837", "r838", "r839", "r903", "r965"] }, "ecd_AdjToCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToCompAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Adjustment to Compensation Amount", "terseLabel": "Adjustment to Compensation, Amount" } } }, "auth_ref": ["r778"] }, "ecd_AdjToCompAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToCompAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Adjustment to Compensation [Axis]", "terseLabel": "Adjustment to Compensation:" } } }, "auth_ref": ["r778"] }, "ecd_AdjToNonPeoNeoCompFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToNonPeoNeoCompFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Adjustment to Non-PEO NEO Compensation Footnote [Text Block]", "terseLabel": "Adjustment to Non-PEO NEO Compensation Footnote" } } }, "auth_ref": ["r778"] }, "ecd_AdjToPeoCompFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToPeoCompFnTextBlock", "presentation": [

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Includes allocation of proceeds of debt securities issued with detachable stock purchase warrants." } } }, "auth_ref": ["r6", "r22", "r78"] }, "us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedStatementsOfCashFlowsUnaudited"], "lang": { "en-us": { "role": { "label": "Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract]", "terseLabel": "Adjustments to reconcile net loss to net cash used in operating activities" } } }, "auth_ref": [] }, "icu_AggregateCashFeePercentage": { "xbrltype": "percentItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "AggregateCashFeePercentage", "presentation": 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a certain time frame. Warrants are often included in a new debt issue to entice investors by a higher return potential. The main difference between warrants and call options
is that warrants are issued and guaranteed by the company, whereas options are exchange instruments and are not issued by the company. Also, the lifetime of a warrant is
often measured in years, while the lifetime of a typical option is measured in months." } } }, "auth_ref": [] }, "us-
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Common stock represent the ownership interest in a corporation." } } }, "auth_ref": ["r6", "r51", "r591", "r610", "r965", "r966"] }, "us-gaap_CommonStockValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockValue", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "verboseLabel": "Common stock - $0.0001 par value per share; 500,000,000 shares authorized; 4,214,399 and 2,016,045 shares issued and outstanding at September 30, 2024 and December 31, 2023, respectively", "label": "Common Stock, Value, Issued", "terseLabel": "Common stock, value", "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": ["r51", "r529", "r707"] }, "icu_CommonStockValueAuthorizedForIssuance": { "xbrltype": "monetaryItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "CommonStockValueAuthorizedForIssuance", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureSubsequentEventsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, authorized for issuance", "label": "Common Stock Value Authorized for Issuance", "documentation": "Common stock value authorized for issuance." } } }, "auth_ref": [] }, "icu_CommonWarrantsMaturityDue": { "xbrltype": "durationItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "CommonWarrantsMaturityDue", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureEquityTransactionsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "documentation": "Common Warrants Maturity Due.", "label": "Common Warrants Maturity Due", "terseLabel": "Common warrants maturity due" } } }, "auth_ref": [] }, "icu_CommonWarrantsMember": { "xbrltype": "domainItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "CommonWarrantsMember", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureEquityTransactionsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "documentation": "Common Warrants.", "label": "Common Warrants [Member]", "terseLabel": "Common Warrants [Member]" } } }, "auth_ref": [] }, "ecd_CompActuallyPaidVsCoSelectedMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsCoSelectedMeasureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Company Selected Measure [Text Block]", "terseLabel": "Compensation Actually Paid vs. Company Selected Measure" } } }, "auth_ref": ["r782"] }, "ecd_CompActuallyPaidVsNetIncomeTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsNetIncomeTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Net Income [Text Block]", "terseLabel": "Compensation Actually Paid vs. Net Income" } } }, "auth_ref": ["r781"] }, "ecd_CompActuallyPaidVsOtherMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsOtherMeasureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Other Measure [Text Block]", "terseLabel": "Compensation Actually Paid vs. Other Measure" } } }, "auth_ref": ["r783"] }, "ecd_CompActuallyPaidVsTotalShareholderRtnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsTotalShareholderRtnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Total Shareholder Return [Text Block]", "terseLabel": "Compensation Actually Paid vs. Total Shareholder Return" } } }, "auth_ref": ["r780"] }, "us-gaap_CompensationRelatedCostsPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CompensationRelatedCostsPolicyTextBlock", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/SummaryOfSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Stock-based compensation", "label": "Compensation Related Costs, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy for salaries, bonuses, incentive awards, postretirement and postemployment benefits granted to employees, including equity-based arrangements; discloses methodologies for measurement, and the bases for recognizing related assets and liabilities and recognizing and reporting compensation expense." } } }, "auth_ref": ["r80", "r85"] }, "us-gaap_ConcentrationRiskCreditRisk": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskCreditRisk", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/SummaryOfSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "verboseLabel": "Concentrations of Credit Risk", "label": "Concentration Risk, Credit Risk, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy for credit risk." } } }, "auth_ref": ["r36", "r109"] }, "icu_ConfidentialSettlementAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "ConfidentialSettlementAgreementMember", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails", "http://seastarmedical.com/20240930/taxonomy/role/DisclosureRevenuesAndContractObligationsAdditionalInformationDetails", "http://seastarmedical.com/20240930/taxonomy/role/DisclosureSubsequentEventsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Settlement Agreement [Member]", "label": "Confidential Settlement Agreement [Member]", "documentation": "Confidential Settlement Agreement." } } }, "auth_ref": [] }, "us-gaap_ContractWithCustomerAssetAndLiabilityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerAssetAndLiabilityTableTextBlock", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureRevenuesAndContractObligationsTables"], "lang": { "en-us": { "role": { "label": "Contract with Customer, Contract Asset, Contract Liability, and Receivable [Table Text Block]", "terseLabel": "Summary of Changes in Contract Liability", "documentation": "Tabular disclosure of receivable, contract asset, and contract liability from contract with customer. Includes, but is not limited to, change in contract asset and contract liability." } } }, "auth_ref": ["r874"] }, "us-gaap_ContractWithCustomerLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiability", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureRevenuesAndContractObligationsSummaryOfChangesInTheContractLiabilityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Contract liabilities", "totalLabel": "Contract with Customer, Liability, Total", "label": "Contract with Customer, Liability", "periodStartLabel": "Contract liabilities, beginning of period", "periodEndLabel": "Contract liabilities, end of period", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable." } } }, "auth_ref": ["r330", "r331", "r350"] }, "icu_ContractWithCustomerLiabilityConsiderationReceived": { "xbrltype": "monetaryItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "ContractWithCustomerLiabilityConsiderationReceived", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureRevenuesAndContractObligationsSummaryOfChangesInTheContractLiabilityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Consideration received", "documentation": "Contract with customer liability consideration received.", "label": "Contract With Customer Liability Consideration Received" } } }, "auth_ref": [] }, "us-gaap_ContractWithCustomerLiabilityCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityCurrent", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails", "http://seastarmedical.com/20240930/taxonomy/role/DisclosureRevenuesAndContractObligationsAdditionalInformationDetails", "http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "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": ["r330", "r331", "r350"] }, "us-gaap_ContractWithCustomerLiabilityNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityNoncurrent", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Contract with Customer, Liability, Noncurrent", "terseLabel": "Contract liabilities, net of current portion", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as noncurrent." } } }, "auth_ref": ["r330", "r331", "r350"] }, "us-gaap_ConvertibleDebtCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtCurrent", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Convertible notes, current portion", "label": "Convertible Debt, Current", "documentation": "The portion of the carrying value of long-term convertible debt as of the balance sheet date that is scheduled to be repaid within one year or in the normal operating cycle if longer. Convertible debt is a financial instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder." } } }, "auth_ref": ["r40"] }, "us-gaap_ConvertibleDebtFairValueDisclosures": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtFairValueDisclosures", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/ConvertibleNotesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair value of convertible notes", "label": "Convertible Debt, Fair Value Disclosures", "documentation": "Fair value portion of borrowing which can be exchanged for a specified number of another security at the option of the issuer or the holder, for example, but not limited to, the entity's common stock." } } }, "auth_ref": ["r906", "r907", "r908", "r909", "r910"] }, "us-gaap_ConvertibleDebtMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtMember", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/ConvertibleNotesAdditionalInformationDetails", "http://seastarmedical.com/20240930/taxonomy/role/ConvertibleNotesTables"], "lang": { "en-us": { "role": { "verboseLabel": "Convertible Notes [Member]", "label": "Convertible Debt [Member]", "terseLabel": "Convertible Debt [Member]", "documentation": "Borrowing which can be exchanged for a specified number of another security at the option of the issuer or the holder, for example, but not limited to, the entity's common stock." } } }, "auth_ref": ["r73", "r283", "r284", "r294", "r295", "r296", "r300", "r301", "r302", "r303", "r304", "r674", "r675", "r676", "r677", "r678"] }, "us-gaap_ConvertibleDebtNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtNoncurrent", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Convertible notes, net of current portion", "label": "Convertible Debt, Noncurrent", "documentation": "Carrying amount of long-term convertible debt as of the balance sheet date, net of the amount due in the next twelve months or greater than the normal operating cycle, if longer. The debt is convertible into another form of financial instrument, typically the entity's common stock." } } }, "auth_ref": ["r10"] }, "us-gaap_ConvertibleDebtSecuritiesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtSecuritiesMember", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureConvertibleNotesActivityForTheConvertibleNotesDetails", "http://seastarmedical.com/20240930/taxonomy/role/DisclosureFairValueMeasurementsScheduleOfFinancialAssetsAndLiabilitiesMeasuredAtFairValueOnRecurringBasisDetail"], "lang": { "en-us": { "role": { "verboseLabel": "Convertible Debt Securities", "terseLabel": "Convertible Notes [Member]", "label": "Convertible Debt Securities [Member]", "documentation": "Debt securities that can be exchanged for equity of the debt issuer at the option of the issuer or the holder." } } }, "auth_ref": ["r876"] }, "us-gaap_ConvertibleDebtTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtTableTextBlock", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/ConvertibleNotesTables"], "lang": { "en-us": { "role": { "terseLabel": "The Activity for the Convertible Notes", "label": "Convertible Debt [Table Text Block]", "documentation": "Tabular disclosure of convertible debt instrument. Includes, but is not limited to, principal amount and amortized premium or discount." } } }, "auth_ref": [] }, "us-gaap_ConvertibleNotesPayableMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleNotesPayableMember", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureFairValueMeasurementSummaryOfChangesInForwardOptionAndConvertibleNotesDerivativeLiabilityDetail"], "lang": { "en-us": { "role": { "label": "Convertible Notes Payable [Member]", "terseLabel": "Convertible Notes [Member]", "documentation": "Written promise to pay a note which can be exchanged for a specified quantity of securities (typically common stock), at the option of the issuer or the holder." } } }, "auth_ref": ["r40", "r90"] }, "us-gaap_ConvertiblePreferredStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertiblePreferredStockMember", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedBalanceSheetsParenthetical"], "lang": { "en-us": { "role": { "label": "Convertible Preferred Stock [Member]", "terseLabel": "Convertible preferred stock [Member]", "documentation": "Preferred stock that may be exchanged into common shares or other types of securities at the owner's option." } } }, "auth_ref": ["r312", "r313", "r316", "r718", "r719", "r720", "r721"] }, "us-gaap_CostOfGoodsAndServicesSold": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfGoodsAndServicesSold", "crdr": "debit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails", "http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedStatementsOfOperationsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Cost of goods sold", "label": "Cost of Goods and Services Sold", "totalLabel": "Cost of Goods and Services Sold, Total", "documentation": "The 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." } } }, "auth_ref": ["r59", "r60", "r519"] }, "us-gaap_CostOfSalesPolicyTextBlock": { "xbrltype": "textBlockItemType",

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"http://seastarmedical.com/20240930/taxonomy/role/DisclosureEquityTransactionsAdditionalInformationDetails",
"http://seastarmedical.com/20240930/taxonomy/role/DisclosureRevenuesAndContractObligationsAdditionalInformationDetails",
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[Axis]" } } }, "auth_ref": ["r149", "r150", "r286", "r314", "r482", "r502", "r523", "r660", "r662"] }, "dei_CoverAbstract": { "xbrltype": "stringItemType", "nsuri":
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interest, Amount", "label": "Debt Conversion, Accrued Interest, Amount", "documentation": "Debt conversion, accrued interest, amount." } } }, "auth_ref": [] }, "us-
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"http://seastarmedical.com/20240930/taxonomy/role/DisclosureConvertibleNotesActivityForTheConvertibleNotesDetails",
"http://seastarmedical.com/20240930/taxonomy/role/DisclosureWarrantsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Conversion of
outstanding debt to common stock", "negatedLabel": "Conversion to common stock", "label": "Debt Conversion, Converted Instrument, Amount", "terseLabel": "Exchange of
Outstanding warrant", "documentation": "The value of the financial instrument(s) that the original debt is being converted into in a noncash (or part noncash) transaction.
\"Part noncash\" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period." } } }, "auth_ref": ["r14", "r15"] }, "us-
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of shares issued in exchange for the original debt being converted in a noncash (or part noncash) transaction. \"Part noncash\" refers to that portion of the transaction not
resulting in cash receipts or payments in the period." } } }, "auth_ref": ["r14", "r15"] }, "us-gaap_DebtConversionOriginalDebtAmount1": { "xbrltype": "monetaryItemType",
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debt amount", "label": "Debt Conversion, Original Debt, Amount", "documentation": "The amount of the original debt being converted in a noncash (or part noncash)
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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." } } }, "auth_ref": ["r72", "r144", "r256", "r257", "r258", "r259", "r260", "r271", "r272",
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"http://seastarmedical.com/20240930/taxonomy/role/DisclosureNotesPayableSummaryOfNotesPayableDetails",
"http://seastarmedical.com/20240930/taxonomy/role/DisclosureNotesPayableUnsecuredMaximNotePayableAdditionalInformationDetails",
"http://seastarmedical.com/20240930/taxonomy/role/DisclosureSubsequentEventsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Debt Instrument
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"r304", "r674", "r675", "r676", "r677", "r678", "r706", "r834", "r858", "r859", "r860", "r914", "r915"] }, "us-gaap_DebtInstrumentCarryingAmount": { "xbrltype":
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"http://seastarmedical.com/20240930/taxonomy/role/DisclosureNotesPayableUnsecuredMaximNotePayableAdditionalInformationDetails",
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its accounting policies for recognizing and measuring deferred tax assets and liabilities and related valuation allowances, recognizing investment tax credits, operating loss
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These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the company, if longer." } } }, "auth_ref": ["r10", "r21", "r858", "r859", "r860"] }, "us-gaap_LossContingenciesLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LossContingenciesLineItems", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureCommitmentsAndContingenciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Loss Contingencies [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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"http://seastarmedical.com/20240930/taxonomy/role/DisclosureStockbasedCompensationAwardsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Minimum [Member]", "terseLabel": "Minimum [Member]" } } }, "auth_ref": ["r266", "r267", "r268", "r269", "r359", "r396", "r450", "r518", "r547", "r549", "r556", "r581", "r582", "r637", "r638", "r639", "r640", "r641", "r652", "r653", "r671", "r679", "r690", "r699", "r700", "r704", "r710", "r871", "r920", "r921", "r922", "r923", "r924", "r925"] }, "ecd_MnpiDiscTimedForCompValFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MnpiDiscTimedForCompValFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "label": "MNPI Disclosure Timed for Compensation Value [Flag]", "terseLabel": "MNPI Disclosure Timed for Compensation Value" } } }, "auth_ref": ["r796"] }, "ecd_MtrlTermsOfTrdArrTextBlock": { "xbrltype": "textBlockItemType", "nsuri": 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Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r50", "r528", "r707"] }, "us-gaap_PrepaidExpenseCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PrepaidExpenseCurrent", "crdr": "debit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "totalLabel": "Prepaid Expense, Current, Total", "label": "Prepaid Expense, Current", "terseLabel": "Prepaid expenses", "documentation": "Amount 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." } } }, "auth_ref": ["r128", "r252", "r253", "r659"] }, "icu_PrepaidForwardContracts": { "xbrltype": "monetaryItemType", "nsuri": "http://seastarmedical.com/20240930", 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The term is often expanded to include other professions, for example, pharmacists charging to maintain a medicinal profile of a client or customer." } } }, "auth_ref": ["r668", "r722", "r963", "r964"] }, "us-gaap_ProfitLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProfitLoss", "crdr": "credit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureDescriptionOfBusinessAdditionalInformationDetails", "http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedStatementsOfCashFlowsUnaudited", "http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedStatementsOfOperationsUnaudited"], "lang": { "en-us": { "role": { "totalLabel": "Net loss", "terseLabel": "Net loss", "label": "Net Income (Loss), Including Portion Attributable to Noncontrolling Interest", "documentation": "The consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest." } } }, "auth_ref": ["r116", "r130", "r131", "r138", "r147", "r155", "r161", "r164", "r165", "r238", "r273", "r274", "r275", "r276", "r277", "r278", "r279", "r280", "r281", "r422", "r425", "r427", "r430", "r431", "r444", "r468", "r522", "r533", "r567", "r612", "r630", "r631", "r694", "r695", "r723", "r830", "r869"] }, "icu_ProvisionForCertainMinimumStateTaxes": { "xbrltype": "monetaryItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "ProvisionForCertainMinimumStateTaxes", "crdr": "debit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureIncomeTaxesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "documentation": "Provision for certain minimum state taxes.", "label": "Provision for certain minimum state taxes" } } }, "auth_ref": [] }, "icu_PublicStockholdersWarrantsMember": { "xbrltype": "domainItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "PublicStockholdersWarrantsMember", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureWarrantsScheduleOfWarrantActivityDetails", "http://seastarmedical.com/20240930/taxonomy/role/DisclosureWarrantsScheduleOfWarrantsOutstandingDetails", "http://seastarmedical.com/20240930/taxonomy/role/DisclosureWarrantsScheduleOfWeightedaverageStrikePriceAndTimeToMaturityForEachWarrantTrancheDetails", "http://seastarmedical.com/20240930/taxonomy/role/NetLossPerShareSummaryOfWeightedAverageOutstandingSharesDetail"], "lang": { "en-us": { "role": { "terseLabel": "Public Stockholders Warrants [Member]", "label": "Public Stockholders Warrants [Member]", "documentation": "Public stockholders' warrants." } } }, "auth_ref": [] }, "ecd_PvpTable": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "PvpTable", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Pay vs Performance Disclosure [Table]", "terseLabel": "Pay vs Performance Disclosure" } } } }, "auth_ref": ["r766"] }, "ecd_PvpTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "PvpTableTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Pay vs Performance [Table Text Block]", "terseLabel": "Pay vs Performance Disclosure,

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"http://seastarmedical.com/20240930/taxonomy/role/DisclosureStockbasedCompensationAwardsAdditionalInformationDetails",
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instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder." } } }, "auth_ref":
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Development Expense", "documentation": "Amount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold,
leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both.
Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity." } } },
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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."
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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
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are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair
value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets
(Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3)." } } }, "auth_ref": [ "r905", "r906" ] },
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outstanding are derivative securities that give the holder the right to purchase securities (usually equity) from the issuer at a specific price within a certain time frame.
Warrants are often included in a new debt issue to entice investors by a higher return potential. The main difference between warrants and call options is that warrants are
issued and guaranteed by the company, whereas options are exchange instruments and are not issued by the company. Also, the lifetime of a warrant is often measured in
years, while the lifetime of a typical option is measured in months. Disclose the title of issue of securities called for by warrants and rights outstanding, the aggregate amount
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Includes, but is not limited to, combination of market, performance or service condition." } } }, "auth_ref": ["r691"] }, "icu_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsExercisedInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://seastarmedical.com/20240930", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsExercisedInPeriod", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureStockbasedCompensationAwardsSummaryOfRsuActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Exercised", "label": "Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Exercised In Period", "documentation": "Share based compensation arrangement by share based payment award equity instruments other than options exercised in period." } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureStockbasedCompensationAwardsSummaryOfRsuActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Forfeited / cancelled", "negatedLabel": "Forfeited after merger conversion", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period", "negatedTerseLabel": "Forfeited / cancelled", "documentation": "The number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period." } } }, "auth_ref": ["r381"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureStockbasedCompensationAwardsSummaryOfRsuActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Granted", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period", "documentation": "The 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)." } } }, "auth_ref": ["r379"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureStockbasedCompensationAwardsSummaryOfRsuActivityDetails"], "lang": { "en-us": { "role": { "periodEndLabel": "Ending Balance, Outstanding", "periodStartLabel": "Beginning Balance, Outstanding", "terseLabel": "Outstanding restricted stock unit awards", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number", "documentation": "The number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date." } } }, "auth_ref": ["r376", "r377"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureStockbasedCompensationAwardsSummaryOfRsuActivityDetails"], "lang": { "en-us": { "role": { "periodEndLabel": "Ending Balance, Outstanding", "periodStartLabel": "Beginning Balance, Outstanding", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value", "documentation": "Per share or unit weighted-average fair value of nonvested award under share-based payment arrangement. 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Excludes temporary equity and equity attributable to noncontrolling interest." } } }, "auth_ref": ["r51", "r54", "r55", "r70", "r593", "r610", "r633", "r634", "r707", "r724", "r835", "r856", "r912", "r965"] }, "us-gaap_StockholdersEquityAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockholdersEquityAbstract", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/StatementCondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "label": "Equity, Attributable to Parent [Abstract]", "terseLabel": "Stockholders' deficit" } } }, "auth_ref": [] }, "us-gaap_StockholdersEquityNoteAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockholdersEquityNoteAbstract", "lang": { "en-us": { "role": { "label": "Stockholders' Equity Note [Abstract]" } } }, "auth_ref": [] }, "us-gaap_StockholdersEquityNoteDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockholdersEquityNoteDisclosureTextBlock", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureEquityTransactions"], "lang": { "en-us": { "role": { "terseLabel": "Equity Transactions", "label": "Equity [Text Block]", "documentation": "The entire disclosure for equity." } } }, "auth_ref": ["r75", "r146", "r311", "r313", "r315", "r316", "r317", "r318", "r319", "r320", "r321", "r322", "r323", "r325", "r329", "r441", "r635", "r636", "r650"] }, "us-gaap_StockholdersEquityNoteStockSplitConversionRatio1": { "xbrltype": "pureItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockholdersEquityNoteStockSplitConversionRatio1", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureDescriptionOfBusinessAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Stockholders' Equity Note, Stock Split, Conversion Ratio", "terseLabel": "Conversion ratio", "documentation": "Ratio applied to the conversion of stock split, for example but not limited to, one share converted to two or two shares converted to one." } } }, "auth_ref": ["r79"] }, "us-gaap_StockholdersEquityReverseStockSplit": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockholdersEquityReverseStockSplit", "presentation": ["http://seastarmedical.com/20240930/taxonomy/role/DisclosureDescriptionOfBusinessAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Stockholders' Equity, Reverse Stock Split", "terseLabel": "Reverse Stock Split", "verboseLabel": "Reverse stock split, description", "documentation": "Description of the reverse stock split arrangement. 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[1U8[(1LG+,LYRWT^%'XIY#C'N[X2T)'.3!@9&>;-!$X"Q* MP: PQ87ERAK3;&CUY&/ ^]3QZ%+..H M(H-B79?:6'LM:=H[M,:U&VNXK#- MW48(V,2A3MX@MZ!R0.(E)B'(P 98B@F]&;[=EX.WT7-U.T[(L.R9!P%Q]) M&4)M'QT+"7?'LPJ9"&B.3;0X2[B_)X1)1"5P5Q.>]AAY$_8"G>L54Y#0%[L@-M!;M+>[(4"A:CO8)H?? 4^90TA6PM,NR*E8B*]YLH5KC,Y,36Z.# ?HB:)7)2O MC:$L@N>DBY.-D3,MN)#-RL_>"Q8O_.264Z..QPB.9CM=B4\X%F(\"\Z@ Q7) MH J2'N!%RE9KJ]3:ASQ7P"=;BS@C#1VF>UNAIM)V-S_^U),F6%^/;K\3QM%6 M4E=C33(CLA003.W<[@N'P$A Z#Y*S9(/ZJ>G3*/HI+5Z MS!I*HVL!2V690DRU$JPV6? 310F2:S&O%O2A!,=UN0^XF\E2;H&%B@=.3K>>A M-JW0X)TV8(LQ48CDR AJE89G^9P/7Q5C M]"M'4FMBVJ%S+B=-8C733B52<(XC$J@US#@O@DEKB#G/#-$TA51ZD[!%\,A2 MHB?7-@1)9HB.6RC99I&\S58W%UMMWCQ_\7GBW'NWU5XAT(W!5U)!4$@2785 M90"R%KVT2BT E,(S29G-E2MO!H52?8H\Y(;R#G6_*H9I1"&; MS9=<@QC.S32DB MZ C,* U*,06^) >!>\X,ZJC MJCF6$#PI[F;5=*O]D(\G>9Q9--%Y :XGT?IFPA;12,XX"W7\!=+!EQZ")0C(M"=5SE4/FJMF#?RB3]ZVO4X+7*W $-.E&,L#T!3GGZ*57XYSH@M;5#@P*;]\C M"&020O$\(O,B:MONL.K[U@)WRL$?K1"Y. -\VSJSR@@(-;QD"D,?M'#1K5S* M7>)47W1FE>IO9E6TSF?C!7C!"0AZC>\"JJT?LQ#:<9Y4LZD(9]?%TDFI"9_] M;'T]4Y2O7Y4[DS)C$02OI*NYUD&$ZMQQT@EO@@@O-)E\VZ]?OKWKGW!7=4/U8 MQZQ<[")F@T^Z H$D:BVW3!FBSPC1;J9D]G5 -*L<>/,IV5]CNB]SULZ5_E\N MO9(("8@90P(1JP<@K\0^Z2-,UX^CM38T];KV M4'&U!5@=3T!J!Z27661>D*V^U?EW^\GZZB@:Z4VUU19,K*-P-1V5*$PA^2FT MS#*D@,WF/ZQ'&.P&DEIBUH&IR,"AJ< I_ >B; (FQ)\/RWSI>]H:7?B9]XV<3K"/#=Y)XIQ2HQ*L M!B8963F<%9^X!%.V.W?X1,+>D;F-\^DPS3%W:/_]>#B?O=UZWQ<#-3-DH07N M*=HEY3.DXADHRT2- ESKBHZR5MRJGL*YNB'ZK0+_=6?0O3_X6AN-/T[J")Y.7 MHW1'ZC,U<-N'#DQD*G*A% @4O+8BB77ZA .4/ M%N(6$7*ML>.^/O>EAD]<^ MPH[8-8HD. <1DZH@ACN"5EH"9E\!C(OS6; +='6#79IS\B?GB,!=(.F."IJ# MJ^-UG&;QU)SAU&[CEI.;*X:="5'GGZ1KD+0,Z9S#6.&3R6Q]TO03BU&SKJ\Z M$5S)[J>L(26.T@6I36PV*6- 5LI*;,8H3*T)'NEWVLC9L4 %BC9$Y+9$K3]NZ M^KE'W_WR?7G.Z\'7'PU86\,&S(O:K8)!-,)DY?AUU/5^!\L,8/U 01YU#)H! M'4,!U9,%H:;J(M6A,REW;E[JN;DTG"QEAXA(3,587A(2B'!"PP&H8R*M-L M4+'I*I.,*=!/=':+20*R*:FF1@(/E1E@Q@+]N+;'>)Q7N?\BV1K7E&?G>'0 M:\H1TQ^K&. ()*R&$:E*X&*]X+U"$C"47@HZFV5X.=\"D:,H"7DVR0M)&I]3(MBJW00Q6ZL0|%@DD8T=NB-3;K@SFWXORZQK6L"!889FU* 0]3 93A#H+)":1D MS*#,+HEV??SC%? >*K/[0>A)N=9_(9+*0S ;@C@ Q 4-1XX.E]HDT+DGG+;L[M;<37,]223,'(8P)CI:\EQPDBF@!2)!5]2Q@FUS74\A(_A+2W=E+5)H-))"#= MEDBJ5@<0PZXWL'6DE1US07>UZ9AU86?]_V-P&I^70T.U(&T+0G[WF8_)L>B MTV3[.\]JCRT49 M4#Y@SFF=;@EN+2,3W%5HKDEO$'H50.007"I%'H9\T 75I M'.D3[@H.P$.582HF(^DNV5J+XWE^D%SB"# MHHTR=-;BH3U+I"RYYB%8URF4K,4>E2V H*Q%K9F$;$IUCM2>B"4O.TB!8EBTH(0MX)R)D(8@+>"45;[" =>AK M5VT'GCL.7"FOC$,=VM7?UUBA=N$U?7M&WW[4Y1J<*:M)!%'!-ROI[\L$C]!11/0!Z80I M5QU;-H$CI 4EA:"U=Y[Y9L]:"^D']\D3SY(QQYTFH]DA*$P:HF,&,*&2(8=H MS-]5EUQS,XX5B3T9=:Z3)G,B>U(9LBQCMA:,TR%KF8P5S6;KG$68ESLE3*Z+ M%CT:&UFFF%BND7Q.\%$[:$.W_8^%D'2*[#0[$3UFTNL70\WY9=A.N<7?H> M]*!*@FEBSZ0M'>QB"SB,%D3*O#"9'?/-)F*V63/6YTG7OE@7$9!%3V!3)0@I M)TBUE*\+P+4[&O:RQ#FOWWLI*E%'Z8@^A%6X\)44AZCHIVB<40Y],=ADYH"7^5;9(\#D5()LS62:8*]9^-6BXEW-#+MLN8TJ-MUJYSB8%2P9*XM@*<$BY&H>B8VYJZK6S.X"/G MD+)3F@=KBUCO!J/$3EC'+-2LK3I&8;+;V0*W>,I>]JF4DFKM8ZV"K.7O@7L+ M/ @D<1!X,K>E_GDU: ?%9YL?KPY4]0{5^^NCD&-#GF@N7N '%K :GBX/ ?!$BN))=LY*^O6,Y M-Z&JD^$\!DED]T-E4!#6$YE!B8XG(9S0]EE/=0OQ@P82:W(NPB+!=>X9G4&; M#$1O2!<4YPSS0C'1; (9>LPT*S@ST'HB%ZPKX$L3J!R<03$,I#!B,-5!8'>VL MD%"\A#8Q""-5^_F+-^<5+&3 %9^ 85($*Y,"%V5-[X.G3 EZ79]_;/; MU=C@9I !LDIZE2#YPD'5F7->)R2;WO&B10S<- FM8K)P#WG=:/.SG=W19 _Q MMS##?)J3Z7:R!JD,5R=?P%D"ALXI85 JC+E93\W9K4UGR[R3SCR^UB$P MYOK'5Q*1?%]0$FF<^EP"%IK2(7EH+VQCC5+P>OK,M",!PZE<!%H!CXI028T M';BHI0[MOQJ2N_3Q+8@4*G43"/EY!=(+13UA*-H9S,"Z, MY.,QTI>"E(?6F%UCFC3&FVW\)W10"O(S=Y1;)."62* M9!V7]6!XI\ 9HEC)'D/**AK6;&7>*L) %W[X[.X$0DVG,QL)1=8B85L8.!D2 MH'?)D'F B3?K@OS^(N'.1GQ#EEYKI<$-\4.4AJ0#27)E09$NA<"X BLJ :7, MV&X"P%DVR*I<3M- >E,DUM;F-2D;2,H7"(2"0#,IA>=*!K?R9.S5[E1?_:#1 MD@WM+0=>V\$KGPBEY"-(ISIZNQC0Y?9&!_=VL)TV-LC:+Z1F]DA&@CX++#4Y(-MCD$%G]MM@'?!6--;G(? A&/.!4W#UZ3PWT/^>Z)@(5ELR<'2N!+:W9G/ M66$6O-G:BWLBXEV;U]UL]M(.H@L^ MHJT%-5((4"S8BO 5<.U8'72[*C;;?>_.PKG?GV_>]H'B&(I#$PND7.NB0FVE M[&V" [+BJN8$BJ<:&]A!/T3[UDLB.D2!9IKU,L3:HX*DF-[D TNN"*=5(R3U: M^3YY8OJ2)S$P5MNJ$F"V=7!"1=&<0<9D=>3TH6UV4&./L[7;D>]9DQ GBST* MY"0GBH0]V($."MF"ME@AF]7*X_V'XORO]ZMMYF!F[Q93-,V?7+;QR.@*K2. M:; RZVKPFNF $%@43&N3>A6;?\C;3Y:.LXO*$RPKX.#"&9]HR'2-+).5#H M&'@7!:)K$3#K/;- YI^TD+2\(N.Q2(^EY@)YV?D42$ZD($$PS:*UB:1'LT& M5C-,[R76^Y*;+4PY10UO+CXL9O.3BGAS_FX;?P_3O^,U=F=Q M)\)&O&4(6[JWBK C:Z+Z%3WXD!1(XY.1+KF@[H_;S0I$*8PPVD),.H!R*8*3 M64#FQ4N5$Q>\60K=#\;Z<1N1T()+EE(=3*V2L0^I$>Q\,)RC"5[Y=;51KQT M1OB%%W"[8TI%&2<)48'EJ7]@48&S24- P)6#2*[)L-G+08#>1Z^QONBJ&B$)* MG< Y+Z M>*Z98]HY$EU[4XDKN\/ZF@]>C$@AV@R1_@O*1Q*NK/;O9UPK6TPLKME>SGTX M7L2]XV5M\@B*(3M71K)!40I" [Q& 'D&HX2)T5KN5Q^/OC0:6'6<:=73FJ^0 M>-:,;9O'<>F81/..D65!W,S45:!M8SCZPB.L>DK\)3T":)}10'M-))((.N!E>L MA:!J HE,47GD1=EFIZ$WFC31&VF"EC%Z#A%CKODL#AQZ55LTDMST1KMV"Z2^ M,>1>?K1P[AP]>SK8%D)@9KKYT5FJ'$YC)I5M]0]]XG>%E5 MW]O,76)*S(E'$#R1,8)*@/?TD\>D# N2V!*5OI2SAV;]"PO221M+0D#8(KRYUR3+%:YF6X M<195N\[8/EP%YXU,:-!5T [Z3"KQP,AJ[P9X*JL@"B-J$E;"%*2(V%Q$_IH'-M!:O)'EY?[?Q+%B(%C9!*CJ

8&@B=/1)DD48IQEES'+%J>Z0=I9BCKM,6@=$_F>Y.I]2&\]J(;Y1.11?!!9E(]5L-00D$QY77-M,,#D7+/\<',9U5N+.!OF89CN;841GMH0G*#Y1UK>8=WI-3DLMHCV./OMNE]% M]#59[]JLTF!O3JTP. @4!::N]64[5\,D"\$+E$)*- MV38;9V^F"JY/S%1,$"X;X$5X4,)+((%D$0-,G^X$%=VULMU<7F[:EUND'- M?'=&@942@PI*@N4YU+9
B>!CYA!#IK.BA>.VV8%MMS7@PUC,F0>Z?3#5#Y,0 M0DJU1B*&F#)1I=U^HW?0;<8XLQZC@9!K^6Q 3G87H3\6O$\2Z02UE^[8;+%B M;Q/;&">B+9 T*E*F+(*+DDQ
PSV9@4%++W:P'YA;%+5?'V0UQ6O;%DAT3>'V> M=''75?+LZW\M$+K7SG#67$[(&679]ZA\!$9?NVQF 2@.-U&6>_IQ9R/,.FFG-=:,9!K?;0++Y++2:[
MM0]"9M*II%T%CYQQ%56.S1I#;88@>R5.4E(%##4:;6A5*)\8KU. X#](;845N MEC@-C*)930R",9.#(]$B+5O@@]6Y!S2>;+*8RJ2)6F:171WM+E..V+8:R>UT6!C]75$17:!E@'0
M%^ZU=M:J9LL&OA%EFBRFWQ=FZL 0/()LZ*^U'+=3MGCM>K.B3UL MJ@5R+%4WCB,0[7SB$*V/Z*1D*)HU16\NQ^+;/'V7$HC7UX#EBQ?Q',AU]-(K M0:Y$B"O%6!V.!-
FU$!#0DO6',C!% DVTV!E^%?-9UA0XDWTE,2.$4G%0" 6\ M"PDT45$P:0H/S8;^&VQ]=7*%,9UU5O^1!7F=<(ZW+E"%&6TA"BY!Y\3&H?6 ME[@...6X=_]&O-8-
%%1RYI0NB8'FOG9M16>^68BW\M9"UY#MV$!W(2Z3Z=8R!GF=DKI/#"2Y258C9,=]T#Z0TC3,U*8$ M/NJ".OAF<7&3:0!=A_GO[B7_74_N?%'S9Q_IGZ^M@A,7K!SI'9L0]VVD=^S2
M*^D6*3@R%PG:U<)%K"9YEAG06LX(=TA7FIH47M5YY!P]9]|BD/V+:80W)UM+] M&G*=[!9L_GFWUEO?3K@@4S > UGEO*,F2PL^E 1$2R$E\F3;#:HW*8!$7"X'V0Q@(W-0W*5*M#
<&*0G)C+ MCGO#FSW.%PS$/;O.,R@NB,"/77HU-M8F8Z2.8[7IE:M3"90-$!./.4F=<{M3 M"5JK:CE)SHN>1]7C>8S.<%9S]7T=35Y=M=[H L(FGG7PFD#7FI/S&@MC>_-/-
MI!)XD!]<"3HK"V=+ M;C:JU]Z3!]RXDYZRGH27SRI3'0'B[6/G=.Z3H_M0*,EQ))5*LVVB;KETQ:% MZ8!R9(-M*Q:[E9 979.<#)+(YAWS6J6^Y;3]^ !QVI2:@5;B@O++A4%)CD
MI4'"&9&O;6;QBS?/#FN\NX% >^4+1TK<.\#HJYT9$4*V"H+5@7DOLM#-VOW- MC/UJP*LF5!!*. ^D>7G-K9'@A<@@G$XR:N8X-INF<)MBVA=^],J;B?8E7M>T
MX;C0$ITPBF"/0E!!UP3A;($D7-"9IYQ9LP?B'(H\^YRV:TW4WX9'G)WN.MU> M6*TPUOE.2!15CM-/D2"M+L8EYKE6JZ\L7@]OH[8$\L<0LVL5$C4\E$G$+XX ME!9
M4"!S;?]8ZJ])&6H_)6 9999A=7G8Y1 M<-5L%M)]R6#_4"!E':()$$MUCV,,9$%#6D9*!Y5"%*ZYSLX)V90WB5FZ;G]>ELP>E?1.NE,*Y(^T,6=3! MQ]5R"YG7]6 &'6Z\1X1HNF
M6; &'4UC:L1W^RJEG_] $"GWA)]"9%2U#LSS28)RC1V^+=(*,"]8AFZ[=4=1D$1+L"CP[6;*27C3KJ5M- M,>]:VAC.%,=E
%>*]&G[D;0DKZY]8T@S%H^ZV3A',_&J"%3E=G/=*;#I=HM9[MUVEM0215F\'TE@U9I+YIM1MM:NY(54<@G&Y/2X-%$,CO#LI\3Z)1"D$F5U"Z% M^HS]KZGH"R58)1.$9'T=E,' Q\3
YJRRM8',AF;-@LL&6-7:X(OD(L_>5FKD-MJJF5;)6>K2FS*Y"SX^4M" 4I]%<;_^4L49R\H;P.PEZ5U2OCXJ M!PZ%#4H&(>_0G+OUE,V*2S(=29J@E[%VHB;4%
4'RZVPQM@22K.),/>.U0OT M35479*BCEUZ-H53FWF5@76OS;G8\(ZXRP2@AHM;J-&OFWI>OG*$PCE:D7$UA MI(#,6&
Z"@+V&L&G8,$+'%4V2"MGJR^,_]Q@1UF(73E*@2WN2RR(&GHP"K@9/6^RR3M*79)*H^8-EY^/DRBVEBC.![4+Q2O-#)\A!])S0E8YWQ M&.N$$6=48H8QTZQ[ZM:-
H[L9IXE25DDL'BQ+72^> H';R@R*E;;=$,(68(-SC(>G,#4;-3SLFX/?CN/E@G,U FZ)J0Z M)1L5N& +(>9@F8HLD*YNE9(M#3EN@I1HL="A).U8Q^Q8"S'4AN?,VUPL"I>; MQ54-IR+
(Bl:V\[IH:%$6)0Q!]"XA#$G;.4)4$6-A69%P#!)L@(W3*2LI(NJ M6<] &P-26Y"?7NN$DV%U:&VN/.LW<*Y<^3GTN%P0C=6K\M] M4X/OXQ C8@TH!9]6&QG& -A6L,0(*]$2/KIFP5{(#:?
Z] T$K= -+#1D]UOYO MI>;%:B!AK++6/,K0K!W2AROI()OD,HNY'_>P(N$1%6.B3CXTLM9E"P9.DXXI MR'CA3"?
CFXTHKMR/!6QG=S390_PMS#"_WJVWF;V;O%G06:!/KG6BX@W,3U8Q M%%=G"$!; TM,NYI\;. :HB0Z9-FM"E<8]VSYW*O#!F!>U/]F7QP4- M@\;[8$""KSI>A# 2OR; JR?"DR-
Z2S:9@M9;N MN)HFNIIUK@L./&F"):&&K*VN 1,F!1U<;MOS-MV1+)ESGSJ;SC?>UL;URR?4 M7W\/GX<[BYWK<-!*6T\US'ZY=*K*'_-N5=&*U!6U]$JB4'4T8..TD?T7F.[
M<^1,R,D[+D#Z*OI1@G8LV0@B!]+[@6QP;PGS$1YC14F?N6^YD*W=%8Z6M:GP%OA "+ MQEDR#4.Q:Q<#NXVS.![<&LMI8J1,H>:<@!P+'!S]#Đ)PU"8C-[*93(7[#-!K
M=R)HK9PHCG[_3512QB:(TG"P"E745C/5;FOY[,4;BAC[&;B1]I;R6I.?& U\R_5<;-86,U04"P6 MJ3EO5I^>!;W>CV?+U*/.H[72W*/C?=U87W@X2";+0$BV&QQ(l(A&L1JJ*EY9
M%PD2MTJ4"XVHV6S>[W'Q)_<^MO;**K*ON3PZI7;KRV=TY{)(PCQ"9)!"MR=(*(BA()0;AA V6KV&3BJWAY$T- M6M.%%4*N!G*N(^(#+Q *2H@&B9)WJH'C1K/?
LCO:EZ, "NNS,H8:X%7-4TD&6 MHN9<&@LN%[*YC- V&,VE:U:AW' 2; .ZP+#,"24DDF M,AB:I5Z;$9B;;6YBN'",,@TFVMKIWR6B8XI@4B[T_YB<;C;S^;QN,L5YMQ M21G9P>T
7"M31\1{.FK" !GACK.@DF'-$N:\,,@UB44#XJ(#UXY>>]7C)(N2 MN=10:NV!:;*`]{DG7!)29NV-=\TE9Y^6_3,<7R#
[IS\PCI%7;JZ*57VBG/.#>\WM&;6@8C(&)*8"0R@Y(GS]9="%YKINBQ_H4L M.]2VMI+R_E(&#VPK+NRZ57.\%%1IX*Q)2[OOT6?(R& %_0Q3"EA&JN
M1/>$J+\NK4!]G=0@*A6EYZR4=NY5D&3\H 7(K:(8OC M=;DP+D<$=*5,A"L!HLL9I [26#]7*%9NV*l8D%^)T OI^I:;^BM],4YXA0; M;I<69FI68&1$:,+VBF*%\V9]U@T-^VM!?
LH4A#0* N-DD5:S-**-8)/1.G-; MI&SND-88]9/)@EYCNDN;M'>\(O8O3_Y&XO+3M){8)Y.7H]07D&IN!,E)[M' M+^K0.'KIE=A'<99"\N!
(ZY+ZM62P6_0UC%6;\T@6;'/LL]I.6CWA\ELP2[FY$^!YD*"K\L]8C&TW-K-,+IQR]Y<6U);NWI[@H8Z)(&D3-)E]
M7$,L49/H\2J9YF#_M]76J\4G'(V&M6O#9+HIF=+.Y+X8]"JMUV6S\L,/)Z4 M1RBG+%]C+9P/A_MYTQ.\2+U21K95U'KG0L5E-@F*]U;OA MO);JO1CG6BB_"*,O+_CON'?
04+;;=:\FXX-?MW#Z<9CPS712B^NGMU3$6A=] MR@)0.U<'7Y*-8*($&4O1]%'M-MPJMJY<#>@I1L+FXL-B-C]]FS.WVWCIV'Z M=[Q&"\%=6.CUQT8NDBE0(]!+I*D];G
V%JAS9+B-LG98;Y6-SK.0%I%NT+'/ MJF14!<$=\-WW6.1@O60R*E7S'&W7:P KS-<7'U_:I2M0)
MM<5#CMYB;:44<[.NW]7WB[FL1KBJ;K^9CC$V6HN1%V"H,BA1!Z&RO+UXEZYOI)"\209M]=^41215&..N&9/T^'%5Q->Y-5'U#:;ZD M-8QGN$DG?UB[9,=%Y\[H2VGV#A2NQH
]%KG9HCVJ6G<8ZF"O: .$&CRPMD0O M11)2-.LG,<|;\>+'-LP.5V3Z;7HR'2Y}_Z-V=]]-WHF/Z/4V=^A[*3R=C$9A M.NN,Q4."=(%'/']+5R03B0$GA]NZLQ3YOPYG$R6XW7B_]?
1@!0=_.OC\U._7 M#Y_B>+)#DO>4V'YO6%W5[%OW/7:+1\=?^2:R4W9G=W'DA8_MOH6P\IY6[+ ME9YOQ_-?XY0[OB'E20SRU2T[%ES^[3OO2"3Z^FX7(I^O/P_?OUC'D99MO#
MW<%H./[IV\GH^.&L7W@XF7YX}!B3CZ;TYT?UN@>#,$W3;U^\?\6C$M("EX;IS!X,RG2R ML_^=/UR.*?!,J(LS"RJY"&3Z%_H&$RG9R+7T@^=_,&]++#EQ#%H3Y5)$&'.H$
MF6[/4),DB_C@$6U(MPDSL}(3SI:_;B/)M\IZQ'2__LM@\#/]=S"-]!5WW0TY M#\7'SR_W\T889F?W(HT&4VF&W]B MW?\>G[,QXI+[,CBR)<O7KQ[]G2P]6[S
MW;.MN[H)6\^>O'_[XMV+9UN#S5=/!_^\\E?-E_]Z[/!D]>___YB:^O%ZU=W M=6?^%DCYC#\0^O]I\/3ADX<#P;3R9^W&_EO54[RAV/\ZE!C[K]FGT#@4T =W M'LPFHV$^N*[+
[,W6<%51*ZH([$?7!!SY'G/6Q/>>?Z[>^'K[CW@\Z M(#2>C#I\.TP=LGK^AQ4ZEI0-&=FUEU)&#SX3;D>G;,#,IF@)F>PC8Y\37X<%@"K]BW&\722.K]$M5;,V%#.X*^!
Mf'1L6WZI/Y&-GLBK0K3V>>RW/-#320:O![CCRI? M813V)HLYW?$SYL?+NW/&'A(U|^0JEFI.T.RN7=#]9S0$^GF=/?IP:T_#F?# M90+RQL'5^Q?15?F0^-W-U?
\ZBL;W7V()QQ^=\15OSOO.SX_FTY.+VC<).HJ? M2HE/|'X0IQC^OM'|"_6#4]9]<+*ZHT8[P\G$Z/SM*8SV>8%8Z? 3OZZ M%9L8I_'@T5O]>0L_3'#P_L5@:V^'N.W//\W"> 8SDBSE+
D<39*>H8': 9:D M:1!DPCD#HN3(5&"<<=N7!/[KQ@3(SVWN+N9HGDW,RW0GS7QX,Z5GZF.B$ M3$8QC$:3.5&[A\-VMOSP5IG'Y\M@XK2\[AS2Y\;]]?WFVW?/WK[\K\;9V]>
MOWTW>//^[=;|S5?O!N]>#PA]OR.(/>!R\/KM@.L?\H^#U\\'[_]R;' $F!<" M\LTG[^]?N9?]-'#1Y[('IY'T0(K0?ZMH7%=4=UD/PO/)=###?QL$_#@[E8.D/ M'>
X8SX/[YWWU#.DCYUGR]CC M,5FSD>D3V*&G;->O00Y[L(=A"CAN@S9;N#M?>MDE^VE%I"29^U5K=,N E0% MX5&@A"05LA*%DPG[(L7SX8QDXW_1%C^G3V9M;'*-4Y^G
2X&SF^_L'C|HAYK MKB76[-GBN2K:Q)0,MUZ!9Q0!,6?!,.G!>(E1"B^M7^U1++8:SFGTP>#XD141GJ:*EU2 EZW)@B ZR\W4^A]80>)2@ MK!->YV2RT5<56L^ZC(,Z+LM7:6.,69W?
[;VP|[H*]?)6GOZ&1U[FO\N?I;^C M3H"|S6#C(V^|\+4/2R12CB^0N]',4EIU5:HY0S>W]|3B<^_)GAQ;+P=_>?WRZ8M7_SIX\OHMJ;;-=T?CBU>U'-H*.UY6@/SP[*-(
M\XZX@TD9?"'J(,P&LUU,72WC8#@o>#.>SP9/MSA5QT]]|+U9Z%2LWE]1QV7-W M,JGCF/%YE"G"8CYYW)\U>HS8W;VO9)|]]OT&ZOG?Z=%_9K6)Q=UPNY8+]/'[;3M54IUCJ/
6+0HC9JIW?6BI27K_-2K62!IWZTU9=,XV&M_*;FZ,*3 MIWM/)AF_CQG]8K=Z>1CO4\O3L>SCLY3'(5/H69E7LKV7"]Z^'WN_"YQ?['"=/+0OW>4/M9A'0:I'&<2_$=I/R&;+#-MB0;;'
Z$]5T)WPPF0XF\VTR._]L,1W.\C!51B"8PZ-2K7O=Z8

7@]V>\QR)DZR2AA M3!(.3-<866E"(PDYF!AX"$X9SW]RF#=SGN)LMO^?E\,Q\A5RAM1<#G[K=IL8 MX[?1Q_SPIW,TT\JC^V=3 1,65-:#2+48'KT!7TR=P!>((/EH*DZ\<[#R+"F*% M5-
A;T+<'BK,+@(*;/@DTJ89QFG3.>TV@3>& V1"6M,\;R8?D_"$_KQ]?3= MY~J 7:MQKXASO_I(JP?M.:_WM[T#1Z^G M7<.\<>K#=7=F%.#UG3!KM&1:$_(GN[6>GH"D-
NL<8(PJ"2)A4.K*2=+'*/AF M0@;JZ/\-=SOK=84V#1/_70[D]IS YWPVB-GS%UO8_H8P*.M.+L'_$>VC ['H)Z.;\+A.QJ<_>+E_]I_XNST9XV#<.4I^&A";
MC1:5.0:!CB5)KXP;@QI6%."5T6=6.-A<*N:+M?[5NMJETG%#Z",??E4!6L'& M)KU)3R*S!S<5Y2GP.+_'%%,7LOE.5<:,*S? 95:XIB<1X\?5QD.-++'*[L" M:Y/.T9O*U2W%
[)6PX#B[@5'UN[X9"]H:O[C*_Y2Z<;'[20&DP/!YH,=A?3 MV:*&:N>3 5W1.8"X^"'^6%"S1S?3/.-VQ&9D^[[(W\$E_1U_(8=>YCO@&D MW?4 Z>,R@'7M"992X'1HZ-8&&G9-
YNL1P9"V!ZFVQ+D<<#YSBP9_*MW_F+R1 MS3IU>[ZC3\?5-V#]>60:JG(]QSNW/N^S3 #_X;(FXCVGWUI.?[6?^=4)0_R<-MMFNKN $A";HM??(%;GRGO^<[U=2Y:JEFF\'O%59?
UWM(!#.L':.D=&3%0I:E M@(HR@0NV-E+07DKT+]MRTL]AHPA9D-M:R# MPSTN8]?:OH9OI7$39S0==#^:?_"?$OQ@>$\ 8?ZP'L7GVI%Q$OIU#D+HJ<.MSV#BO-
5+\3^PG&'M6=(2IUC/& =)4 &NY$N.LZUE5^%-KZ7_?=5]5+/#][2O_+IW_JXS("@TNFPQY-O:8Y?"/%?A SR7*DG$[Q398CGT:.MO'SYI &(TRJ0,44D:9T$FP4!&2(*-"&<*&3
A%]W(:E3J6T1$(*G[Z3: M*3>HVAZ9?'8QY\K=[*EUK'FT#B@1A;5&<$(5Q9_]IXG_K0"C-&;E M23^<$J.]I :XAR(]9BV8FVD><*6 5YT FVH*?]P;I&VDK=FI/?4^;6.7SU^# M6U^2&/_
?!]MA-BC#$>9!&(T&TZZC1 V7_6,QK,&R^600N.$?8%$%X.N7=%\ /=KP*% MV8*0QFQ[4@LF#SHWS;?#_,3B"88<7V5=XO++^^_BXP*,Z#'\3R'2/Q/?T] M_C>]0;V^NY2^5%>Q?
Y_:7&/6+:),9)C-!YX-:[_?Q;'F!:<+ MA/,(>%9"1Y+")\[YUKMDQF=>48B(!59M$A!(NLI(^]8C]EUUUV$*D*=!]F MEVY@=">?359E?BX[(H&)]OH73A,?NME1G>4Z!3M#.=S.G#?X
MH0I\^UA(\7#_@OGV<$8K#KNUM'K5XF6YWD.I@,,?'ZY((DB6BYQW==9DP_7)6 MZ!B&P8A> P33?/O@SP\)@&"WLHQE..[Z8W69OS574[#'9ZVO^S-_
M?'#9N1>7#D<+R4>)\M8'."HH^#IX0UW05@1>YV:A;;F M*59"/O27:-!WF?2G7I O"B7?IN^R:=VHWN-F_$T:=]L^7E1;L_WI%].[O%X?U.+'=B
M\U[&W,N8EZ9/Z/1_F$SW3@E#=!=U^%Y/)N'<0[3/!O47N3# M?%;3# E#^/'4L/N*4GLPN9*RT>"U^Z"X4."80@C"F62QB.)Z:EGX[/.7*6'+ M>9&KF1)VQ32 "XX/:WX Q/7DWG5Y-K-
M'(T.#N'@!SI:7;[+N @@A.B 1,\H2"9SR_8MNSIS7P19WF8%\EUI9,33XN1_Z:GP9U-.U/7]/lO*G,YRW@"@;@OOAZWN7! M$]7W^T\PE()T-6A!$DAYQ\#93-
J;^T#TRI&8K_+P,12')A9(V490P3APWB,(MCBOGHQ<)X2EY^%VA9%?&LE7K(F>O%_,OA".>4"<-ES>_OT?7=7D[%)^S3< M(:'VRX,7KYX?EWCCQ0[DR1SV+WGPJ_D&?D3/?Y
_!R\Y@VFU2I?HS)&6M:(_MSLYHD_&E5O2GP>3+IJP\))X@;UX*&J%?9XL:G;BP>9<+6WRTBT03\V;S,./ RWSJVK_GE_6?\$@=NSX>0/DXS+'SY!)DG;L4+,<%SOCQR3S
M2*;M;=2_GFR4R![JX7)E^^[7Y0?_O9C-AV7OX(<5X$@_>/=R1)!;DRQ9O%_MQ*.)?H=[_/DF7&771IZ?'!'N[_];2;5]Z,+>7_%P/"+H!L3;T_U)?-PFKR0Z0O:OR-<(E2[5!,-O.MVI 89;
M&+:(ZP;_8X5HH\%?Z+[5=`[R93#.79WMN(6[\R5BD6P)6>]J3KSK4O*[=@[= M1[,3&[&F*?NKO^)#8/M:?7"_>DPVC@<+QUO M9":=O8%G<4[WA(QIW\[:Z/S)U=X_?
OWBU^>K)B\V7@Q>OGK]^^_OFNQ>O M7QWN:[B7 :=M&K^7 ;=**=WOQ*TYFO?J^?H9\L4<=P;\-FEC>OD=_L>A3H[5 M^9Q=R/@Z5/*3"5TRKBE(%-G_W;E9L\/Y&V#I*^T[Y5V
M:Y+A%BCMIF7';V%$]\!UC9BE09? @PUN#"X%PIWPN%>.%R' X>+*>YEPKU,^/_LO6ES6T>2J/U7$+X]=]P12'7M-MBSQS(V3)GM%]W9:OY>[^Z*@E2T(/"' 4);FU[]5
+41E$B"!R!P3LXBDR"V MJJQ\,BLK*_,>3&C9TVFR^OUH,/!TG9VZ,.G;,XIP>'V M"U42' @.W3@,*2O?_UZF\S^61X2*^IU&/[;O1%"X_0)5! 6*PCV@,)NOYDQ"l.U,0OQ^EL,A@/#7 M,
NOUMK=*HIS^]UR]&RM3:?]+9;O*U.[-/9F%Z;OE9.TM?(1"H\KFG5[SJ^X MO)A>#4$0+6X(.Y 7\4"XD'W#A?S!OUME@LEJ?0&G:F3!=7KYVR$H\O\^>?0U M$/[?O\]?
\V0Z7UZT.WM/XOQB];[9UJ^3Y7\1)&X/(U#\X8$@H?H&"=5V&ZO% M?+JL&GJ^F"?,32+7+[-$,W%7E'Y^5GK;5=*+AZES_F ML!PD*Z_^L3H)[9,_39\AY2?E/T[EUWU3?KTY@3OT
=RZJ<7SCQI*&D\;?YP: M;]F\>9W?/MZ$B>'[?/QP^5GD8+?H.#^"!2\OD?[#O_^C?CF!!?WLCX.5H=R M75[^^#1:VC=<(F4=-H<\S>XFO1_<(#KK<+*%[9[&';MMRO(TX!C?2"?
40.KW% M>- >0NL^=7>K1GW(QC&;U-[U!53Q72M>?9[^3Y6CU M>G[1+ADNQR\F_!\M>[$OF[$N\,R_DB+';JE[?(2[<G%X/]@%B_%V.I9H8*$EU:*.E--Q'}?9IM-5L-
O_>24VO!_GY\U+Q2.QW;WT M* 3?Y3W])RU9_=_BXBI?[VQ]A]7RM5G<:"23QS&/A&%2J;VJU#-,EQK%UQIU M;=$?TB@R]4=#JJ&8^J.0:I?0^?9BN\3[L&W4L$9[6BN?
Y'P0JYA3827=Q2IN MS]?V"G,WK+!C9>D7_;67+W_X]>51VLLC6T_[\I).*TW^Z<5B47\:A>7R\ /@ MXUDY1^-IG?@X:6RG.39:GR<[MMU]G5N:H?4P6MKJ]/(=K_WB-T_KISD>Z_?Y
M](W9U3R38[1E8?GZIM6UX]RR_M(X_]2A3$_^/LZ_3=Y6 M,*!2P^:6MB%E%_,UJ_R]O5K^W" MU=/?M;:EF!(AQ,A!]2#![H]* -F/)11BF_#>C63BK7_AB":|":'_<-.R;T<5L
MLGF3Q_W^MY?/JE&JTUR?)+\994R3LS!=_QM+\,A@^S>3MZO'LXLSR//U M-:WVC&_^CQ@S)_[M+Y\Y_^<\FKN3D\)3 2F?IH#)(\L*)o.A^WDN!V_
MA=.Y8LG;%U*Z]3RT0(33MZT%&JR$[W6+3(/GYJ'&(NJAD! Y-O5'S26:AY2 1FBC\:P MS&SLPF]HKV>_?E'SGW%U&?KLR&P8-W"K09 Z4E&2,]L1K8R27I? ()2 H%C=
M94>T"J*5PJ#./!O9A3/;/:W6]['@?W Q;PMZ?5MYX+2BJ.RA?-Q?%G@>)GF$ M;_;?=0;SQC)=GQIN)\G3[)'VPFH)Z%Z.PK]YM'WU.R4R(QF4H'3F$!9+\"+ M&
!=KNXS=R:]3!SD27T7|8-.GW7K'?*S,'L/]7UD;'[**^ZP,!$("8?3!]-#S M5'R%6**I_A=%8<[G'$Z>@"/@,6C1D7\N3M$,^A^WVU**M-1NE,>
()FF(QHN!:'O9U8P%QMD+("JVA9E@P7/70s?!0]1&&DCZR0(MO5:M;LV)'!L^],-* M/01=E7,)4BM2H,JJ_CQL6":\$>1X;/QPC>18?+"NU2\RY)7>7[1JFI_ MH"DZ?
%;@;2.BIU;)RQRM]+:ZUR&"8B9 C,*"<4K%Q&7V(7<78N[((*FQ=@?+ MV;BR'$[+)!$("80$PMN D/GJDF/BX*WPH'*4$#']$,I$&3G30G>2PM$I".58 MI-@.40%PB!4E?WK^Y/OG/SW_
MI?D/+T=/?GXV>OG;BZ?_WW^^^.G9#[^^_-?1LO]^?/T^6]'N=B.K.!DKYR> M#@I.3B=AW=)M&]7P.7@-G_/PC@KXG%A2)!7& MZ"BP*V,I&B6"XQA E8@0468H2F:FA?
09.ZWD\\M&V3J_3>'LP).6"55'*DI" M54>H$L&7]+@&QG.LJ,HI8L@>@K%24AUBL)VDB.T556HIL=#+YU(-GP/ZN(L+ MI!H^ U$LLA>?Y2QDB=IH"R&T:WC%(?A8&&@+1N+4R&
(RI(]>V*=E/'P.C75_)M$YX/W&00I{8NRIY"BNL\2"-LN)D2-$'FL7)'* MNU!MBL^=U+YYKVC_F*Q>/[U8UM'BXKT->=>M!=%ZCY>(^[S$B5:]$65/:54W MX[L_S%7Y(4QB/
M9K@:S4M=K 7KBLZC,IF%69K,7E4-6M*-WYZK'5F6S](7K%22:0!,.0/*!0/. M& /".YN$2[R4-K=8>N_C!:Q7LXD"0.GH0FTB4@V!390]+E6D<0*2A0@3N(F!,X MC#
[EK)Q5I@NOMS;V;6_)S1X+VYS$BJ:0[@%#NNM1MMO3L[:BQQ]JFY_/%VWI MD?'HM;J1\?C,L=49G<\;I,H6E \;G*MVH11NF8G"<-=)\L(G:O<,(W6K.XHU M37CJC2A[BJ>@8?
MLY0KW",FS$XI?>[C'T_2Q>./1X. C:5L9E5T)26A6S%2BXBR=^&!"VMD-[O,';&Q12$?5#N>N?M]>D M/..A;(@ISO.I=4D:G;/"@"BLNMDJ.7 ^2> !D]$HI>=;=ZYW"4/O[5Z*&1LY
M]'YV1*>ABI*G=&(F(U?5XZV@]70*+M?:I*]P4C(%*R1CG42A]W=K3HZ9&GH? M8&JW28G!9!K(-'1!Y424(+WPH%&W>]520A"N0%2IA.K',A^WDN]V_
MX>+LTR0\RIX@OY7@1'#ZE& W*10=>LP"6^V DLARB[\1O[0Q. MU^5.**KWL.=@['%#K]MDWTOGE7)^Z3B0C@/O44]{\1@1E$\"9SJ!B]69]2@XT
M+Q$C+S+K3B[$74G,^WD^2R>3.MR;TT B(9&02/BENL.M0/'6#4Q6OLL.NDJ_\FQY6ED4_3&&A'^""^$OR\=S;D4G9$% M;%+5.6?10&22@31)%^-
R3J:3/A[=XX_;L70'ZRA_POP;:)O5SZ<-EIA@\A9> M3W)U[A__^#M&@\Q[!\A]M?M*U(7/)0*3,GF?G4\^7IW!K3?)"UF&$%EV[H: M1
5.N@B>^:*\$]HFW6FD_NQLLCK#UB@OS/):+2>S5X+S:U&W[:3!1'G?_ZP M"*[]STI'Z-U+_31K;T8^-UN=)CVWW,^>3MJP=6+*7JWGZK]?S:?6PEO_:DB0G M:;(:VO(A!-
#8CGYLM#Y/>FQ44N90)NV7Q?M4_V4S;B,8?6@CN]<(3LB%6Y$% M%*S_*)L3>!4-!*85"N>5M9TDF7P8W]IV_Q(6+Q8O5V&%^>]A>H& X.+EZ["X MDM%8?
VS/K\]:OBA/SG!1U\"S^70:%LO+9W\,^#S_^<<;(C[7C]^YQ!US'(SP M=0^NM 6GZ[Z^'"2%<6UD[B2"]?#C9X_]DKFN^> 70F =+;L-7.[#8O2FC71T MCI4D[=M_-SK(B\.&5F+
MBIW\F6#7PU|LGJESTIZ!=]J RIQ#3%$"=P8HS1R8W/H?O5V/CC.QE7:[?\? M.'EN0O0H?!C2**Q&+_^\A6>QKE?)OB/!A%]'S9YANGR4KQ^5!UK(#G6I8M6@= MN*W_,!?
*V,==)ROM5>L*N%_'RYO+A1SNPS*;=H9Y-T,_Q+G'WQ5GJO M.J%48(-L0],>0JK:*NO$LL*RUG)+/;M:P;<:U=75>\MQ"2.R2ZY L.@J=FQU MAZSFP#*&H*6*E<7[DM:+B|5R59?
J9/9J/X/CW@8C&0*R@*"Q/C^.=L&) M9$%E5O_1WH.+"2%)%]IYJ=326Y>Q[@_=M0=_ KGR?5[0Q*;>B+*G;&)"%*9< M@JA%95-@'KRICI/EV1?
K/$]:=^\$$9M.Z9(H14, 2569SPX<"HTLJZ+:AJ;8 M!,HF#3&V0IP\FM"*;XIN"]1M!G=D<=']Z5\BZ. 5&I#ID'3(&KP1(-$58Y-D: MU*@$8>)=>< M@[78ND9&"UZ]
G4)"EZ"8'R[>/@IUVWG(]/LZ.*?!UJ7T]M"MI_<52[Q\:NJPHBN!I+?UU7E4,LR1;.L@:Y"=XR:#3($U@D2(SJHZ_1RK MO^Z4M?>JNOTP:S!AT&$!"P(7XE?6EP:WO>_1H48\;-F*GK
M6E>>5!1V/*KO_1ZFTAQC\] O"VO9M!"MBK6C85L;;U%.XZ7 MJ7BO.)9.CBT_ =$]@A[;1],#CWD0EX8NRIYRR7B7"XH "57=$K.Z>PS9RU83
M/WO&2HE=M3TD+AU%+)8R4W=3GR9CD^M5'*9Q/5F%*]J+7*D;V MXC,_-O I/3@0$RX2(1,5X8R>G Q_5[9>]J;<]G3S>ZUEF7-CEF M7@S<5>!"DAB[*GD(]!$P;O0-K1#L-
D06\T0Z28$$9F:2RG43]@PIQL;.4$EJ MRC8XD(>;TL79Q;0=1_V,C%9#:H$-=!*4-\>YEZB2RAM]96#10U*%@8AAPPE M*2L\;H:AD\)ZO^([3&:8?PB+V63V:OD)"YYM4'!
[HI;LTUU_NM$%UV-^[9'6 M_C7P(4M/?;Y$OK0:_DSD)?(2>1^0O"IQ&YGPX$2[;!A2@&@@# \N+D*D5^G.= M=+1Y /)R-;9R>"6X[T%>]L5]V%KO:!(HQTWN,_O?/ !)GB;/$V0-Q
M5GL>O58.LC>^;CVB N\=0F2\Y*R8LV*K&-4N6X_]8@T':VTf(C' M<0?M-#[M^.U/.6;>=QOXMHG@DFH;F^45KD_J -O%V"OJGO1G'ZR?BY,W6C%RIV MZ5CJ/D&!#BZ!2B;.UT:
3AJC<2H)OG6SZ]-@9[,\GV,VPTWPK0SAS)I5Q;* M:?7,($02(@F1MZO.&7Q,-H,OJ7KU3NGN(MG412H&5+)+CKI/R?P="I!QK?K"F M0B>-R/?N?OUOJ%|__>,^O_5'I;D1?U<^_:L?>-
MQ\SP;J&N'0SVM]@^[3L0JDUF8I;(\GX9WC]M?OSL/N=WP M_61[/=D,_W)#NGG@GQ?+U:2\>_^!ZY<"SO)WY_/E.COR\0*GH5WYK8K[MDUR M?<_"W3X[;X5]8&7?

&_7._^,9W617?[;5N3K#{&+RR_F4TGL_HM5G7U/PX7_MJ_EWG_^AKI?-P^L%O E@A%+'!CA,_PCOEM|]\Y #M?;[/A+|]_DY;K[+\CAF[>D':_3T4VNT8_A[+W+],'G-FK[X,'\GXVUT M/!_??G E_CS8*9C,JELUOUB&65Z.1_@V8=T8U)W*ILC8.KY;UPE<_G8VOZBK MY^%GZZ#>]WJ;<5T.?VU]+PUA^R[-+M8OWYX.U2.

<7UR6POQN\U&KN,2+B^C8AD=%PC.D1'QNU(MRET;L#H4^P1=K^1_>AT9VYH='=@Z?*=.>Y?#Đ@M$_<_;7^_GHY^]'ZT_GS_M0FF[+9$C2'Đ@)2$EZ4I)?

H,2$>.L64R&>A>CN[6G6BO/63K&7Q:I=(N"//Y M(/0";:0*@U.%&NDD2]0*@Q#%<@JD"]0*I!5N.,>[/CV7>X4IK+_@LU5$Y] MH#2XSP=G3V9PM$1I<$<^.%]B QT<4?

3H!MK7P>W]_O5Q7X2[Q\VFGW$U6N ; MG%T@70;<]6K3@XO\$!?]>GJ)#YTO4L<$T3/>*@9&"#PHT%8+8R6++&SUNRP! MO44GP >F05E=()IBP#@NG/8Z166W*P:NE>S'Q?

SL;7VS]B7^,5F]?GJQK /" MQ0]OT_2BI;@_62ZQ_E_^+;SMZ%Z?<0,O1DX0.U)1$L2ZNHEL6?918ZOL)BN0 M7 #O> +DU& V8R@F';@/#=@C>0.';+LV(-!;)VT#O^# MBWE;YTYP\1U!C'!VC*(DB'4$L1106FXSZ.]*)T-A)(+*^%<*KJ;.E3[QYH92T-8(_]KV*+L*:BL0N=X MY&V_EZHO)3($,244SG1!(QU+6^GDNQ69VC^HU-CZH9?%VWM%]3XY=?>YPX0S

M7(3I.B09QT_VFCX-5>/?E,O;N.;7)'J;_D?Q,2*8F!]QN$U2R[I*K M'''IX!M5%3Y 9+]*A#XJ;+F*HAT$B\SNM"8D4:26 $D /% 0)W!OK$TBO6K16

M,H&@:.>8HH,DQ>8VCM800!JQM;N\;R\EP EGY*02$C\=]E=@R^\%# V&E!<-M1ZANI@-M^#3!695M9)W^AOR&Q;OH)B>G>5T3KH&EB_5>5T3KH&EB_5+A.IK?^=Y=OR:0#!L9

MMD/[^KDH?C0#PX,$5;R'R*H;[S@*E]"(++;*.NX2/_YPI?;2DBT[.^340I$I M(^^>($@0W!6"4AK$%"(PS@0H(RO_C+'0,)=,8"*R3B+&^X*@&'LE"(([QXC)

ME6A]8B1DE6G,3M0@K/J#VI; 6B5CH%S#%N=L7>)$N\+FER.N9)$ M37(=B8)$P5TIR&V4UG)9=\[V@_+.5M<1'226?'0^AYA*%X'AO5&0CX4E"AY! M)O%QH_4>BO-

**3;Vl0%O.S1_'=>S&N.YQ3P;9&;(S>[.SW[Z?KCWG>!AGM!&0 MA,/+D(=E#%"(B$?QC*:3O@D?[-;S69]?86//![2W7LLYO_>G&$++#2PTOP^'O% M?$GX?R;0$F@)M **

(6D1AO,D!3"@.%.<(WDL-L5@=!<^"R:T&DO>*+>\/M,,, M,Q-H";0$VN,'K0N(CG,%6H@$2F(&;V6&7"37VK82%%N'>/>*1^\/M%R.V0 3 M](BT1%HB[?&3MB2GL[<"?++(&E&$"8D

#7)<255:&LZT[Q_>*>>^1M,,,?]^# MM+OG1 ^^]\CJ-2Y&D_5:'GU[F>%\HS4[FI$_2#7P$Q\GC>TTQT;KD\9VS&.C M]4EC.^:QT?H\Z;%1U;S#[

B>MQ@#+.E>7FP(*;.VZS>YSV.KD@U)?"-?[Q*.) M"(C<@?(^0K"<@=;H9,@VQLR{2$!Y/GM3<Q55]U$D=[K7$?YDWKH%58)4$,7 M94\1U4O1/[

/.J<*J!@M!*$L&,N4R3&;G+9N1N^2N-$MH,KD+6;X'US,/^F, M38 B0 U8E#T%%#,R1,X2,"-$!12WX%UFD# 470(SSFT=P^V2\++!G#\KM,:6L MSZN: -4;4?844-

H+S+YN\9B2'!04""XI#S89%&A=#DEVD2=-'M2Q77VCQK[W M"@=>Y@90F6,R+8,W+8=*'O;1'"- K]EJG:+1FY4 MO..V&;9?/C0E A/QB\A[CAXH6[*L[K5WGH.*6D)

QR&FE%2VE5!6Q%3W8+;RY M%^+ML^CGZ1*//,*370'$Q^/B8^3"U\'!&,K+R>K>R=Q="">-`LES8RRT/NY#K9 M?OBH?+|;%)-'2,0CXNWY6E=$RXI%8%%7CS!@JMY==?

&BX#JD:+F0JIMP[3Z(MYWIVCG30*UJ4OKF+&CU]'6:O<#29C4J8+$9OPO0"1_/25&0]^#C%T6R^NEL7-MBU.?

3S)B9,3N8'241&=#3."%R]!4KAZV7!\]MM&Q4)PW6^5QIA)XG;2+QQL] M?3[IL6KIWYN2OBA//ZKHSTU#Z:B0:6=\AI"4 RX M,5Z:9#C.<)_P:^?;$-H(V M1;B Q6>^E99_E[CL

X'3C+G:8\6OTT4G>9%'-%R"X7'!,$D6D,D$*N2Z>TY% M03#"5 =1!A=RM*6D^X1LR8M\:!12[NW#QG*GDQ GT\GJW2A-PW(Y*1/,HS_" M8A%F*XKKDJ4C2W>]91*2965DAE*B;[&*

LY7ESLEH8+.IDBSE5ZV2T+M!ZOT M)/_S8G,)Y$7YQZ^=EXMTO?KC)'BN\0KXM4EKVP*A-P(04HU7@EDX>U0S5A4EKVP*A-P(04HU7@EDX>U0S5A4#2PTOP^'O% M?$GX?R;0$F@)M \[6D1AO,D!3"@.%.<(WDL-L5@=!<^"R:T&DO>*+>\/M,,, M,Q-H";0$VN,'K0N(CG,%6H@$2F(&;V6&7"37VK82%%N'>/>*1^\/M%R.V0 3 M](BT1%HB[?&3MB2GL[<"?++(&E&$"8D

#7)<255:&LZT[Q_>*>>^1M,,,?]^# MM+OG1 ^^]\CJ-2Y&D_5:'GU[F>%\HS4[FI$_2#7P$Q\GC>TTQT;KD\9VS&.C M]4EC.^:QT?H\Z;%1U;S#[

B>MQ@#+.E>7FP(*;.VZS>YSV.KD@U)?"-?[Q*.) M"(C<@?(^0K"<@=;H9,@VQLR{2$!Y/GM3<Q55]U$D=[K7$?YDWKH%58)4$,7 M94\1U4O1/[

/.J<*J!@M!*$L&,N4R3&;G+9N1N^2N-$MH,KD+6;X'US,/^F, M38 B0 U8E#T%%#,R1,X2,"-$!12WX%UFD# 470(SSFT=P^V2\++!G#\KM,:6L MSZN: -4;4?844-

H+S+YN\9B2'!04""XI#S89%&A=#DEVD2=-'M2Q77VCQK[W M"@=>Y@90F6,R+8,W+8=*'O;1'"- K]EJG:+1FY4 MO..V&;9?/C0E A/QB\A[CAXH6[*L[K5WGH.*6D)

QR&FE%2VE5!6Q%3W8+;RY M%^+ML^CGZ1*//,*370'$Q^/B8^3"U\'!&,K+R>K>R=Q="">-`LES8RRT/NY#K9 M?OBH?+|;%)-'2,0CXNWY6E=$RXI%8%%7CS!@JMY==?

&BX#JD:+F0JIMP[3Z(MYWIVCG30*UJ4OKF+&CU]'6:O<#29C4J8+$9OPO0"1_/25&0]^#C%T6R^NEL7-MBU.?

3S)B9,3N8'241&=#3."%R]!4KAZV7!\]MM&Q4)PW6^5QIA)XG;2+QQL] M?3[IL6KIWYN2OBA//ZKHSTU#Z:B0:6=\AI"4 RX M,5Z:9#C.<)_P:^?;$-H(V M1;B Q6>^E99_E[CL

X'3C+G:8\6OTT4G>9%'-%R"X7'!,$D6D,D$*N2Z>TY% M03#"5 =1!A=RM*6D^X1LR8M\:!12[NW#QG*GDQ GT\GJW2A-PW(Y*1/,HS_" M8A%F*XKKDJ4C2W>]91*2965DAE*B;[&*

**LY7ESLEH8+.IDBSE5ZV2T+M!ZOT M)/_S8G,)Y$7YQZ^=EXMTO?KC)'BN\0KXM4EKVP*A-P(04HU7@EDX>U0S5A4EKVP*A-P(04HU7@EDX>U0S5A4#2PTOP^'O% M?$GX?R;0$F@)M **

**(

MJ/ZN^MC1I.@8Q"@<"&H#^$PD2,*#=)IDL=R<(3O)O;<4?/(1[PD&3+("A'#4 M"]NDR>NO@.6D.-*\%LA^&I'OL\|_ YM<4UQ7V>^/,]%-TB!B9"!D*9#MN840 MK'$V&D6,>#% (VX845\|J :RJP-4MW2:TNSW#52O)I(XM1[P(%;?.U158U_@^.Z792=KR8IBP4 MT2(R R1R T)3!T9S EQE9C1A4M&EZE8:I51PP8*Q*H"P6J/(2A;U;&5S4)PX MG==O_#-[)%G5>;OQOX.,?(W_59;_YL$I)@UPZ2F(3#1X@Q@EF?&*2BV\7]H9 MLS)(VP;COY;_WA\-,@TI,G7/MP(/;W1.|4P(" MS08$3QO<"PX\%20[RV0*2W$!6cAEJL@L@O2N=%9v&4VIGJV"Y2D0Y3IWZ70.D M-L;]GK=W.3]&5@EHB4E&,FX(-'Q9AD1"Y?S69-*;H+0H> [E[?/;9PNM4F^=W]YHU968]V)^VUA=;^.>]547WYAN02EQ M5NMO5" YN/E5G6Z?=[?.K^IT=;.W:7XU$V?-H383C]I?\V$\#"_156\ZN"M!IPL^-(N&4:7 VX.105[_: &^^R426/!M&Hi$I+ HXI M -=%&DBB17.GE7O1/ +,:<+-]9%Q3<=;K' @M?7+ALOF0'(KD4?/K(!Q7!\'A ML=U.2H\7TZ;U,<0&8D#+DLVI? 03#2^RA2E*TFVEHA@C- !%FP(H2\FXRWI.Y M"]"8?>2*$6O67ZN#'EFIJU\T,)@<-3!Y$0VDQF%)2=D M":7F^.)+P9H6^$>D.2X.DJK_E:W=(O@IG:KAWJM6443'($A/<&G(T:N$J9 M,>=:CTGH56+4%UC\ [\]9;_W=8__C9^7Y;&/JB;2V.E57?W6-@*_SS,?.9_=T1 MZ D_%HI_MSC'_YZTXUZ^?&ILYMN^>/-U;_'S9L0AJ/" ?W+H^ZZ43H? MCE B-VDFQ9OS(L.;?MO]_'G>;=#-N@U>O^QXOM'K7[/F&HTAH.)FPG^ MV+NXA[3$2Y(6U0\AK9=:F&4.Q*GX OWN>_ZKV^&;;Y-%(FHBZ[<1$EP3E)(MDD9G!)R40OBE^\HCA,BL3B*52V*MLR5Z8G'P(IRE. ^JA, M+L2UM-,8YM^'XW13Q7R#VMX% O:Q ,I'?.]/?;SM59-0E3PONS^:I%=W4H/D M?)74L"V@\E/J#$]?\)?&LX,6;K521? =T/@IX@5?>-.HV"53,;IB M2XJOIZ^C(.V2[^0WA&+GG+?I$WG;H0FT'7HZ)|]ZC;O^$6O[4U:,)L,GW$'MVWOZ6D:.51%P?OBSH2W.5?&ZW.I? 7K_Z\9Y[Z3&Q]HFW/NTV=6SX4P=;Y[A- M<[1T_^=X"/M8YUCG6.?8W77_>;7>FA1%?2]U[Y]CIM>]WN.9%8WX2W+UIHI MB_.1EFDVI;#'?B\W<9- B.\7I*WNJ*VX@^>@&GG$GXEBQA9:O*5FMAJW?-]W]R M@XD;39V'/U0NJUQ6N6Q%7+;LM*]<5;FJ%3ZA]]>R@_I<]+'Q&Q/1"C';CVF:8F[-QM>2];"3 MIZG/C!=_V3D?4- [#74N]^CQ6Y0S7&-UWHH;9&$PXI29V6 4<43'Y4(^V3OA M! =-(]|#4@=(6?O8LY*)S\>K4\R-&JT"] %@W]3 !,;*0L"1$;& T^P8QVI)D& M2.X&SY1(+,6; .AC$)1! H2F5.Z)8+EBP)1E61F3 C.[H"&TR-C947 BH!U M4P\2 :V3D0BG07*M0:A P06"]B9#Z)/1&ZKE302TG#'EJ1,37>L %@W]3 ! M,%@E'),&LB^-]$0TB&,V@$F:LYAC3HK?!$!N&)&!2(BJ1# %+Q$T%6J/-!J> MH^"6;.L?L$:S5_"KFUK!;U[Z0CG%90!H"W^/ >FN 2=2]'HK*0W2QF.+O+@ M?(C \7H0UFOP1&HP@EJ6T2"6;%NUOPI^%?SJIE;PF_7@5#$HK3(P60I=R%*T M(J0,+CO-G97&O:?7"]N2R8Q$T)+B/3%RL,0(\(@E+!E/DM 5_Z$3RKX[>&F M'@CX6>,"38s!_^7TUV7L;$T91)=695 +88UI;X-22V6N#ID%(L*GD/GKG$/RB!QF" MU6H]MOIWK-+W\P5: MJ[2+5@L2C(3 A0&!X@XLY00DJNM1"B7T\BG78X(]7S 3X0HNGG_&'@FQA\%5%6\KWNX5WKXX'E(60Y A(*S)4A649[B%C M(DYW$0^KRZ7ZF^NF5@2<(F!JQ%SM&!M\1UWA:*ZNJ F$)5H(FHYW?(Q<.85 M 0^!62H"[N&F'@H"6I=2<2!*I5)I&93!\XQ&KK02?PE.1/[<0-.*@(? +!4! M]W!3#P0!O2$\"6,@F^(5Y,&7@"L-P66F@G5<+F>EA)"I9-Q+A#2VI:&;%0.W MB%TJ!N[AIAX(!G)K,C$T0LR)H!X8/5B&BEWPG)EDB3-F*3EV2\(U*P9N$;M4 M#- S#33T0#!2)FL@"\)6-+A&8'(S)$G3*U-.D=+)+AU5;$K)9,7"+V*5BX\)N MZH%@#$LB.T,B9,X#ZG1(4@O[4U#MR9XL]8-?4;=T':>" 6 FU^'5RD=HP? MWC;_#\>UL?OS. <\C";;1U7#+7)MVV.,%9KY=N\,;3]SY;R_!=@B[G:^/E[2/-M7A +2N< (@L/WN(GK;*R.0D:I?]06U!\ DK"'](&&UQ^_[U%7RK2!Y31YR)-MEQ6J]]#U-)N |
(TP=RVD5\&]@ONZ+1E)M"&!4$T-;4.;B;$79BK*'C,+>A)RDRN"$U'''RU6"]<TNT%Q.RCO*N)6Q*V(^]2(CVR5$MD#0F@ (9(#*$U'& M8*F3TW'W&7LD>4)$=")-J ^M%7PK^%,P??F@9BT))F\"]$&4KD42K'0.6# Y4R,)*L!+>7LD$LD1?"63)>8N M<#"E\)EB.7-'#7=R'<605@^^]A0<<2HK?!,X,?":X?7%&=?1BPC$?5?8P(% MP3C#3Y& DHE:$Q&83;@)OXHJ0S21H+R.(+P)X&/P4&K;X?_Y8.0ZZG&N'GX9 M/5*&5>RMV%NQMV+OBV-O9A$U79HAT9!!H.H*EB&.H@JK=:392;+4&TW@IX1IH M1&D;,(DUL> 22T")#X0+II)4NXF]S!Y)1BKX5O"MX%O!]^6=OB2(%$I4M'4(MOD8I\,80,%H1*P6-ABT7(#64."DY.*5+ X],P3"\QU(:\7&2^!1V$WS)$2YK MQ=Z*O15[*.;^?/*?=L'XDB1-J2Q- 0#)8+#J84A<93R2118:8B4EEM*1 =43% MEP@!3CD' !6 ?2"KX5?"OZKK@5\#3=$.!$0/ID'D1 Q5>4 M [<0>*D_K0-9\CH(+7C*%C3IO,0EPX5] 8*+)*2F5L9=/7"S4E?H?6I@-7YV M.(]_FZ\@[DH:]0+^'7L7"S-:K PMCB7GWIV^FY\4_OG$6?[WI!WW\N43@[!O M#.?>]]^Q;&\GHQ{/3Y- ^/^CE)HS_.FT;1+..]X2.WW475]8PPTNF]X@3$8C MO- UGUQO4,*MW?GY;/@%"76<^I?-/U?5O>;PWZ!0-6@.&$}3691PJ:D!_1 M.,,"L)@#2SDM%$0W448* P#*8F!)P MK[O+S$]OE\ZQT'UN"^]+1MG\;MNW!P;LO:11Z?/HY+*#'=X=!,+ +CC]*2O"M V#D1)TR3D!M8\B.!:,;&,P7Y@@HB.9N639.M0)1&925%%/F- 91RJ]9$22PR(FC M-$COEY(>F.3),%6:YXD$PDD'7D0-VBD=F"#-2!3Y%[XP!Q= M.E*U3J,9XTH"?M%)7$#;RUJ#=UI3PPAGRVW%WB8__GF(:S9F\>733^,4O]HJ M;\Z&D\&8KHBNR+'<1KIJ3X>G;,"E?':S>4J#[PZG[&RTS;GKQ4)*>8($%V_H MR/ -_7B,-%?DW12^.N3;?L4X*FM1F]7@F$4+6R)!N:@X2.*XSHXIE)$WB3 8 MXK,*'9SQY3@IXR>94)E&K$@Y.6*FXH44UVDO"M$.T=[9G!)Y2IPE#\A% ,BL3B*52V"4?S]M> M&Y DR,4I8M>GK^D/O)F_'G8CME1?_I$5_Z4W\8_OZJ24B4YT7Y'TUFMB). M,\4WXX?.XF_T84ZZQQH,L[\|%]T)/Q94?I=*(^+S- G=#_MQ%?32(2XEQ\V' M,.XJ=(O=+.Y'TSG6VD6RNDRJ4I80=

C_]^Y@9,TQMT6 M@WDA,%Q;>X.Q9'";':7)ZP_:[/=NLG-W+=&=)8SF<9Z2.`.,<%XX4K@\)LX5UBEA M4[>VTC_HBSZS9C:RO[HYRON|CTW?C\U2>7|W-

*>;7|>]8D(GU[G^53=E\Q2#Y MIL3XL245OJfD$'U[Q*A;[6RN%4@L5H06F8"_X*;,I970-MF*JSM2X[X:OY*$ MJSK3E=@9:V_K?E(BA;-R8XM['R)OV)B@KJ*1!V6LY;@-*

EK&B%0;D1S6NX'|C MLGCWTAU+,5J_17BEB&A>)G@F+ZSO7C;[(@8^5QRRX_ENEY_T/O2|U,Y/O5A M?\B[$B&8%=TYB7;9K,] M5;W"K,:<_O N'U1V$1Z.!P_^H O)R-Y5-

*M/>DW4?:L\%U[V\>_V72XQD79E6WVZ*1_QKL;3LWPKTW%,_^S[\>CTH[H-BS]-MRRWWTB'CC|SSD;>Q81$G+_O*0& @\"W&N)5:6la1-,Z/N2G4O;W^>P*

MJ,WA+\S>W$/NCDP7[H^Y%L>F!5Q9/.7'K\]5\|P=Y7/P?LX!!KFP+[]KLV M#=66&C;W.K-P9QCQ L<3!F3K!.4KAWF"A!PC9#V)*J[LD2T'77ES76-"UH&M!*

MUUY$UY*@:T'7@[X]KZY]K:9R%/0LA+PON''G/LO82PN])R$ O@]X'0"M@;[] MIB_(;]!O7^@+LAKHVQ?Z@JP>\'V/"QPT!%%./RA&6"[3@HALLW-^_X>7"Y[P M,6MUOQ-ORZ?

f[=D:N$\@4W9DE>/2F_BQG=;GOT'-M)8X6'98G9(ZO)=RB.MW0%9Q4O21+'>&YR8G,G2):Y9;2A%-&V=KAHE)P M6S!!C"TLX=PXHJ02)*>4&R&H2N3:$9Q+Z8 -?5

>UVS(%VB2?]FZ0O7(8:3O M,NPU|-P,T^6O8+*:!<<,8848GBQ!1IEB3: M*&O=VJGB*=-29>#U,6P!6 !$RM@6A,=4\,RERJT?PAQP,N!DP,F D_N*D[%T*

*M128+/"N(IX13R0@ZF"2S2>;82V)=K/F3N;6O!:0D@ N(DWE"I#64&*IE+DU"`M.4U? B?7FE=2>G/SR@"4 2@#4 ;@?"Q0:D>+G E'P$M4A*(G;>4DMP4,43I-*

&$V%4RE@#ES@/ET^I/'I!&/GH4 M/DJB'Z!(;,A0DTPUPVW21VY\-C/C0,T/>-II#EXWD3RSA LE26Z5(3+1L7;:_MBIS9M7R&9EHD&26QS!TX^&"\|C'1,1)2M,\LSPICB"?*

<4U.]L_'+!+0,:!G0 MB%"_9B+/B-Y@,1] M@>,N;'3E^0U4#?0M 79+70MR_T[5D|"/"!Y(@,,%- M\$NV"5X[H"'T3]>H?>CTA<9QLA2T+70_RCI; =&MX?*

*FO^&?/W1S>6ATQ=D-=*W+_0%60WT Mf0M|058/@Kf|0_/=EF_]^J,:>2"SL'E=3&QK^/KEV_M7CS)?:37*@.T64=''_ M6$RT5&/"14))GHJ,F)C)S&)G(,6O[Q0H*2X?*

XXH@WV&9"Y)7NB8B$(7BJD\ MB:D\R&W(>[,%).#7#D]IP*\MXA=5/-%%GA$EA"8\%C%1!7R2LK!)9I$L,7F MD +\)X&[AXTI$+^H(]+9A"@FF8ME)B33 ;|"?*

@7\"OCUW/CE6%R)U("R),2 MGBKPJO+'"$=S JQD55'\Q6G;C/)86D&TM8QP+5-2%,R2S+C4)$)*M45"A.,RR5T*8&8+1NBG(T),S(M\MP:+EZDDU6*

*L%UH*AO2D^%LLB-MD?ZBSL?1 M=D:?!LCB7%(2&[!./#78E59]DM*DD 75*A/]NHE2JP86M/N>6/T (\!'@,\W@&/3 XFKP@.DX!ZA++2:$30PI+F1",*

*MIC85U^&1Q5(I)1E1VH+KG\B8 , RPIC2"985>9RL MG3RF\UCE0A0D+V)P.G,+KF3^)5%Y*JC)G,Q?IHHHH(.2KI(D?4<6ZY_#[!*6Z M]Y[+W>; ,AF@T/W\6+N?*

QI,%EF.5SKPUR5XJGD*=BEANN!&]ZSFM?S^ KHU LLC MN 3SDRF1$>ZP^[EDC@AC.#6,%B:F1Y#.V/OFYP$M UH&M'S0#@"\(RZ@N4-4 MJ\DRJDBN4RZ+G'NM#&Y-*

*FO)7|=RPSEX[#*FF-UP1'&=DXP*'5-C,YLF 2T# M6@:T#&AY8&AI.0P8Z*@E>9X4E.K$*;EV$%GN"BM8.@CE(B=<-M2$ER:1@IM! T35.1YN)5,AWI@.=I ,P F $P V*

*^5S">B%0HAM7!N:!&4PC& M528)A.@I=U9;P]< TR:\D!R"<;=33<"QI$0*(8AVL9&B2+,\?IW4< #,IR2' MX,;$,OZ]9^ OLW-;EQK^-N7%O0A*X<[!DO2/63,MW=4CY-*

*V_<+UIV7Q\MPWH MO11?=5=_LR^SKK0J 723*PZK:QS@6TXWNG MH$4<<\8T'JA:R+9)OQ"Z@LZU'[C#RF8PH^ZE9VH'/L_ -1eN6VB:H):\'#1)9F_C4^*

*M&#&M&>#'U4X9T7DW59&<1@[/1;C N1S,Z].C45^]/HCDV/CWM7<"G)47,&\7 M=G$-OM-?,H$?*l-$%J;*1%_L9-J=J1#L Q6X?]:.20O16T]1-6O@Y^.'E8:*

M&T4@':9!]K(B\%R3OH:W:/JV\]A+X2<3:O>KN!X0%B0 KRL2>_ .:MU!$X'L;?IS>)(_DI+$G#0A+++:>V9X5W'|IGO!FT_'=1-F4[V2?],VY:U_.O MY<6P8/C;:\@@'&-',S#!V[LW?*

*[GE5C9. .%WQ6Q!E5&4+'_15QX@D;O8< 6Q M!3#YCC5EO7%_4N>7 _[']/W&8#WH]7?1*AB_?C?I;?%SMQMTOV8L$!!ROU@# M]N6F9.>GLA2T+70_RCI; =&MX?*

*\GDGLSQ1"8D3;@E7U!<6XNUB)9SIY5R M=*U@40I%15Y"G;I--_.E].SM71KLYIO M,5:SLW.+ZI^UM<8K29:$QBL!^79]2@/R;1'Y4L82;7)'8LYQ(4DG1":.D=3$*

MPB5,B.RNI3SG3$FJ4TZ$2"GAQEA.1]\:47LfO(VZ'Q+.0IQR'M7J1*3U0(YV!N:7"IH0E-B>\R"7N\S4D2;@3 MB<$FM6OIJ930698P2I3"L)C3DE!4T&LH-9)6?"BV%IX*

N3.GAPUTJ:)%HQ0#?+';#8H;(PC#B7.J$CAD7;JTE=\9UG@!*$DD3 M@#N:,X [F1"19K$TUJ496]L^NM-P|QEKGNC&^&,KA<^HTLV9Y$O2IYQ646.G MTY$-

*L4F(38*Q/GG>;9GR/,NQ7#+<8L)R70D"%^$^_ (LC@^._@?]G[>U4P!C#+L;D-8+]%1HD -+2<[] M3B](BJY0,T(X%,*A8,&#=]X'*I-'F%32I3D8(U-+$EN64S2(D]BITU|\K7<*

*MY4//"EU+/MFV]>|C[L;[(.!]!;S#?0Z_M6@7+/LZ$N P(,;TKV'P)?)"'"&= MIEKSC!0Y%X1+/ =*N9CDG-(\9MP]F3\E*-H72%VOV!4A0Q06BUXU7/IR)FML*

M;X%+GR::34!IV\X5#>HOA%#VFZUUV828<1,P6${#L.+. PI=4Q8ITB6YS'A MJ;2DX#F>;5S$7(@T-RG;L1BLQ5%?06+^ !3], ?17^M/'83>WVMH8.[@TYT; M?*

@K&@@,1P'90YC; [>Z\;2(X8SQW1.<2NY<;B-.DRPB+8V%CFAC WQV+SEX# M;), !C0^OHNI5HK6PN/7HTKY%-\)%!\$0F87(+!Q-&CF2I+-2Z;(M?)EX0$Z. MG-

L;S^).LQW#9UNK[M>|[,. Q0&Z Y0.W6;J=CI9,DT22EV)C!64%4D22$<P?/#YH?:Y M&!L<%-2&)G-/U<{5)G/K(=6#D0M$AQ-]MFGDC^1$G]3Q),Y321+'..$RCTG!

M6$*,Y$]R=$YSODY2FA5.,1:#$G.7;[%*9@,1>:Y6RM):@02<*5HB2Q5!$> M2TIR^)LP1JU(C:6IV]O&>>)0^WY8O?;N6U]W;X;L8)SV #K; M2_')=YT?MW)*

(7/.:"B%N5\>N;OS=+=+'$_NJ9]O[6-40P#=VVF =ZVAQ9|!M&@AOU6?^ +4/U3F,[2HJFZBV_YR5>$;3;M(H0R3V@MP>_S9=;([P$G[MP#M2 MB-YXUN5\,#:3BH

*2OC>R*D=1*=V;&LY&EW=]BK3GK)(PT@*\MQ], ^9'$]! M?/V1;_ @?+\(GN>OQ@>57F:C6=,>)X=?G5?-%(<%Q"^-HCT=S@]F&/WNO29 MKP?=V7'YXOH9-+L'_1(ZM7GD77*

MWW_Y$.5,#(?RS&,L)0C4/MF6L_\GN?G'^E-XQH@ ^&=,V#UZ]3/#UX%V;K] M08!SD1F^WGBCW0.3PS",CT=*_Q#P^*K;NY4G,YB'>E2,I3;8<. ^C7UZ!-R\W M\=*

[AVW3RY[.BP!@C(=(0)3=,)RQ-8N!,=D]^>_A^OW8W%$+%SP M2S6N5P(,O+\|^U6?C7. MCUTK67]^2@4JTMG?]4^NZ?QP.;8%K_MM%]V.0/\'@)C M?

*W"VG_9_>S.1IY:,*V/|-[Q9.5?[7YVWVTV(\LZ-[#=B0'9\|@(/LYC^[-MBS,9R;L3_/7=1!H#,K>T ENV=/2+EO!GI^G]Z_R-Q(|-NTG5^:![L)]Y+!O=I M^?*

*C3>8KBVW/G(1YP>MC>^2=/.V7N;90RNB*RK8CV GDV7]N1E^.T?F!L$#6 MW>'*]S^ P+1?>_EMU[BE ^).Y.A27C7=&;G+HMP+I^>@E\PEX;XFI#LMBX\Y M%7*

*+$_C%RB\P'=`/UF *$>+08?(3 LMZTKEM^R'>:+/XRT#^G_&,N9*3&V M_E"AT6G;3IX*Q8?^B] 5F#FU*Y'K4;'M!GJ.0T.X93L(Y)E*!W%)"HWJB@D M)8EDBG"3&Z*2F!%#3;+*

=Y=Y(?^'K=KJ!PSVS4WOO6|\T??7?9]T\8"#\X= M4B)3$3AA%O!R OY"->M6D]!UAYW\3#^OK\!1'(D)XTI:>Q$ K38?CK|HE/|*

M[#>;BJ,NRJ9LW=J3_ADW53WYUV;YD# _V+'GQLB?)9\/G/+I^%\^1/YQEJX.E M[^X#E\|+8T;V& -|{UN}) M?7HG[4KR185Y$G2\|0^WC'G80""T]MK##-BF,T2(GL14)A.Q:$ 4?B5.

*G4(J MD[BU";;<91#-9SEA-H5[D@1+P7E,XE@76BFIJ(RO+R-^M'5YX9.2?AUQOKC[-MBYTN%2_Z>JB5 L0)_#*O0(R7*Q#9706(#(+S8VUR^/UVK882U3MC=/5B./52B({(XJ;#.-*

*\/K77%Y^/49Y#)/%4D?JJ,/XD#JME,\!3,'1J,Y>FH+G"R*R M.$MB:8ACF24VSA4PDJB.IGF22H36:P%592EJ5106RL((C0)B5%D8!Q$59I*

*MEB=Q0)+7#R*2H7CF3CNO#G@AA'AQL_&QQ'+(L8FN2CLRP6SLH0X%L_%TL^%X MD5%10!B1*THXTYQ(DS"":6Q.(*

*7U*YOD^4Y|),$Y6DE&3<OK[9")FG$&ULWVQ\F5;ZSV@" 6L(-0Y7@:;=A^% C4.8[O]'84PX]DS6YN57A#JO:%LW,O>@_ M3OLC':?"9(H8G4/((H0A,BTH ->NC:&H'30,6]ZC>B!;*-)*

*)DF/+'I4D MBOO0Y=S5\N"T9%FGZL|<)O&C;'ST&-2J&V^FFUW5G8:+)YH\E:*X;PS^3E M*C@"+24F+AW(GI-MXM+/Y;@|G]VKK#/L23DJK3ET^L*VV%M007Y|)"H$[^21*

MWDE8\0T[U0YEY3=4"ST]X!:)W7.#B#\=Q%5>Q'&1 M4R(5[B%36I"\L 6Q.BOP.%G]+L.XCG-3)8[2IC$2A^=)D2Q5!(M99ZXM,CM*

M^O%3+P_B1:CY#%L%PF[C8#B.VG!LWFV<6&NIS@1QS G"J6 D3XN89$516,<8 ME]G:H8,ZTZG53),,.SGR-,U)'EM*'J6D(LM,KG.]R[N-^3!>-$T+NXT#1 6B

MCUI.=Q&7A=%NB X5O(SS-E&#.42&8X%9H[4MB$$4}YDF4 MVG3],-K0R6<7S$:.LV.G>M<$.F#%X$ES_)%...DJ,D(#'<9:2G.4985HXEZ2Y MSN-X#<.I-=0I1A+C)-

RCX1[!L32'L\1J1ODNN/X\!PT/6?_NN_T%U8WL"Q[<.MKVS7-"D8CZ<;#[.#J4BL(#K#;LY,4)Hf(@3PAIF%1;_.)B_*ML9,\A\" 9",' <(GZ@.ML)ZD-F8B!P=0<*

*?!0"$!G2D6"%&:9TZFN5A;(,C3A.:]$(3%>4QX@;NX"IX1 M:S-A,VH%A!"O# ^M/Z'A|>$*_L;$QL@8?4(YGLN.-*2]N_!YNWPV4O ,N6U]W M7VXA<4#D#>3=|HHW-VR/I)P5,C&D4*

*)\'834CAMB,B*0E#&N=+]NF*Q3'"K MA"/*IA!EYZ"'2CFXQZ6YC@LJ^'KUQ,>QKL[M5_GM8]GH486:!6>^-=1!?|\ M$UG0G E>$)*,<&;CSA0Y$VBUV\P#)*

!V./9\X]9,RW=U6,Y!#2&?!Y'4FL(X^58V^BR MG)Y%?PR_#/_>/_^MT$DHPLY:K4]DJ-1=>FO:LZJV0P9#@>GP(O*ZVP+%_63.,OFZXNS,=T;3f+_0O4791.*

M@69\9SF]Y1W&3K"X#RC%NT[AKKHE'&YTLRDH$-]B6Z&77G;&T:=OVDZF\!0< MH$6. (L&D9E9' 0^9@;\]J>R',,X%L\!ML&(_.]2'<:&/_87'O#8)E+T1F\ MH[8X5_ J"*

<^"06^:'GD[VNFGMQGG6Zb>(6!\P>?CI&Y, YX?0.263HP;>I M.\L-O@0L:)01%)VWS3-!7.74L\;Z+K\CVS3MS,!=G#!R?H#(;MV123E+,Y5H*

M4A3.$FXP6PEN#F$%>"Q&LDSEV=HQ0HGB3L>.. !9N?@1.4,W!O@JC-I2]E= M.0C[MYY7/U;UAY9379?1+!\@G#S7AX^00M&(Z]^7OB_ !QT/;YCW^..:#[Q:K[6^'MYI#-=*

N2M1U)A%K$5[@:T+.L M3!,U,_4/JZ?XM?T&PQFWH.B!'0Q' _2"D,)],^ NV"9 8L C_8(6UL000#; M,P D\(K&UA?6@]T5.WNP!4UI;,\WIZ7W'IS_T"\U'*

M/H1+I]%/%=@X8&KDN:I1E9\A$++I!:5\L%MIN(,2<2E-5%"3.-1AC6Z!99=EA MEB 'B/[JNN#7^53:G?C\W'A0XE0W#JJ$X3%,8(T_ B67,]&<_=8(2=;I&YYZ?W.$6H) #3$

M"\#MZ"V'$0.#5S7 $I[U[G]">]<7%B.6X\ 'QI=R=/MY-[JVX$ .//":RH%>@.G(#R=>/9Y1_9*_Y!$Z M8)MN6"C(]V#]]"'K(/M$WKU/S[G?]N^C*V2'^90U[FQ*$?#W# M%E*

*_P]|G3?1IC!G9E=S/+APIM%_"=@ "%E@2(.GU(.F7Y;-YSN;5]DQ MP=?5U+S()LU]"K #S4=+\R.VX;V<=F]MA^VA[$&]-@DWI8MOWS>'MVV];TCN M3*9S90G+A2'T\P6FZU8!#*

MLYS$F;&$ MQP;]"49-@TP.8V-GG\HF"9#5C" E@&L PT[[%[D1,9<$)O'0BF>6[E^UNQC[G8]JX%@\]8#339N/CT"G@H4XU)D-:+ES:)DG*

*MF>9*2!);G6'C74&*PEJ2Y860W(E$;3Q+U3'LV'"'+#-$RPIQ#84C">&X*KI0] MDA=%2YH.LDP$M-Q>&>[%FB\#$!GE]VPK1)JHFTV8JQP:W)1/UK=,H?*

Ms7D%9V;YPI6>)YPF6FPY9DD7'3@_"E6\(DQ MEM$B_56GXI9^NCQ_'T+Y[_,<&?*K\ZWXFA^78"Z;\NQXIZTP+_LE\2/:HUE*

M#$V<8X;$%'LOIC&,6L8ID:E53+39#8<7+,U2KL^(VL$/%%/HCS=)!G#^B3 M]=SX,2]?.7 $"48C&(WC-!H0<<:I*31)A 2CP46.9[Y0$F>Q=5DBK%L_ ^PQ M2T"O;S2D*

92G&BC56!F@$DID3B4I!),F&)L+MI7%KI.UL&PMAKV\F;2]%+O!8 MSQQ;")LB(06UDHC4.LZE9,#%9?GE]2T"+3>=%!$,9C$8P&L%H/,.Z

M8)Y(6SAB1<$(UYD@!4\2DA@M12Y%$;_'5H]9#WQ]HT%98BU-#"6GR2=*2+! M)A A'$^E%H5;+R3<(J7/9#123@>4;5H++28C;!-[]G73O|ZC&7.PU8'F0/.# M4;7;I&NJ&7;D?*

*CVO['5*O>[#B]UPT/,Z'(RZ-.;,6&*$M83+N #W+!9(VD$8 M;1/AXK7BV<>L4FX\#F&U+ P^@GN$1_HTO[KW_O0& ^1%[OM>-O^7&$QCO5S.V MF7Y&J356Y216"3AX&3.D*+3*

_,29;@!#FOE/?HZ_9TW^:(P2ZJY;.M-*D"&^=*D\RI@O"<)R3G:4H2E2=.>KN^E2?D7;!HQ3#>M*LR6+1@T4)<&JQX ML,)[\?SW%AC*%HOEH!%X@7)=5*0#!*

V3RQ+;9H_QZ&5NV+%&>8BCIG$0S$S MB#&!$[(0!6%YRFF<,&Q\||STOX853T-<&JQXL&C!HAVT15,%$\[EG)@\141W-MCDBF.&'2:.9Y,*9;2P_[ZI%R_ |9Y-*

90C.78Y1&28""@A2I2'(&--U2H<$N M6#0&)BT-)FW;NYKA,QXW^^^:,#T& ^03TK& Q3:P@G.:\(3GI+!Y2J2-,Y.E MX&JQ+9_^_'X\+?*

*V">'EAOU@]!MI:9M/W_1H!G[MCW5UCD?2SZ;'W.'UPZ*_MVOL=E7X?PE/:3O>3=:=_SI"E[T&G]_O(:=BA4Z4OKV_O7M!(%"W3/&>E'YYZ?W.$6H) #3$*

*WT1C&7^)1;CJ66TVE=]EE[R/*TPCO/ M*^0,5/59-0(%;A!9_%/ABKR(R37\6-CQ062UG#9Y9C2/PIV6?V?/HLIJ-3'0& ML,$5=AQ)((TPU\YTWJSWFS\%E3.\&N1{(!Z)L*

*T\BX,K9G\9N5$[K_Y67] MVPE)WKF1_09OKZW'.#RU>78^?F?*9C*25R?XZ[N)-#CZI?*ALIW{KN2&PI^=_M\/2O\S<2.S;O)E53^B?7%L\$O[#+)[':0?#;O05I7G>!7YZVE|%;*

*MQE8$MA707B#/YL59W>C+\;@I# M54^]VH/D?1COEOOQR"]B6!C$?L?V/L00 1TS_4*$Q;MI/OH12XM<_EF,YUF") M(N^EGI,SFJ-*

DV]QDM'U@T0.&>&7S;#W:SOG3ZYTDH[SF"44TX2,<(.+G4DN M"<9:G-)$.V&] [@$< \8[)N;WGM?Q[-WW%N'9Q6[,5AHP;E#2F0] B?, EY. MP%\ -PWX],V:=_V9[?$P_KZ_06/$-

FGL26.G$J#%]M/HLP?ML]H.*NV[*)M2 ME:-R>G72/^.FHEW_VJ08/OJD^""GC[R3#Y.7?VDR9.DC;WW9V^@P>RR->W$;_MT/>-<$W%'U;N\AATX=79K:/[J9ZD>

'WSXYF2.XYGNM[!0]]AJ.O3TD MI3E(BH,:[A],$3_8A#4IZ5Y!>=TKVI>WY8+7(6ZUA1PTAN_>X:ZD@>YQEQ M29$F_M2T]2/3.=.VK@@.C&<\ 1+=XW*2""SE.LXC>,47B^(?&*

(9Y/MS\$ZF M#VN0Y5>+R;!L7:%(YRR=Z@]3M#A]$! M8.;TD-%M21),E$D)#?.X)Y!2U2> M<^*8M"YF.LGY6DW92QCU$BB.,[*&##D6?(N<9+G(M)36Q6$< ZBVWBLVI@=.:

*M;=HV=XQZ\+35I1#N]N\NIRAZ^Y]R/)/UE2^U^R&$OX'H0'0@^GB)/@P#&1S% M94IWF:2*K277044Q$/.-^T&37H08"VG2(Y0-L6^KG&69)*EQ$F<@'QK$H!*

MDQ!$EID+D[2(G5K?7/RF*E80@QL_$F55CLB(5HB+"V$C0$.XWP7H"UD[L]J MI[.$Q_\Y&[7A;O3W$.T&H@/1@>AC)?HP[&%P"5<:(AO-.#.&6'K\PBW'A=N"

*MB"R7J6*I4V8MVC4.XF%7.:),#?=H79(<)88D4N8VAWNTV(7%WO46]X.8\@&C MF\Z;#9H0P&VG2 [@IG1P9 MU0) 0"P)3RD)>VXT29(X3FUB R["@3O3_%?XI3M861H01.I><&*

*8WDR!6N^>]42*43PEV2Y&D24Y[&&UJ^)$5N)&$97JE200]F M%<3+0F(-H69V)_?WLCBLB@1D'U-Z',B6,"H**@01E@*R,85[.'A,7)(+DR39TE"+%,%396,"Q[O)+++E*

=G">N]VM.DG>RKU M58AV_]&!Z$#'T\1)]&,8P^(0KT:ZCB;/,D9SGCG#M)%$]JD0[E3%A"VO2M88O

*MJ8NM9%E.8JX4'O)A29%H"LXDC:E111%+L8L^(1T4(@LN80"V,*6'#VS,Y8S|MM"#*Q ^"7:I) +A ="#ZZ(@^#&,97,9EEY%;G7)G+\$D=5OB)C$-4G&2X!FR4*

M$$I(M=8)QAJ125[D1#%+P65T"T(T"%9^.^;^X2N=(0ZVJV$QB.2T+C7^XL-@+!%A M83@0'8@.1!\?T;?:2@5&Pl;SX0[%9!HUU:@T40_)>Y--'SGI=W/@0-U.9](D M-

*7%!A!!X,H@1V/M9$I<73L%?TN1L+:'\.\8PDKHDNT%4UF<'F699D:4Z=8$K2 MC.^BVYD4@R1^YM7E6P2I==GBY."5*2!H0-#C0=#<9=A:BY$D*W +2I$2Z5Q! MBE0DE@G-*

'%TKS\F+U$D-,3L5,:"NC!E119(2!U\;R;6-G=E%!5<1(+)G3DD> M%(&I>XG:=S7:BI'P3H=2M+T!?D0(L/5+/=#,/ M=D-*

*%MN^;*LW2V.2$28W]P3@N?;,,,9#))!=4N+=+BNF_*,L&M$HXHFW+"(:0G M2CE#A$MS'1=4\$+NHF_*!S% YX_\[K2K=*T?PYJ@-(!0%*[W7L,C4B9Q0B M?*

(C6N8TY;C$WMJ9R)TQ6N5K4'JM<$P4G,@BXIWI>FEA2,)X;@JN% 3]NPBE M=!#'R.#(>8#21\;Z\%D"&?_N&8@/*,0 M."#R!O)N>\5<*7^9G=NZU\U.@C-*

*BA+8)^2@*Q=1Q#$Z+LB3C4A26R905Y3F'^QZ9ENIJ?A2G17HJO.BFG M.!'[GX<4^5&-7&OA5_^%AB896:=+]H+LK193DIBWZ97=K1JK&P&N!6IF4GX'NZ"@>NSE8?*R:2'*

M!\)C^SLBV43EM(DL.CH-^#Z1Z=]3U>BM^/L;":Z!')O%CSB(ROE;)]:4$FN^_MHB\)/D:3NC(S#>_JZO9Z5DUF_HG_ %^$;SV"_A/MAE&0/O^(&K)YJMDP^T7 MH+LF&E?

*@N5@D8S[4Z9F<+OXZDR;"]+P^@ZMO81 .V]HY&Q.KV0BNLC7,%1Y? M89VS&CW!Z/WL%&0DHOG #W9XK,*Z@ZCT,H3/Y0U$'IS_3M8N8&2FG%ZA#N#? MO>B@6*'*

P7}^U=.J5>W!!CE?46^)OM+"9#4+DR57Q+BV(XO;#!^F_@(X[@H_G:\ Q7?;3**#^?U@,_/&&XR*D@(D_ R2PD(X7E!ILJ4.>*

MK(BU63N#21=.Z30ECBN'IV2D4%:0),$T29C,C9CWV"_U[.0W>?57]?_\=39M MIL!@".@VQ"%_?/GX)@)W$QF2+(=S)+DCGBMN:,/U"BH\!31N@,P!2@&22!] MB-,6/P*

#1B.4M;'IH5U2FB'?M'79:B69:L,KJP!(I<>L9/RH!2C<9IIDN6B M -E(0#92RHG--<\XF!QEUG;]9\(53LN^4)DSPH44I$A))530J1%P76JKLD3 MTO^K6Y(H\$:G.)*?*

*2JG*D<\j;$F\Q&Z*UPKXL9VUFZ_@U ;B#BO0?#\E (CD M9UG_::?1K^ TUJ#PQS?U1^ &+B5;P)/Z8B?3SC1VWIWWSR"6 LOW2W71_D;I M)L^OEB7NDX%0K*Z^ 9!/[>@J^HX-*

*XP@&-$)I:ZBLFEF($K7KMHUD^J,RR5/ M.3'.9(0G2A')DY0D&3,IRBNUDOP:$)3G0E+3(XE>$RF1*5Q2F*9%THX*V3A MUO* N)'H,[#$FH\55+'?0$]XQ/O#*@<2'VHV)M*

*[PYJN&%9QAV&-A^DN&=9> M+EJ;^!"CDZ?_TZQT'?$A^QC0^.1&@J_O+I\F:ILF1MPFJ5.))#G3X)FQ5)%< MD)84CNCX3*965OB>8P8_=:Q!!=S4&3D6-M?W0?//2IB-*

IE#Q,?.KRYXJ K-MBL +J^)CI@P:8+"U9U%BQR4J.K>M6%DY<_;' IEDT:LV+JI$V+,,+K!O?O+ MRI+!T@(+KD'HD6R AQ-Y:LFX,K8?*,C&TA+%O!PU^?9"DG=N9+\14l;6_$$

M>#8!'[#8'PDKI?PUW<3;=#17BI=+5MV!-6>\&=G/K7^1N')9MWDZHI_9.A MN;8\GFGJF_(J>$>TE(V!H'1!?=;GR959DY[ZD-T) VCG[GW;C=V.-IS,,)V+#Z&M8?:+Q_?

@5%K-N&K8<736E]SA^+,=@73&9^;$: MFW*>%_W=-K/1U%_RZ\36/F':#*^M53\NKJ#L00N\NQ:8$[-5;-1=8FFUZS. M+PA R1P_3!9# C4)G//I&@2756SU$S[9%-4S>I(S1

JJ891&X^:![J?@P%N MS^\GH)+/P" :E?^<^83VP+]5RPF&OG@U/%/CBLW_#Z][SOPZ"< >)O[:G'@_ MV,K_G';-QZ=CY%C>.:+_TN$HFI\|60&EP(:M.-76;;7S"NIL"S$4I)O_M;X-*

O\1WOQ^,9//-W.ZGJ;HG_57_-5_!NK*R MCEKF74J|K)MN1OX?5%^?A^T&03.=B#)\U]-9JO!>??RB8GF.%X,F M-YX?>2<<+Z^LPHG-X!3Q"9SK"F*L&%D+3'!0U5K6:A$]K7]R*

EP_O =ULV=2QYG>X M/_JQ?5I/A08E? O!%]7->B9'[NZ@N(E$!F1;>^L/SZFCTQW@6L.8O[$+!J((_MZLL2Z*HMX%>-%_ 'T\S*TQ%Y'V/Z2*

*O6\PSTIWO9%RM!BNKH9VM0E]X,^A\N M]>+SK%E\!AX-^L?@>]JOE*U^;_7+,&YE5Z$YM#?KD#.!X=#O3:"*4[;;>W[/[\>F'K MB])>'K<[\^O2ZD];-<$&T4_O__5"];L_-*

S+E00H\C%V;Q:CILV3]+A?PMU M7U<7B\-^6TD_3.[-MY[W%U[W9)-IO?NB]U2 ;F!M'J@;U!*N;L>EV-NE@=3N-6HJ+TJ5A;.MJQ[NJ05P;@%W:O79&,9R>H77^(4-]*

*[^J)KX-#^F:R>@#U/T3B;@"Z-@H4#! M ,$G1P/ZQ3L96)/TX0HXA089G BPE!=8)_6VMSL?/G9V L05Y++VV9H9E5*W5 M,)9C/3N- MWAO@!193M7>_^??/CQ_=O?F@SS1?H.X)-*

*QU&O%H>AV;>JGB&5_=+PH'-%9/2W M&? 8W@_^TKBGZLWVfIY\(J_??R$2HAC.:[*R<2V$4],?K#$^:=5W@J;^YVOT MU14PO(\FY07N;HIT^ CP4X/^V=P)Z6Z1!GTM\-!*

*[X#Y<..]GH';^%^E&=LK M0)9_S("*MV_>_]=G(!RT8 M^<<5L*K1F6XF]*4H3AIWH'CYK")GT:-S#J^VG:%LP^:);+.O(R'/ &HQ(<"&L MMTVJ,E?*

#Z(/%\A/_E!5=1[SRK]'HU:^X38UZI5\='4^.8M76>9]!U;<}5 M.<>HP)9=DSI;NC?]7?45^/ M7K<.;+M^7#2)N;\^F3XYW4?XL\$<&XF?5]>VF [#O MW" +G-GQTH"JZW(Q

'K,,,I_/=K9 40.D[./]>.ZV8<4A:4T_KR M<'"'OSM795!?T(#E!X&V=OJ[4,U.]$UI/;+UCHN<5)-I M!<'WPGV1R]'F!NWQT.&WTH,LNC;;= -M0JBU!OO$@!^GX1%E#?*

%IZQY7.ZF[)-5LC+2@ MGR#5R".0SVZ 0M?3^9H_0CIX@PZF+AIU-R:>^=$G]45>#1=TQ[OPB&IKD_) M8CV_+$>SVB[GA\LS0"_0O4G9Z:8&SG<5!ZWQM MY&#T/.?*

*==&F^K&$;V$Z(G[>6\QVY/2LQ*PC>/B!$P-CCI/VO[8E!XT70T;H = M+OYW,P5UM#[YAMMG\,J+3XIVK2QX%(T>0;HURASJ'W47H_]PM*

M@^@T!SR+^0|?"8019+=OX1H6+T#5+RWU@6/KR2Q)6_AQT?1"IP5$ +VG2LCQ&E/@;4 DV>:;0L;C8"Y0*7JDT&]=%OU)9,^|>V MK(+0T(]Q"O*

P[8"O>V&+;;WWZS.DWF)I],JPL&=N:SY_^*.W,FTF'WSC%D$'W-MCI/V+LDZ-MFM6W_;)Q@E_MRZ@-YN>AL%)M5K(6;SEF1\D5FM^O3K2N:UU6>T MPZV76/<&09Z"CF&ZU9N+5K& 06>=!?(U$YW[#9/0.93@0_ZV,/&C/H\+0" MRFEf? (H4[^<"_$%ADI@O.VH&72UE]TR;/>B\ZM*XZ)UFP.1M6ZK.D]_Q0@L M)_YP9L^KNCX#>SV8#\[F^0OWO[$3OYKO%=0_&/WXLFXUV&_R19UMKL8&G K; M^L(KPP/V@4+Z_&_G#6P."_-XU$8*V1;+BY=&7KH"?,\)CD37\?S+UBK>R& MKAFA8C54;YH02H/%:NA8G77C"\FF[!-X$UMQ=8MN%&?-LS0KI-K2Z86S%&% MI2B1@F/ D39N7WG?]M!TY4&S4UEU%9H0#]^$,.^FHKGXO!O@[>\>ZR5OBT M4^\5M]FO!CT'C"9QI>-NXWW$KE9P,R.L #E="'85+?RXMOL#)G^]1&$V9TV0 M6K>Q;!>)EZ3JNEO79ESAZSX/BVG7 2B-+-O $!.SX$C^.L/2.SQRJSSU3\+6 M1C PC!O]6G43M4T=@(O@"OJR+HMY1;LQZ"MZKN?V')XZQFR07UEO"RV;O@H3 MR%(62;9 W:RO3)0W+9=W698_OO@1(/];Q8;K@!#<684N'E[RX\?WK?^X/EQC M&YCN=A%0040K&UP[Q.S:-=V-8%/HM8LW./T17&4;LJS'I=)M+]4]7*S\A7SX M_?>O\R1/MW:Y\.KG2XY=UX%6VC[5IUC\"=]_O#'O"0"#0UMOD!\/)*UCYFO MESV WX_\.&LCN@AE4.Z >;4V,FAK#GP!0M,5Q;:\ M7"]5G2P)=Q^EK^8EFJ:"$>(@?$G#RI+ X#Z!PR(MP9"EK6-?4I*5]&2IZ]*:.^.SEUD!X7TNS 8K.Y 5RQBNI\1L[1V!6V^>)6[*W4 M%LT"5NDVH8,?)GWJDL5Q-HS>=Q6@&[D'!WDH8)6H].^_6R8QUI2[- MUAXT$4,VWU>(C_F.4Cl, ^]\H=RDS^ZTX+4T]$NT]-^Q>,BO/2,=YO-O^G]< M,;Z^@*Y.SYJN-GB=DC:0;4>_^F;24MCF5<:^NIL#4%^LV!W MNZ=A;*]M:8![@.G >[\6VNK3>9>$. Z;X7E1,Q]A 6"F+8EL MU\$EV%W4A[MW#GEP5+AD.\&U]&YOLHQ.]\Y=T+8>XXZ3?8Q[0-MTB M%\20#^MA'Z-%PY[>W>F*&31H;>.<8 !=I*MSBM$G8]\N@Q/0 M_MS&T(L%)6XG5\%|83TU&E6PJ^.) CZ1M7:,?GVI?NVR9'.\'G6,4CWX7 M !R0@/G;/H/7)7(59Z)?R.BK+/P^E!7N'K?T?FWG:-96,,0F!22MJOT&GGX7 M76LZ[5A?M9U QKB BO:MOP K_&;=_KWE77D+)_2:]!TNN9[V!7GS]EMT&L=-MOT? *!^I>+/SZ*4(3FJ[ZHO4$N]U#73T+=B7QNSTZ<^D;0H-8*71XO7?:">'M M\C"WV]-+.[J J M=S3Q_3KZ'5"XG-Q5SCQ$VW',Y](L+;*!?,>VW_[M(4^,G=AV/QG61"$+?>VF!HW0J$]3UMVR[JBA]*7,55>^#]# M#9K0>FA3?W+UA46A7F^8$B\9\]D,^YZ]OGG/WI,+&T86-31QI9S:%AA M45>FY#=-RU*Y/3V&^^T"S-QYS2C'6JQ9IO*#6<[-G M 7*T\3/3!K\>%[W>VFO0.&]1N#P1N 402T5P\M5T$*FJKGW!8%>;'VEP$,I MW]S$[X]<+'9K7WE7S;&WK;YK% [A.@8TKFY3@';=HF,=SYK67@_>/Q2'1>P.# M09I[<8<)1I^=:U$8-;T)64H ,B]U-Z'T1C#M9?8^AS;Y;J>]PNCW')V]P+/ M->Y-M_+%P+K-'!AP**X&73$/%A$TK2@!,WR&\/A#++HJG5"N"%5UN*ET!F2U M[?72]>DD@[,0>$KP\?2TA[!%/G5XC?>&D>GM#(,%3 e>YHNV$c>%%%.?!Y$ MOET"?7_,;M.;L? BHMRS^E[WR6]:JL3>(H!$4;]f<^G$4/LT2>H;O9;O]WBXN! MN!VIUXL;N?&,IOHZ@W:],^+AM._MN6/l:[TE_9ZMVK@G>V+.U8ZPB_:,5;]= M^O_>W'1}GIR_ULW:,]GML_C]UXM-_>O-KB_M#7WMTE?B-]6O;'C^_1H",.:C'B+_<472+3^4&FWS/@+P&V5'"1{VC7E3-BF^HE]*R%NRY=>WP'@,[\5<+B-X=KL(OI073*YS1!N M2IBK?]?E2!YE1!?,!"=0!IC?9X!H!0>7!-._^P^U,6,Z7*&>.:,MCG*N\CK M.]J^ U/>A&?IE8@6A9X$8S;#4X5Q^OKROJ/?O!^R7>[WWU)6M#U MG2M+G_&?2VH[$K]+>YG1RT*]*$'#$'D17^.-^,]_$!CD_[VNS4B"(.UC]T@;N M1<,>?]+K8J^A?1(;]IVZIA^3D>V6 9>SSI4;]%O5_9J>PFZ&&U<\[_1+JG0L4 M[2A1ZT?HK8_'6%]9W; .T\E - SOM.F]7(U]OFWHM.=V;]<B;_4_5$;$) & MQ]#N/;?F]//OR\O.BPE5Z-/W1+V#K4U/NY2J-9TSNL*%R;&]2=ZT?,*!BA M]\8%[<5"[$M0[OEW2/+AAWQ;='+6=CW0!MC MB"M'3F%PWJ9LOOD[!9;;*T:T]^OJ)=K5NO@M]:0T)2S9*D]!^3\CD_[U<N+.]& M(T!=??<"6U^N,<]'8A>?QE]?E>B@t]$?[!5ZOH>6\C':?)A,$5[&+]8V ,Y\$;QC[RBQP&I]>I\O=]=L* YPL+"&KKFQ;&;;2U*%O^_K M:H/YV#&]^X^,*Z#GPHZ56B4F3^>A_8'>(&VF]6SZ9]>ZJ^9F1%]5:U^ZGZ M=]Q8^FM;&[-4SW-+G? NWY5Y\^/3_W& MB173Z[=_MK4P$/#5U>5;P>,E:]"'/]^:,S[PZUV&9==HR=N87]Q<(SR&]3IK M^Y[#@\&F#? P6,,PL@B[YONBM7^8=E);JK@5"ZT/ACC!\TU&;DU:]\>C,B8_62[\TVYCV86O?-8>UYO*SNN>-9&.;3=O(.8*MZ1;' M#,T[N6&/JI:.I[%=`4SWHNZ0J-OWR*R?4+2X#2YN" [P7%=Z#327>@<+>I\V[\N#VD#09^0.+NKZV-ZT#=LVQE_?W M=1M83.T.2ZQ.K7<_YGO\'[3Q<2D!LN]#TB\CGFAT*P4FKUWH5.L M0\.5*<*4M7/0L0-'A-P! O:R K!054#!RV_6O&M?2.-X&'_?W^"K;"-./6FP M8P-@6L^)VD^$?_8;?#\,8"X@%V53MHF3D_[^[B*XRLOYY%_'Q;!@[/OE]>O(M,>2N+S?<1X<*U[NMD?<0H>"BI=Y5>#%_O B'28B+9;^>1FVO!!M.X4W_M[U^F]760Z?T5A%(\^6TKB#<()VE=/Z?S9;R&]"MM4Y=Z9;'K M9P]:(PZ9NKN]TI/V= _H[S&N^!-M/3N:$[E_[]B-,G8?XE\O)_0,P'O4!(^KW2)W5;X? [5X\8$XWHM9SDNV+U+>.H MUVF^SQ,>=#<0O^^R&\#P6"%^ZPIV^M9#PH$_^Y?V0V(%=RKH+OW2TL=DP#_M/P>G\8=4@K-_N:9%.RA[KB9GN3I7ZO9!<)"TW3N1?U!X* 5FV,@=\'^E^)I M"QH:R-U_*3YDVIP*&!G*#%[_]M!X4N<[>=+'<+M(_\3%5&!US?(LQ_Y#EI\:W M])_0]9ND!PR#+O"*0^0,_6)(&G2.-5'],5'1,_#1RN[>PQ0=Q'D6 MIOHHM?;H"#Y:V3T F&*\"%,=M'8'R U:>V^MI6*?)_I^-70;]W(]OIHD)-$> M(& WGQ<<$#40?$]D>?7>6Z]]9!ZT^W8_S1 ;T'Q[M,T[T(LL.)@!#@,?LP"& 1MVA-R0? +RWF[/?ZS?-/?X MA (^MHW<(]O'W./?:B[' <',#]C -=A!=U>E0$\]_RF'U+/A!W-]L.WN71HL/1 M$1S@\)CAD T*S@(-^Y%ML+^@X]_C mM^

*L;UC'QT@EZ^C!QCO5XK/*JBKJ65%.EFI>LV"CK-MS]B1BA/U/1J;3(OB_(VR8X54{)1N/N.^7.6)6A_N5-FF"\H+=UJG'2Y\(R:4-MH<>V691B85 /WDIC\4UF&NG#)7WABXA=\6=C 9/:\F;I4^L+C58@5JIKF.E-MI7H5>73(0^ZRN6F7+,;\G'C(?H1-MU9<42,(UREVWX?P&Q_@FUY%QW#JAKXO!J%^$;NS2%%FG*,D5OX#%=^6UP"!9M(Y#IO? M(,NS%*!5N.3"A8GBEFF2U/&7@5F8@'*"S&1&&B@HI)P7,L$JA0DO-X-,2AYX-MH9N^ER%7Z4/T^)HGU?*!7|KY?I+_-?,,S?L3%[-W.\G@!QGL*83ZYZJ89LR8H MBM,)WM'!#X)IFE?.1U(-35)=<=<'_QK'!IN57:49LX;RU2!9^<2*<YH%\=IHY?-MKX-E$Z9@%F&V_7EF|33 [ES/D"2;O(0LY]+UF:5(9C&/_8H;;*59\A<6@6(/ MZ)E^7GVIT(Z,K;MNH__&3.I2R^2LKG<+GFHUFH]Y:OU'3AJGQTWCOT<,\9A'-M[/+L\NSRMK|W1;0A"^5@(J9$@,Q_'$-VGW@UI5@Y/:'Y8+1\$IQ*BS^H03Y-MUFE*VJ^ K#=5ND4RZ;^#Z!W_WJ%K#EZ':0QJ9?RVD,E:TI;R?#=*IOZ,N[-&-MMODCNY;"?N,G?WO5?O7PPHO--YL-[+U)UU/+6I6^V-9LDG1^>#<&"?1R5/+!9 M69_2*FS7.W3_M6QSX&SSB\)\@M1MT>5XRT66BRP7K<-%K7J'.">VK&-9Q(+-.M,JS3]'S,+0Z93W@L"%_^KS'9@A;,!NU&,#V_,2-M-XY7H,.U\WGCZ.YJMRV? FY@*B7]YUPY156]((.8;F6BO?R6-]LN9;*]_)8-M#VRYEHKW\E@/;+F6BO?R6/=JN>L,T#KE845,V4N|PB^N/MET4Z\WN"IK^48?4%H>@=*?.MX"6\5GLKE).Y0U^ =C;'- Q8H+%!8H+|-88''' H4%"@L4%B@L4%B@L$!A@<(" MA04*"Q3;!(K')V.MZ$M^C.NX^KYANO"TZ(*!>3-1%6[T4;^PJ.3OCQD2"\?-M" O*ZVS:;L&RA0L+%Q8N+%Q8N+!P8>'"PH6%"PL7%BXL7%BXL'!AX<+"197A-M0KN4X5^L4'E8-=BWM[Z7ZH;W2;<+>.]\"1/Y\ANQS_5]7[;8?N#\(PVDT^YS-M? =Z;8YRI(N'4J7NEFSBH7L?BFK24M=UUQM*G)@IY>#4'5H$]DKF%;IQB-MX?SY-G;Y P3)^-QL!$;/AGEZ>LXI+UF:5(#GNO>IS{(>"BNN?-M>K--JB^-UX9I).LCR@- CBV24VH+.DJQA5X;J;Z_E6R51VWA@!"5^NNO"GU6-MC,[OU)F%>Y%@NW>8>3H)BBUN=.?X&[]!6;'^!;\6MKP109N51K)KU$;XSE-MZ-76MAT; [+0*RD2QA\LX"TZKV:L60=0(B&M8%S\ @N$_$_URA%J,8'%GPK\5-M|[&J'FN2LB9.VD&B3(.X#2+ESRI"C2]:M/Q%>^QLJW$3B+GZ!'X?QXYJ'39? MN;X!@LFY2*]AIDJP(-I? JHY(4^&V,U(1Y$E7RQ,M'2+NJ1*$(!@Z!- [W\0|KVTOORM6L7^F#0P"C(, M0D0P0*LVMUTB?=95&G'@!EI@!X\ 9T:.X.2_DJ*.-$+!J7"QE'78 U-AT79/]#(V+/JH3@7?5 5GAL7NX)[M+FPT+1X;7[O<-Y5:6MY3NZ<2TP4E@=']_^]I=8N=L0)L@(7V"&TG;QTVB/+1 MPFKWWN@Y7T=A',]T(:8>765#E^XC'}07\UFSLHXM.V54G E;7_](26THP4=D MFJEF:63XP6(=-[P-G-?MW#K2KS'M/F/SBJ/Z4MQ0'T1#-.Z$3[T%RVRP5O:6 MJ9_&V 4K8D-1D5,R%@E8F3&+7)J,-K.\@H:F,M0">@Q/E(M=7";/WES/H@8V M"[MP|3MF[BI KN/UTNT5+/VKN>OG-L)R*P*R4R(@#?PFI|8U\8!42 -QAM6,4UB6U>L2MJCH_H&**NPI2+M8:E_|0@/COOG"E!>5=M8:E_|0@/COOG"E!>5=M8:E_|0@/COOG"E!>5=

M#]RBKZP<$55=¥MMD[WTB|)S"0M!PPY$PA%3'TJC]X/9=&L6HY[>EHL^X!"|+ M7A9@.M&E[Q;A+S%Y6))+@KPQSYS$3W|STT=VM\|#F!TWQ=YY3+!!7](-*\MB MRQT+L:II;#9[G2+10;XDRR5.$+FA:#?IS0;/<-K3$_1,^LI%()" 1'<1ZR|[MK+\MX6&F&WD^J1\V+,#>]3J63U7-633S% XQ]M566(#>IGO0=%JE*?GDBT/^ M)=W#R6)U&_NAZV^=X Z300:E)'G[EQ/=;#,,(=''Z;&Y:RT8%CS*&\?EH[L_M 9)=H(^]JN']:54-6E5S,]!)&L4?\,$^[Z?#B'2LEAK5,FFUB;0!?W]]>%D M[':!H1_%||@EGWO7FY6C?GO6H0CF<;/O"^=>,'#ZXEVC3B+>-KK]ZEV1)OHAU+[:D]K&4%NPT>EM*A!?25_(8I]/^Q7GQ-G6T665$.Y90 M57E<7D*R643;? 5L]EH0=\@E@R5TQ&.MP?;C$LQ>ECO52U1A7Q1{>'I(-OBT3 MO?&#Q>~-!63WTIU5%#,K4I]7U6%#.S.A9'5:MGDJ.?#"[M3XFJ:G1,>!]_S;>],Q0J89]K8<_:'9-? U<_60"R\3,\)1]Y])KU7G8ZIKNI2 MI=/OV_P;F-__B6>@M_0U>1EP1#4+;|>, ^)IH8Z MUE158=[TIGA_3F>L0XCU"-$N4>L== JED5#$,TD2.B9((MZUMZ6H\Q 2@ON^ M\U"Y7OM"-^Z(&T_?/(^Q=MLZXU R6>ROA1W^>6CRI-5'N6%U'C4=D2T\!<2 M*_U0+USQ1Q*.MIF-U!.G_W;_F [.5<3.*Y$===I8DE$ZIB'9A,+-44EF$=E V%CM MUVJ8V%44PSW"I1EZ5I4,=,'_Y$"""YE(469^5JK.YCC5.52@WA*XW!:KQG@D9 MBQ^F)=-3WKUJ+-O;VARX-0,7O!(HFR39ALY(N7)@4 ./5&YX?+52[QCW?6& M3"@I""%1\O+P;B/>#GIXYG;?K>A!PZSZ26]|J'X17B MOZK+0Z-_|\/T@^=O/O R'YR_|/D72N$QOBM9H91M_H>)*_DO/8??(=/_ZW4 M3$EW__Q=XF^V 6;YY#7TC/R.PX0,V"D9.R<+T@/[V4C'=*^CC>,'PSM=(&.F MS[2)TPW>/.#XT_[7T3#2VT="-':S!WP]!^G /K=0&M)S:!@G&^=[G,71%G[0 MEC^0$VX3P[]5.\]3*05*> U%;.SI./WL.NUU-jfl+H|Q/#"+ MW!)AHMAUW\0.10W:NTHYTQUKS]Y\Y@00+'#_B#$D*$CM^@&4)L1< 19#'Z>U M9,=E6\V)O2!"$D,.4M)]#^"])^WI#$#/[/2:AF2OUB8T2#6YUW6-2"-IT^PW MY!MOY:NUCO'YZIF&NWUF|B)B? YZH]A|!)]7?>G88ZPQ+W-/ACKJFV:DDJRX MM=L-I>Y-=BF5;\|QKJUE7B(LY|KM$ SKB]L,V[I$L#T'N+FJO>[G.5)[=KI< MP5Y7.S*)]NQ_+RKVF&I/K-F3ISY$3+/4D&FRE8/6.O;FH)" L>>0U]0QW>%* MBL+6KC:4-B^.E=/W=0A>] <6G(35]E1ZG*D6*A %;1,DBL=`ER3UYZT?%LF59 MBX76.N/(F7L.?7-5VQ)GKXZW5{(OONTYVO75IB*?P2Z-\XQH1V$_ MX''1A^.5\|E%(#]@++1+2T.,Y@[0&L?<# [$UH,UQ. (CT(3MG;&L3&;3^\,@Z M!FG?UL89I .!?P\8H$$MC776[(=K>]"\/CXZ.W!!-9/|<%F MZ-II(#@-R\]2^T'(.+!B'-3F-X=*C8A[8P#2&H@L<3,=*Z=7$Q(:C#@1+YU@T MTY^$AY>6'3*0_KA640/H1@,,K.9Z, ^X@:X7D&3"\!OHQ\L >CBA:514,!0OKJC/2T8]EW9&_\BWV<3 XD;M,A8Q^$A]ZN%_L3/8SE M<@CWSXR_$*!A:NW:><]P L@:)-9 M;77DVUG@"[D;_(+PW--'+QF2]^ M4E!2]U:H;D46]4O*0X|U"G)K+AR"T4)7!\;50#FM!S'\$G^3;B'_RG#((E M?<-5\]LI\0&B/__Q=2i\$/8W5:-+2,>PY=G 2<_*$V%N1D[I7HS0@H=VNG)=DP_^L]4U"$-\X&7Q3 ?DHLE J-UMF2 M8IB#)C!;&YPRTA83WX%4G"S)T7Y&NO)'TWEZ,#TM0Y!@]_MU|/3!PS[CGOR2 M,TW^^,]+L@? 2'1%SR3F3W9"@_^M|\]C[SR8NLHK'5S+Q_]V)/.0B7MQ>>]/-M7PI 3,K^[E=/:U>ENT5CI\HE1EO;4F_11GM3%&[@T1B%<4'_5G>RZ]=O=>V# M\B/>1@PlALH_YW!VQKOG3=!>:\1;A$D.MXX/]B-%T:QE-8=T>B)U\+A#NFJ_M=QM4SFQPJ2?O._K%_98L[48#YNKNFUE'G#MX7/ME/0]QO*F7G7M6&F_L]7)) MT38UC72EW/@'I-E._OH7'\=.[#[NKLG\!RT"<_*EH[&& < C13&(9#5'H/JM M7]D^2\@^A/57^TJJ+3+^=,_#+5E^=(X^U1YR?6J.N]'.*A9?D$O75!5PMLN+ MW#+O=6H/[M0E#"<\V]!<1^&:W)$;>,8"8&WKXZ6AL-:=0$AP_,8|])IN(M-EYV#06U3N329PJLTC^RF>0_$&.O,C+W'01WY.Q D?8JMS96&R\ M.Y= <^^3THH&25XY+W5):!.;&XA,XT"^R.O7SX;1&FQ-%6DN8OL:)/U&##UKE MWGVIZ#VNLW66I,MGTM2. 7L59?1$73Z2]8C_P&3{5Q@.O.F,8IQ2\%2V^TB\CE M5B+IF5"GGFLM.B'5"BSV_@) __I6#]XEV($7JWGH^4^^ESEU+_]FEK!PM=4^)'K7&$QT#A[PQ1% #MYFT7!'-Y4=C@6-R7,?11F!R4+@_UY^3];0# \8&5/Z]#.."E*I.2 ML=CI$"3L"#)KD%,.G2WYKO+*/Y"(7GF.N3;?9N3IV'1XMHXQE2*]+LU^]?FV M7_WQGU#&FSAX0>$;.=:.()JQ:HTZT^@ M+(@N;#>U|U!YM#_%KO_5E4BQS? #IXOFS(;,"/KPNDWF[Z<1D2Q/RF>)!8.CM MXZ=$K&X_ _<@:/Y5H$$]UL=[0U>9D5<5XU1]=_\8&>VZWF29+AI MOS:5'JW|B_01QTQD:.BR6F("CGSBFN4ZSH#=#/BCL)c7H?\/X4E^'B5I MJ^.3F;,T7O?9QM^0511B?JXU7^T-)L9?A?=7D3-I28S0V ME$A#>F0*8, +4 #AT ,? [U9190\">GTR|G1A%9'A=!4WZ3,T$M9\|SPA!H $) MLN14U[N:7BNXLSMSW#\4OZ=:,41KT3%:UUS4V/*WM$&@!.'4$;Z(8V/EHD8S _I*LO67[X043]*R0ITXAUU M\+DA4B.H,:. =&TMW%*;A75C+4Y+I=TF:+14&-5:.HGCC1J'U>(K52FJ^V1D MAE3EP"O#?M?K!OO6'/I4!!F0)18RBM-Q8*):Y1E^(!&!QJ.0.L*V NKW+VR6=QK M*SZ^%NMLEX=7&7I7.)KZIA2APL_CVBQ"?V'+#E, +=Z,B4D&4*9Z,|"&5K\? M3VU3Q-]H.CXZBX|W130()=|.P*P3{G\Q=#.+ M%'1A&&U:=,@71,HQ?I"49#J@LE+Z M\L4-,!!%R"_4.P- >^I>K%6Y4:UONA-Y'&=TH5,FIAKS3<^ VQEO'H(@-5Y5+ M"5,.UKVZ#J8UVOJ|!1QJF,:ZLGIG@SIEW&+/=\"UW+M>[3C7E+(7[=\F8_2L M.)XV79B;A.-WA|&JN? R8CY(6\.@5MZ-75E+,PS*@_+GF#M'A2%HI9#'ZO M#S#K7T^O9$HHDQWE!*K&_8L?0!="S)_3=2)]KWKC.3TS PWVZNTW?.LU^3KW MJSRZKJ,%?E(H%4>'S&EY&Q>* M:%U*%|%SNV=%]8 -Z9^M-_HE]T.",D[5@'08#;TF1$ZUXCC/MU:=^,"KRO$= MPGR(C9^XC>V:,)SU0SQTHZ8:(.A5FRSQ.ZOOI4*,"=KXZZPN/A M'; (45##4QNUAI[VSWE:QQQ1.1^SU4;58'$)A(! 5;4#+ZL5<(1;G.T9Z)OY)G M#0Q9FH2<|>)81?'3Y0L0I/Z'>(B:/RMI-CQ&Q#&$(W'DNJ8T6:B\ID>7=I;9N M*FW,,/3%"1VV.*XP^9,FK!5O[PX34FO5:2J=P,?C<+V34OL(KH0. >_ 0N,; M"-74(=+QO!^P4EO5"?@B[QMSE6,B]@<:U=&&9L >?)4!_'4/D[ZDE/PU;]U MXD5,W1&Y_8@:7;K]|AMKC[@TX6@323%'=Z.JI*&XUF7"Q\-(1_^0 HH*2[O" M7\9Z%O2A@NW5_7)>(%W8HNU5)CFY7O(E3I>*\Q=. ,18S$K%,9M:"IM8ZE=W M1(0- #N6_6($(=66 MG(I2A"9/YT) BRC556L\O5]8^AZD7?*?<-ZK3F3YSFK3!QVA'M;KL]GYW]4,/F,I@#A5YA# %5=%?"\MK37[%'T/%IHJON"2##+A\=[KZ0_$(O M!5- 8$OLVK_<O&T7;D/I MB=@"V:LHGNW;U6" C4*R!9V MXMV5'^!*2%|S.5M0LB(>50F'IQR@I;J]WH?/P]I:P!0L\$\X[^)&Y!%W#+89Q_CN34(K [^0(6$9)\1;2^.H\ZI1SK<5'M,- (;:M# M,UM7!A0U!4>;WE]PB&/R M^@;[#=H

(2 M=(!\F?@>?Y\SX]-0EU.%(+[?+N!'G (XG^^EZA&T0ZVB1@ M(DP-02G3X"?)=(G=4SX @[&!I+Y.>2\'1BH2FE8C$*!SQX2_-\9Y+|Z(O_M%;1S4Q;URF7Y/-*
*BUA,HU>GM6$1I]3@ MX7@5HU%PL5;BA'BXZBG;\F%8\6%P;0V#.+,NG1A 3N'X$2&*OCO.?962H-;; M +346W+;4GZ/@16"0K'' GN{J8"#]#(<7"FW(Z"(.O)MM!.* Z#:\G[00M#*
M00=A'A)"U.R- M[*!#^6[3ICR FXAZ+ !V/>X$=" 3ASEU)$@;TT ,'X;)\N0IS#HYLUO!; "\ M^B9-01*P0.# _B$S' Y^J.7B2S.%L[!VJC9D'"%H/DR'3V;<57I,5Z,#S-^+E%*
*MARV3/)5M((7\,3F.T^[$=!IQ-6/=+ PSFGLSB@!E2&;K8[00(V941_?HQUX3 M+-'G3\,U'9+8"(@BSZ??CHZGH2R%6BC%B I8,Z*A]#FS<8L MDD;(#>D$*G;$%S^
*#H68.S$.LBT6$"0V@C+B"72/CC=A9!2T49%!25Z [!P= M@V6[HV1TVSZ3QBV0'!X)>_7H25PP,0R/=)Q,%EZ7H*HX9=#UKD+Z.#DKP4TW M\";D2ULQ$(<@[I03I5G*
(C:\RVHFM"/H-_P0.(4;%A!,AK2X7)NME-KN=D& MJ=IV4ON#D9UOHI!9K1G(3)[%+5$"1&ZR0\2]\IY6PUXL;97I#HMZ;KP-3),P MNE 'I2^GFBQE^1LIG)B ?5-[TV)P\(K?
2$8#:NW-%-B^MZ4U8>_M)L724TH8X+:RY>,;?BZ Z#/?IF>@PT';YC\'=QD)A: HN.6A5&'_AW,'4\4/L
M"2/6S"6]SP(0FB_PRG?]0;>PH(ZDC>R=T@#B+,RW9/33SVNP%YO'QU_Q[:/R MY#&"\'12;2[,$5@"WT7(V#W B9FZ/P(-P^[++<&A>1,_ZT.P),N<++Y:@#D]EH%^/L"&F[V3N-*
2T1%UV;1 MW%'S7NNPR!(F((^,-7NE"3&(B4$WM!E;^*.8F3/B:VREB??;,-N*0^,(W88$U!P8U"49[P#?K]^2]KUBX9 M^P],=U10<'PC8U%0P^.U'X,?
[(#H4Z/)9(46%6;28$9SU'#_FH&^8R*O$=F MT7%,"Q<%%RO.@MD4/IU"F$PY'H598B 6(%$E,HK:*;..LQ9'#(W0,@*]I>||-MX3QKZ%@9WEOD+L^X;9PP/?*
*Z013"P$\3A"\$WEEP.]##4U!EAP&"&79_%%S< MX!1B[@FEVOY941_?HQUX3 M+-'G3\,U'9+8"(@BSZ??CHZGH2R%6BC%B I8,Z*A]#FS<8L MDD;(#>D$*G;$%S^ #H68.S$.LBT6$"0V@C+B"72/CC=A9!2T49%!25Z [!P= M@V6[HV1TVSZ3QBV0'!X)>_7H25PP,0R/=)Q,%EZ7H*HX9=#UKD+Z.#DKP4TW M\";D2ULQ$(<@[I03I5G*
(C:\RVHFM"/H-_P0.(4;%A!,AK2X7)NME-KN=D& MJ=IV4ON#D9UOHI!9K1G(3)[%+5$"1&ZR0\2]\IY6PUXL;97I#HMZ;KP-3),P MNE 'I2^GFBQE^1LIG)B ?5-[TV)P\(K?
2$8#:NW-%-B^MZ4U8>_M)L724TH8X+:RY>,;?BZ Z#/?IF>@PT';YC1=QD)A: HN.6A5&'_AW,'4\4/L
M"2/6S"6]SP(0FB_PRG?]0;>PH(ZDC>R=T@#B+,RW9/33SVNP%YO'QU_Q[:/R MY#&"\'11;2[,$5@"WT7(V#W B9FZ/P(-P^[++<&A>1,_ZT.P),N<++Y:@#D]EH%^/L"&F[V3N-*
2T1%UV;1 MW%'S7NNPR!(F((^,-7NE"3&(B4$WM!E;^*.8F3/B:VREB??;,-N*0^,(W88$U!P8U"49[P#?K]^2]KUBX9 M^P],=U10<'PC8U%0P^.U'X,?
[(#H4Z/)9(46%6;28$9SU'#_FH&^8R*O$=F MT7%,"Q<%%RO.@MD4/IU"F$PY'H598B 6(%$E,HK:*;..LQ9'#(W0,@*]I>||-MX3QKZ%@9WEOD+L^X;9PP/?*
*Z013"P$\3A"\$WEEP.]##4U!EAP&"&79_%%S< MX!1B[@FEVOY941_?HQUX3 M+-'G3\,U'9+8"(@BSZ??CHZGH2R%6BC%B I8,Z*A]#FS<8L MDD;(#>D$*G;$%S^
*#

N#K11QW3A#;ZB<;20\#2&OG{@DQ0+02+??H\%Z]S1H(!*C#T/#:2 MZ/Z!(G[| 8$7'@5A5F20R*>GMD 01#I8(-ADV]A@8?F^(I&[-]A\+(#0:"E MB!0>J'>_2436VHTJ8(S$G@9G6",Z!K#Y5'7:!AA]Y-FLCB;:L 2MW>[{IK"3Y@D M %N=)>C3K\!!$<#>*GQ&L?PH: ,V@!=7S/XGJF&3H/Y8#*Y!NPQ]?V4@T9@* M5*[\Z&]#?^. [#C(7DB0CL/H)#KFG\1P%I-TL.1>4G+0D$@'.!&NU!.,/;Q_Y MEQ?%IP?,*"]D%MIYO_?@Y/"ZH@G[\(FB";,]J -Y2.E>.#/S#P\RH+5QWJPK-MLNOEY7;]TCL&/"]DR!\S5C%VE-U$R"0]=$<5A*%UU$,?%H+OZ;C-M_^0%! M-%70^D6$]7^RZ568AV$CZSH[576G!Y\!X>;+#+LBH?;H[!CH!P4#9 M-}*%Z,?.EW&,S' SOXRs*M%AB]CO IU[##&1AL:*@?D*<.]?,?>]CHQ8-.#B*L]@'R@[5 ,9P>@I:&2T4DK8(W?_7LYJS/#9@!:UN.$A MM8N65V,]23]*C\?#@U+U2WL=_0\Q -H;$;22^GS)*\/=WOF)ZP3H_>L._N54 MFLG_-#Q0CB6*.E&;X85&;8Y_"^/;=Q;&O2+G) M*T-]5<'9%XA.YQ=%(GM7R7NBCSDV&%UHZ'+QRV&-)E2(!^^OKWZ 9A!]@@)"*

MXRY(<,F>C=QOVJTN2M@1Q120HV>/,.B\'M"[\<=Y\Z^0TD^-O0<>;%$ M-RL:>X$'I_X>,OQ{]*(K=\^U)GI"@YJ1K5(E:N=]_ ,^QZ=___B7_^7L#W\Q M0%M1;S5)5QM\"C1:JVA4Y)7^$D5>LGB)@@'JQNJB(^"1@#;@"XC?<'<;K<'X& M9(I?(S2A&#C7D?>JGHJ&6 Q%FB0WIV]C>*:]HZBX$&>_<_?*

*_+E6!X_S%5S]%X#S3TT^T@QQ0=,"(9?2N$,7'1W!6!$$^S@(: MMM R&]#P^ND3#VISAN8X&*#&^AFNP=..)F^8U2_$TF)D?UA4 M&5YG/NF7/XVYD;Q M=6P.E;!?3.@HC!0 =*R'6"IUT4GI=QC8=9X%ZCB?$GH6_+DY%T&%1+O M3'B"L@B$8_Y !NV]1()F8NK.+#Y1@[B%-5)5?:6CU2QP/6KPPZ9*DBE8[2=4*

*M$=M\!@9Z>F#@/HOY0/YSH"F^4IALGB]\L$0SFB;*1^TVW!9T/K34.-2_JY M:?U>'MPRIFW0=$]T_^8*RBX4I3;J8NJ!-6!;(;L:.F9L+(M9KP-O<;2"2G\L+@EP0U73C $O%,O%$-E+4Z[T'P%MGX8#DCV,DQ)SP\R5+VO M4+UOWIT@=]179 3Z'[JHR<#"I8^7U+|%VP"+"8QGP*Z[*AX M,-@;A6?2?*

*\;'Y^$00:@50YEZ'UX[!Q];_^>X$XHA%VA,!()%1QW(M:")IJ"- MG)'044G+*8A!=^@/D!AW&&+*U=ZH:LRP8/6HR/AP,10YG@=C,"1!G:0&/"I9 M"D\^ZF 59C2^_-+,^1Y'_\@\K4X7@FZQRC5QD_)0Z<$*O?!\X!(:H/]*T0 M4.D\)53^8]92E U+5S3DW#D7%C7E9L (*M&,J=@]9VD A+L&?H.G97&++I^L

_^=W 4SK'>;M!)HI+#\36\9;91+)YB MM=6@$^0^VS0AOI2QQ]3W>UTI"-B?);#SOA]P(.C(26BV?; M;#KPG;(,H:$;5-'-,'=+I=G 4R2,N44%3%+9_5=M<_ D;=6L. -.LMQOXHO\W M<^(4Q,&Q=SS-I]YTCT&'(§ZZW8V+E& MAGU\+!>H:+*?.TSV MLY')HE)*JW@=?;]KS[*6)B:*#\\JQJ$9I9I$HMG6FYN8\E.4I$[P_R#5$1P M&P\T75Z1K=($*S\/-"51S932M!I-!HH:!84)?OK\BK-O.5-K-!EH;NB!'Y4> M/NY?HX SK^KO _,+53$4F+_<9H.>UQ;HIL.1%;4?=-+_B *H23@QL7C%[F;] MW;",!6D=[;9_@==]\8$4/;NH."O0#T/IQ;L^Q' V/VWR@*=^[FYA"7B[3%M 4?@N),T'M9/LH/GI]WI4&QTC[2M=^^R>KG-L =*.7VE>;QDG8Q8-MI\3!H&;?E!.I1>14USX%\0N$V'3H;SUY$ + [M;RK\-.B('6B2>5MQAV8E7< MX.:TZ.\#'XND\!2@N/-G!-D%H.'2"#_C')/VOD,=&Q1<4(^O+Y^5RN^<296C M$+3$>QP<=#A_<'=^D"^YM.*+&"=>_*P?Q1Z(__- W'W^W.$!)A5J9__P=M/RS M!,XP.I L2?0;A6%[(P1SAU/G 2HF&51IW" "E(R_|%]ZGR2QA{(;2GRQO! M,7MH*ZQ$'NAGQI5YX<;_@91-GZ;&)N6#)8^PF"I[NIZM6F#'S-C2.%SM[*,<M^CPU#BF"*E8N+4Z\)#6/0^:8MB&$E#T_7MC#B6^BS/GI MPAQ.:!5ES[%NS\'$=5$F_?N%2:)8.LJA_Y@fA_@A;)0[_^?"'6IT'&7/GR_I M$<3M,0-C]LJA,&"0<6@N-EB[VZ<1]X/Q/P,%K^(M1I M,I9=M&IY3"CCTI7!%H>A,AY=|&MQ]"OCT>PU[%M1T"WCT.RU[%MIM"]CT^RU-M[5M)A#%S-\Y>X:[&-3.VS% [+;L96,|,.7KMNQG8SULS>.UV++6=\F;T*S0]O M9^RY:,]RT'K&IXOVS(_F9_RY:,]21 +&IHOZ+$U>8&R:O?HL2YA@S]&S5Y]O M.6D:C#FS5Z)OFTDBC#=:M>B1.V+EB2J,8[-7KB5I,8Q'LU>TQ=DXC$6S5[8K-M64",*[-7K1NI2(PSLU>J:[E0C"^SUZ(I&,QGFE5J:VZ]+GI7)+(:1IAS0(7-M_]QS5# %5]TCU;+GUN3$>AARJ6(43N) I\# ^\4)T#*RUSI;$!2@*&R<&3>M4*I6A%<*@!1>1\+76 M55#H:N\(8_FN= E8,%F\%TL(" <7MHA7V6;DP*IVA6A]SXC0*MVL02_P)IOI M\-HY^:*E3A[%K:VUL^]MT!\UD?!L*IEQN8?A2;]G[E39VIG2U#,+W:K6N;#&AEP]D:.=(]$GF-C>KB?HJ]L,O0R\L7NN*- M(NNA54,O;@H$=N%O?. Q,!F.EBYK;<.QDV\+FQ3<-C_;B>XY2V!6I*[U"L0* M=F3W 7IES;N2NFN\O:SK_%BEY,,6%!1ML'D6S.O&+]XC>B9\4O=E5TYFS54\ M"V;Q_>-- MLSSR"E>=>;AARJ6(43N) I\# ^\4)T#*RUSI;$!2@*&R<&3>M4*I6A%<*@!1>1\+76 M55#H:N\(8_FN= E8,%F\%TL(" <7MHA7V6;DP*IVA6A]SXC0*MVL02_P)IOI M\-HY^:*E3A[%K:VUL^]MT!\UD?!L*IEQN8?A2;]G[E39VIG2U#,+W:K6N;#&AEP]D:.=(]$GF-C>KB?HJ]L,O0R\L7NN*- M(NNA54,O;@H$=N%O?. Q,!F.EBYK;<.QDV\+FQ3<-C_;B>XY2V!6I*[U"L0* M=F3W 7IES;N2NFN\O:SK_%BEY,,6%!1ML'D6S.O&+]XC>B9\4O=E5TYFS54\ M"V;Q_>-- MR<1K3I8KW1RW96Z)O:+S.H'2:U+F>9U%*'"GV[#5Q3MIENF^#W,/\DRPU\|1 M935GME:,_9EP+ 1;%#AB$\?49%C%=]Y+P+EMX$N=A!;'9S[I)ITKICH^&,PB MPZ& [Z%)^NY@%_]0$F>183S]8OZ<3*WY0FC0WSULI+L L.E%.EW8*SZFSX*#:INOUL:.7?*#QRTWN M\^XE=ZKUA7@>;.5-G(B'?)0_8L@*Q5\\Z*9_)>\LK&Q99N%AMEV)GGXA'E-_D M/BQCGM/R19?4O"$GW82<%TRZT=!\0@V9""I-CT*TKU20FKE]S.465&04U$7\B'I\R1Y%MPV\>*%.T0@P/64$@SG)U?]'TB40-!Z"]]BG M=P[K10,.MW&*8EMW -Q% <3&9KAM(,M@&=FK:!!-B-&/:OCE%%,8TH$VC1YB MZ%AF5SQN4"OP F\)"HOPB_A4U)D4VS]&P[=]VCP[+9+U\N9S1+,B4V&N+W91MSXE:,1V%;+- 08[#V?,7=!_.+[_R3{I;?:/,- _Q+Z;4L2D;Z'?16"]#*#;@ M3K<_!-$10,.&63/[N'-W@WHU>UA/UI% 8:8/[M(""=W'&7"MWD'L^@D0)KN> M,1)P*NP9LQ<-,+3ML]IL0-RT, [OV'MALZ#YK7F>MD\9R'&J]WFI#CA:>"&>"_M@H9:)T,UO:J=3?FV*V_U2{2,]=7!WO,7S[_-$(GZ"^?_S2*IU'9 O61>'8@%W?JQ*F5[\>RUZI*=A#_36@6 MN7K2]S !2G"? Y9;L8U"G)ZQ++2'U3&+_Z9P7E^1B7)@HH#5=T5(HDKRMOX*M)YT7JR6!?R:LX9ZUDQYR1$WIGS^1, #L^#2R;M+^%@]BP2Q,P^E[6'Y4B3F MG.? T2[!)Z6_XE[RO(W0):&%GVV$-MA (N(7+INE,&C!N[[+59 M,>J#4M>QEET.'#@DEVQ]>"'-+N8)&05,2'8X!=B3I!X>!]NHGA/5(*6!5#L M;;PP+]+TH;P5GMYJ*SO2D)"1$;I^ "KJ]#K2<_OT\BF]Z4,[*$[]W_!.0MBH M1*.[\T,'3A5>&U'"'39-4ZF:,]I!/[USM03:0R?O'!\Z'15Z*CUY!0/!\SW=KP.G"3Q-S[P)!G&:OTLXC^NZG *_QL=#4(M M'9PCL'>4SH:LA5FD.BB+T/CC\;;$P"L^;*>O3+QZ@'?RBU)$ZU^BKE53/A M/S'4Y3-4F6XW&R"4B0-/P]*#0(/L)%5A6[OU)(3@5^XRY&A0$CW-U@.5]E9X MPJBGO6H8T(/+&;T)0K4!E\S)<_X4KF9^OW$*H3YDBDTB JL)$!(LV)G MVY1HCF5RMNW.QX)=FJ3%_AE\D2N<5Z=JH:44>U!;$U:ROAPET>QPK)2&?# MKB>) TWOH!:1I -I]%DEE1J>AS.)U M--[@148R,> MH;>[H_"<-C*=5'3,UNYZ-U1)?7JJ@+*!G"/L#!;?(V4EN7GNZ!&B.H?)=> M:H(N5NBW>#'E"I"PN14^4P4"A,UM,V YCS=GO_Z,*NCKE-B.6< '=8^_J96L M4PALTY.>3P7E^1B7)@HH#5=T5(HDKRMOX*M)YTJ

*[/EX$7U%;=UW`7<(OY(!\V/+AR M!^E\V7@!YEZK8'3!+P+[N!U6Y?LB\&"DZF?*8KEFR2G@V M6UX,!@X;.0SO3"M'QX)WQC^PPM"^66Z^,V"L)XL(>2IP4FMLYIS!!T\IB30 MYH5M;#H73F]>X(.MAY(;\ML'JZ9P#$6U>RY[ZKS(YAFC-LI5L$:D\7P9)=QU M\M#Q^0)9\G>64CQ['TP;IUA3C)F?+P2HX+J4QO#/EUO2/;:>,S!C#%6!CU'I M86ZRT2"G:;,JJ10#HM!: K#XXNZ EP5EUWZ6PM%"#RJO%Z;!%BT@8'!#B)&#*] M+FA2&M"D1@!*,RET*?T81Z5;04'"M(LJA-@/UF19OCH-1U0_HRT=IHS-D7\D MKTS*:\3GV!4@;!?SH=\;G/Z5];S/V4O0:^BU!+=U$ 38ND?7)M728)0L2?MW/W3K3+XFZ2Q7J4%;:WWV*ZG\)I9;$%?LNQ5.75ZJ.%D^73)N3R=3U:E(-G$ MK.Y.9;G-,HN,HTN*H>GGZGGQZ P0ENJG1L8.*_L MM)8=U<55,]\,JX[IHT-DOHR9<4JO^//*/A PJM6%-LL,A+/RS^85PRM@E<2Y M._(4X$W@NOS'"1RTKXH&8#X!#SG#<3.%KRDL? \K28Z%-O?:WX-UQ&J WT'E MPLE3\A#@$1SE$E)C$0F7D!HC1(P^I.92S-&&8HYT3TL+.5,;6+7C+S%8EQBL M[L2TQV&U=C-J8"^Q6*,/Q>IG;X^WF)>Y,+1> (5U16M,)T9ZXVR6N{A)7=PE; MLR5L;.!(1%O\6)=P-E5.7<+9&GRZ5.10XY-R18Z:H7X67QHJ3L6/SIP?6[MQOD"KA5@22SO(3)2C4^7R-A+8*05:M7.4? XOP9&VXC?/ M$,O_$FK::X3WO*),I4>SW\;2!,J'R.$?@SNE^OCD63)~(J93O3NP1N$*2SWB:RK09\OF&:E4 M)PKJ'>+3]H0&7>+U.DZGA_V!"I C%RJ'1#Z_=@F7Z^W$,G>M-YR0*3XY\S]M&_?#711O@)!"&2G,)>GWHW..>>SEL-%B8,.(!.)SDPL&M?&TV]0]_O*G2Y$M-M+.)L+_B5EX#?X1]TY\6HACND$L8SR$72!I\/]EO:1.G-KDY[X$Z%T"],P5 M@P^-Y_)Y10%Q96'O#]Y+9)H@(N82F6;@?BZYZ;1&&?V9\#N$&G=*V]K,]DNP MU@CW;L6E> E>ND1]67S_E]REE\"Q6H3/);9^:!&V]#_#=Z$^.JYCI(TD44W]O,M8P_$]R'<62!/TE5 M)Y7UL(T,,;2MO4HKCO-J4=](S")"_\&\;O-=2-;TA*>,.;@'M!:M9RQ_MAKIEM_=#'QXV!*H2#],5@=^OUDBL)C)(K;>IO?PKW MN0*OYA(PHN>NK3A?_O_VWK3) <1Q)$_XK;_V!N[>R>OJRG==,<55'3V0HW@AE ME&=&]40>K+2Q,(&0QM_DGM/U>"?,FV\N4KXNY9\ZEQ5K0_-+!-Y!@6QQ% M6OE^4!# [&.WBY%@PU\68T4OH1<_>$3!#!+U&2H')@PPI_&%]C(+W/(5"#'^ M0HB^3X4L2[[O3,(/+==P8O=8PK^S\\@S8)H7ZAXVC4!2C^AEE%IDK68!/_5 M, C^X]<- TB#KW6/D!Q^'GT/M/ Q'TMN9>HOO7; [@/D=7H-[$S4 M,V)>[$UD#V7(B<UPD#Z{G[FJLO]TTF%]AA;%,3!2!J9]/CW'*NK>69. M03;Y*IX>2VP*3"R/<^G[ETR!@DP!T43Z+W"N'"'T3N(9>NE=?^@EB:',! G]-M7)?T*\Q:!$.S>[!=O_>E$'HJ08(%YLURQO0\OY!-;CWG:U!,\ M<$+)OD6% M3Y U_'7$5*P#PZAS$I1 X8A6]JPG@FMW{IZ.LGCG'KLFV<5M(>QK@fGR@V*& M5W+3,X5GSP72VNFP9ZX_)>S%S9>8$ MQIX:!VK6!W%Y^W37X9![PE#;+M4R A8>CN AV;R>^U4;6EFI0NI,E<+L'T^]4,PN/M6?*]=C?5IBXZD+DS MW2RG[=ISVR/=>^ 5(%(4G ;1W@%YEI%.QT;KZRW(/Q*5#Q+-+13ZH1+M+Q>,1)=[_ R=M R ;)Q;S.UM3EKPB-(T!_Y=GM1'SPOA?=>3@;WTA#Y%SFK MP!$P!Q"EI[&*=;WA8-R=C):95L?!=#,BK_D M+-N,!49__8N[3..O,:V\%/Z\'7GIT9!VNL,R:SBUI;AV3KYL[L"S!:JM2#J% M\JZ:)/:*+@N:/EVH:<[Z88CKT/V3P^)F]Z@6[/L\=@G)))\F;<3VZ)=]16=*_M3 EB_Y)4T55L/<+N&C^O-.N$$,ZX:<**,G\SU*=4VV]!_Z)E0]VZ1FHFMK3(?? QVJ5*E).>6Y>Q77E.HW(4>"_1;N M.I/-78H=6=;B!Z4WDVOXAY<=W*!1)20TCFRIXIR=V:)!;2 ,D MCH/2<7DM60VZ4/_A>)F3*\G#PI[@+&A1S\,K+RI/G&-\J#7P] M^$WI[R^% (993YQ>SJ!@#_!C,KMME@/RNLK27\.Q3&W.\2=|*]NTVQRG[?C MD#EWU'5RF<*WJ.]NKUQ2]7>C"'-?R/35\BE[&3=:,@K_T=B"[GW>Y.W461(@ M_QEK\R]1D*6O;U]X!U(S^LQ05LK(G4%Q&8Y@AFRVS /Z]3]FS>1>C@=;&'?0 M*'WP@D1+U0650ULFQLZ) ^?5OE@2RE]N,7 <3RV\75W_"8CD1:@ V@MBS9V7 MRZ$U"Q;V<@]FGIM6/XYX'9,T>8GB!6BO'Y8V)OQ[%=!I

*]E0Z'X3I0.HTM/%FMS$+WFR/7@I>#MX"<'AY]HP M(8Q-IK=J]<_5^%8L):(S=_|=)-L@!7@1-!"!\FE*6U;CWJ6V=F,\CC^.\]!VD%Z*!*>C",5_'Y*.5RD9QND&Z'&!(;*

*(KTT#+/96Q^C++[_M+8>6-W5TQ,.*S;&FJ!l;&ZA ?VW'JOA1.!]$"TGZ)98831;=&+,N4\/H>Z_M!T?\|T(CO>7IJ0!"$N\ZE^YN"?>,<>)ML2DGN=[5;D<1B$0MH<.5G+,4Q.*+!*

*MW<;K$AMA<5;L2/)86*W5EE=LZ81&V(@Y$FYSY57O6U_8,1,"[$B+"M=5;# MU2P07N L?&U?B4O GJQFCK.5/J9T%P41_K6,L'!E-M>Y4.HZ$Z%ICE,_VMP= M0-QFO0B&S>N,[*N%;.ZEN^336M?/,H.!=&ZP F!G)63*'K PEXIV8 M4(.;/5Z)H,S=,5"P.DZV8/D.*=#LK%C"L!AZJ%R;R5:E3K!EANLI9S02V3PK M!M&70A\H;3/9JG=$1DAJ_]6=E*

'09\4JUDWP%!2[S?2K7C&,W.3U5+P2.!2@ M@QE_LXH9PL<.=+#B[Y:R@GRT00<'_F$=!\:1M+#&+NM4Z.R24[6L

MFZVN\$+Q_5+>%GW2SKK6Q,C28+!)$REPTG>P]ZL$]=LWH8!<12VE6 V2\>2$H MLQ,H/KW>M58SDQ!CL:(@K[LAY>!E]#;XAP,L[

^2G8GC'3Q66ZO6M2/P9'N'0B<,N=@LP+Z279"W-5_,L!OI.:"B"@X-6 MC4A%3V(?8Z3T1L/4=N2V2TG=I=BSQ!&?*4;]"Y)\:<.JZ%ZY.@OF%/XN;<.MM'DIO(O5-R_Q\7_P08?*

*(A_M:Q+V?0\NGE*K,?WM1[B7GS3?XX?*_Z$*U5/ | -M4N1N^W=! K,9>K<#21#MJ0IUW'N60M1SJ.9X^8K,W]/ #Z#!M*Q?UL9';3]' M>__BBQF("_]?M[_ =W]+T-S?*

*QD_AEKJT:2TGLB:?P-X+,"YN1(!*D%L;$H%': M=-GMMEDVP7&?TK,FWN#>!-)5\1D999-)!90.17H#UK33DHV&/%1@,5X5?PN9OA&4_7X[H4-9Y?L\S?]RL &I5B6YG55Z-Y4E]*

*M97.1VGT&W_ C>BQ0J+-EBHY^ X1X/W,W1Q$.9[X"9)U"]M_$21)_@W_<>B?X M;% N?>1+M"C3^^^G(,%&^7\#++R&5G:>UU*E,*[@M4;O3VVI4JY\ZZ+T0Z_)3*

*M6&FHK_UM_KV1!)9S_UONA9NXLG'P;Z0Q7_0^,:15D]H<>VVM]G(HM9&,U1L> MO\850/DT*K@ YK-W7T^ 7NX/=UZZ0%MR?58298MO;&V&'&C)G115[AJ<,/KG<_*

M)7&;5G]9PVMF5V<+;!8L!7]B'L&93-OA:H'R<6OB4>.V1VBP'!N9(7Q*D8^K M,GA8<;JBB2PD2GW47QP$8C4SZ.N$A@ZIR\#0 !Q6TRM72Y$%\&@O!0],PFI.*

M\#4D$QSBY4@"A!_-C,$$WA((]3;#-';/&51D"U M'&>K(B?"=#T]TQQC*>L!3&P619G%=-,$15E546Z)#1+&\SG.4WD%Q(.!SI$A M9%FAX@UG4>]9TOJAAS-LYH;2%<($?MGC]-*

*$\;M|UVMAR;&#@]5VOCGV)7=:<$G"]'+8D%RJ MGN!Z,>SQS%)QX,%MERW&.=F"']9O9X.6(?TW"T%&JU.)8"]$;(60]@VD'" M4@!U*8!ZZ>#KP/G-~2GPWK%/4T6'L3[8?*

*[>6C#\-?1^%K8{OH MQDN#]$L4OZ<@^4"%Z3$ZY=DKNE46N;1X#^D3QI1-_=]=6*KZNQ>7BEIJNRZU-M714.>;GMJG&2;[P0A6_?#@!D3^@+R+.CKS)]QLM%2M0*

MV8ISYWMG4+]K[C,*Y'S7;,AV 4"Q<[X?3047{PWASA/O#G&2;4!R MQ+>;OWAG FOE^LZUZ'2=;(G\2FQ.05+>>$WE%ZGU7$L3-S)2KZ=51LU]"}DR MTJ_2LG[OA-=OOZ72X?*

*P$7;ZG&&JWJ-IPJ-60N"Q^US>1W<+=-58]Y=M>X,.OP5 MMK}7?2<7ZV5VSX /ZY7PU\OR.I4SE4J9R*5.YE*F<>YE**9Q FQL3*

MI(X=X2JKGHQ];'6DV,Q27G,IKWD=Y36%))V7XF[/,BL1ZP@G6"I5#2OFH :7 M"]$"E0,X276K.;/4!!TA+)-A&BMY$X 2.,Y2B9H5TJ%FZMH+07N)E/6LBB1

M.3)).H!I7DTU/SZB=HZL($N#$(#W:LH8'F Y\@/ MRJ;"1!M?3V%>>>#R+'E#"7U,'F8W7O22L[6* [$=KS_WMCT /P_;P,\\@V^+ M?&AD+77H=!.SU^&S@P3WZM*

M%6$45(1QH&[&Q7P>1%=:"I[":6:7.1_3+-$] MXO/.Z3#G(^GU1.^IKZP0#O&A2KQEFK(GXPN=Z!RNM6<87_+W.-CBW.8A#]&1-MG_('Q^LRR|H.Y;$]OMP+USQB-%:

[$0*]MSWS]SY2L^5PZ7*XU"#1;/ 'RWG M=0P Q_ENS)6#Z)FZD^V*Z@N>(.LX(6Y%D=B*Z M1WG:UP/<%?;@KP=^.7U"STYT'3\H<3WP,A/X=CL!5*Q@R_4 A\C1G?FDLP$B M'?

*C>!TB\/7C+DN:K<XM7HU=!\=%X=O67+?NHE9%!+HL !]">*X"0;XAYO6S?GILF+=\8;^S*MQ!(TOFU!46B;4E4 1] NE78?\+*T2LV MRL-#G,Q D$&[C0K;U?*

O1:X8"-5EL96WZ:51V\D%({5(0]PLJU04"5K 6@M8 MRZ%DD6D. G.93.- SY&M.X)V+\K0JMK7:.65%E7Y*+:/2)&LQ"?ZK81#\QZ^. M(&/+Z#'R@X_*

*S^&^,@Q\T=N9'>HO079X!2'F=7H(3IOX'@I==B8NJ3%OF#=Y MYL-BE7!C!%L[32:=CU>T=HG*K_]TTF%]AJ;8,3]2!!9]/CW":%JC>.9T$_LO M<*!\,U3)Y!DZ2UUW!26)X5H*

*"1T"+_T*LQO9T#8>[#+O_5T&N@9!@AL7>PQK M%U/R_FE7A/>=O2(ZSYT-NJIS-,AQUHLM=<>C$V2#O ((R%K+CC-#D[IM<2M M9C$S ,TUO!'31MF$CO"$%(36Q11'*

*M%"&0N2P=Q>8'T=9C7%="U$;,:K>B9 MP%83R=4# Z,HW+#)MH')&W5!05I&H$!S*4,..D?&0RHK!5YXM\CQ+(I&>T6- MP^4H?*

*WF:N.MZV4RD>2W5TO0Y'R4SRRBRI3/#9.9;?CQZR7F]*X[fV%)&<$EG M++NG,N:4S\3*\.*=)?8MIBS(SRWHJ M55*_8T=5I>'P-G&&(19D#K9ONS%^9@!8Y@5-N,H!(F^O W*

M.6G!(TK3'/AW>5(G.?&\%(Y'.1G<0L?R+W)6@:-\,)3%"$5,P1,^N8G13R5E MR!U>[?<)V'L9F,0P&3\>9[44GV1!E<$$UMHQ0+4[L>@Z9=6JEW['C)>Z 1/N MPD$Y.QFM(F6/

*H!"Q5]REFU\<=$:GA'^_ *07 "2;@&2=&O=<6Y8A#I+DA/6M M9O8"U;H7D+Y'4TBYW@Q[^E3#9KFH>_RVCP?[D).K)-?\RD)3?+,=O "A968-7B4F#%"U _(9=[@OGGB=\S&SUS1?*

*SI@M9\R6,V9+R4R-*W1XS6IV ,GFX)4W-MTJ7/;,YW"_AZP'[2W8#TS_R(\^B=*6CAGXZS(#*J)>CI)f(.N.08:IAX8]0M$%D&O1-@!V MWD3[%*=I9Y0#T>@%'AD=C,5I!V-*

B85HHC^4C,.7)[@"WCWJJ^X,B7EYDG22LKUVC&\[N\Y'I"W",1@>>X20T0<9\$H7[I. M5%A.D:A&&=SL)VK6224QO3=5JKJUF0_*18+BIMJ<+%$,/QDA#BY%-#)XYG

<4YT!(I6.)R?KS/\GV%G^&_L M)S2 LX<@\B /O"'5I@ [$'VCJ.SBK[+Z+>OH%;'% 'EWXZ5!6J33C6737ZW&Q MAM\:<^$@+)1T2!K/?"YZ[_8:Q\+$*.EAI?G7O-\^BFW/JY[\"J/:@PW5^*

A\@ M9.05!3N;)ZZM"(8C9;8>Y=YQ/:3^"C6ZEX<&DT,XT+,#"5IW;R#Y'+9P3;74 M>PLDAGR\E(R73[R1&EGS"91?L 219 17,'WK,WT'[%<5(6O-ZF1?UQ^@$G1>L*

M9WY@DL+J80Y0UFP5]?@:&X8&+&-W,C=)EOE]C;@-US:DF)C=35&V"\X2\.&2G7;F)^#UH[Q M27]/^60C&3]*D_$CG0PW !;7.9V$%&AHVES7DHX *_<\28RF^.RVLQ)L82X*

*MG'-.Y)&8.^@([}H?QC(zO,=>7H7M=#K.OU$!%Z+8D=S8N3!"MUX;+V:S.4I$<&+B6 MQ.!SMQEF9G[J-K/. INK%V!QG%M;++*Q/.IDS.=!M*C^;OD_8S$93,O:C*

*MG(PY@9^IKVNY/2"@?7H8E1?C%&4WBCH4E!5\26*WU.HHM'BP%,+'|=0$X>!5TZ"&(!&Y:?,AY$OIT8(3J/J,^89MJ!]*

MYH&JN3DWF.#02U.QZ2/T,4_*Y8NK3YC83&OJK@VX&K$CO7AG-')15 VACWGI MT)4H-*>:;$+!_(%AI5[+2UU[HL10S5G5\/=]2>O^NUR"70#\TD4D0[_$^C@W*

MNQ2&XZM]N5I%CQ7$=2A29Y$+; MS$=ID:/'"#2M6YHG;C57):+RNF,5%, 2R9N?"TL-)CKL9\Y4.[;:\(3-->5Y; M]Z+)D<,F$N=3]$_!-./"4JT:@A/BFDN6WBWN=Z)DCA?

5T3T%)FQCA?<7! MQ")\CE<;RPNT8/L"E5F?*S'\!?$F'+?@Y#J&*'1KJ8B;P0ZSOM M,3O(SDK,NO]TTF#V]X2'4?$0 U;C,WU%L0[,BTX^=PVX2'467$0* U;C,WU%L0[,BTX^=PVX2'467$0* U;C,WU%L0[,BTX^=PVX2'467$0*

ICWX[_GX MR,CW\E.Z]?@095AG?1P@L0#*G+-MG@;O:T+1)TP)T,KVFNGF4-E\?P!XPQ=6TF?C@DXDG7KG2 M$TX>7*-RA]W70W0H9@S$-SXR:XG0;_*[+A?6+ (B3?"EG[9,_UR89*BICUX31 MY=PVF47>H!EH\7F*X,#/?5/RY<+S3\"?B!^!0Y$"BM&D)\;#\=G>\D,\3K2. MI=@)Y*(O_)X."^'1OI%K-(PPO\(AL9EJ(RM/B6].%-2\S8-Q MUUGFTTRSYY).NA6"E.JD&MNCUX.S"1M?,0+L2+LH_+R*[_]"NDOU?# Z'S], M]\5X,#E_?8PN_G'["SP8Q27PZ;=(51^2^+O/-PZLNWTQ&LDY'(#0_);SO1<3 M2'=SP;48K55+KD(K96@CVO%OST)\9;FYBW4$P^&["^ V/# B#T^Q YM|>{3 W; 8=L<*0\JY;?)L\V"?&@RE\ N",* MT5TPGOK3FR^5ORBB;3&*\;O"\OCY]NC6=8C|CR$$? QWX'P.:; ^>:.Q^N^,L]TK&MY!^?|SY#YW@K/7:?9F5&>L^E9$;]TBKJ=.#7X2^W M[[ZVG[[-=]0 MO$52E_$S,Q^D"PE_C3:].0##S>VXI(;K,L=)(I%F*=<^_/5Q6G\ M*NY_4$L#!!0 (#V*;5DH#AK$V@< /\F . :6-U+65X,S%?,BYH M=&WM6EMSV[82?N^OP$FFG7A&DG6)TX1R,].F:>N'TTN2A[Z"Q%+""4BP *A+ M? _WY%B0E699=V7&;21T_V":QNUA\`V%W0?)\'@KS\@MQ/B>]\%>W\R&HS/3YM+")RV$N>I56OAP]K0-X*Z6:Z3(2L@_V/+BKK@BS#M))*Z7*6 MB.?5;FIT2?TYZ=D\)&(T? 11G47K1V?BSKTM%JZ0_F1:Z["1'NIQ6UNN@;9DX M,C+H!4'Y_!2]FT435&_TG):%B%;>-3/](@]&8UQ'8=S66BS3M[I@KSX MF9;BC2UDVAGD*22?7C]^T\7WU\\$TU(MV)P[(Y&X?G=4$M9 MO#<9CH7-19B3>"\M=*DOR_5]6AM;BVRSPR\@XO MN"\ >0_F=R?-A7+GHB>_E M0BOQHR,]>R*+*V!C@S)[4%X]BEB.![("S&7"Q*.%]I6I++|\ [<5OM72@LUF+ M-\2Y2H \/UA7B-&P_QL3Y2W)MT$Z\5]2()P1/X&Y2&3BE760CPRH,)QM)LR,[6" M341R!]{>6*!YI\)_SQQB;AFS)4D;'[\W-9Q5L6GHL41M(!F6(0O3N>C/YGT M3HXFTR^W(_=\XC>0(\/7P H#$O_W6T>UPR,EG[XU4X=Z>TG:FI!K9V,(= MO= ^Y@E{41GM<(^TS3"[6:HY@8 *;3G8AK/79C >U;@Y\,5;HY4,T='4;Z6E MT[P W12MF#=+ME1[+B1QY_A8=6)6L9[@$ Y>4;E"RZ*SVDA.AEA6=&);D*#1 ME+?=]HS_4F)!Q SZI*I-3]>BV]?9$*]['7#MZWU^AW/$9XVCF@:UHUIE0TMM2 M!O3#"%7,:.Q9!E]=0#/S7%9+@_9#LD\QGV8F@ MA31UW/0< ,IS/IPN)T_T&1LR^816:RY/-QX1$Y!$1G(-^U-:NMPO0O'Y%FY MD2;NW?*_[G]%VG6% <9NT4/!AB8T_7%JHDP[P]X'C@U+,1L21P_2X1<;AVF6S MK'8'*=3@ZJ(1OLB;>^HZ.F>,SC$V!9 M,SP[:?R:2[^I]YQ'(C5)Q00;(6F3WQ['N?=DVC/?GGSOPU&ZD8_ ,O*=W;E7 MCT]. -L3M;7U]4VBE0K6^4TMBS=@LRAT"!19=D@O MM2B5/*@TO{L6GH!=R%N>\R+ ^" 72 5% M3YM4<#U[VOX(.F ![VIA>4]H\ZIJO"V /.F.)]VC!\|*$ R];Z4FL3KG#UNLA M-!33!8(;GY.U+.@UF5V7"VL6Q.F]E+/V<9]K.PP5E;%KPNAR;INT(B]Q#))RX MG_(W^&=?BWR\V'P/^),? 4.1 HG1I";?&P_'3O=6'>(YII_4]Q"\A%5_B=-.; MHWTCU^@487V%XV$STV0\&'XY;>6Q"_K3XEOCA+4O+F#<==9YF-.L]^23KH5 M@I3]I\K;HQ>#K\\F;'W%"+ GI;.(\"]^V OJ.MWG@!/1B[OI/AL-OAX_/T87 M_JC|%1Z.XA( ]5/DJ?=)_-WG&P<6WKX%C60;#D!H?]79WHO9H[NYX$*,IJHE M5Z&5,K01[?BW9R&^G|SX!\6#((B/V&;&_ M-[%##6[OSH#=O]LV1\Z#2OG-H\FC348\B/)' .Z(8G0=C*?^=/<-\D? %LZU% ML5Q76!P_6!7=]@YQ_]\0@ C^9QI_((JOYIHR\<.F5?RE.>+>A"O^<Z> ^@7KR3%[NNKS$CON8#,J%]:19T. #K\<59N:-5O#M?\319"4Q?E5&E? MH95,>'3 ^ZW_U9X?,'26HTR?2G7#AUW;S[OF&X]W2.HR?DGF@W0AX0 ,H<' M8+BY'9?4<%WF.#\DTBSEVD?.GY_RYVLOOS@_C1^^_1!02P,$% @ /8IM M6=]Z^9Q3! 'A0 X !I8W4M97@S,E\Q+FAT;>U837/;-A"]YU>@]C1C MSY@2*,FN3ZJ>25UWXD.3)LHA5XA8BFA!@ 5 BXG90K&.&-L) M>'904;WD,B6TL>H'7M5*6RIM5E/&N%RFY+QN,\$E1"7P96E3DF0'W@KCJT" M^XA+!FT:3;.*RT$RX3*KE>&6*YE]$-3R%>#BV1B7>A7UH*!0TD:&OX"WGRYHQ467ON45&/(2UN2-J]@<9!?*6E6E<6:AM1$5?(DVG1O. MH%I_F.J54#H]C/U/MBZYATUA"M- .V#N74(8J$$Rl;3Z/*SAQCFX)IV.C5\/?#==088@FD".45S(]HL<$ MO4]^.F+'FTK[X,7&@[!9\^U;H, ETX!)S7(6J<9,4\|MPU$_V#"DH M=WQ!Z\;A?.*F]1 $EX';!C$+!D;@<<:.M*KBD.G?CJ)#YT] G'.4.$=*D:@B5 M:K88-_!OCXK'@_]7Q"XE+]4JE$XR#:6S%;ZE"PPNE&6COBVM4,! W&PG-.Mj<:B^A98%DQ- I]/XQZR7QW@$K0VD!FJ*J$-H9U"Y'C2ON.$++KCMTD&Z%T(I M-DCUNL]'YV>)T]XZ")PG?52(<.N['RB__H[0AW MIG&- $4++#? 2OU/^.W,",P/O6T+,M'L7)A>OS^C"H,W@RITK>",U[*HX8P(V MH@,!M53XIFTSBG'LP?GX(0F_$YO;>/OT,#F+LW_1=&?*OB/V';$O@=BNTAXN M7\ []^Y4Y[GFX1#X[F!YL=L2=*#\|"<'N<1K?!.#;CC]OJ1T6I/XW\B5UC>$IP M1H:X=K'_:TC!_P?^KP'-6RZ%=^&*?UV3M&\O^>7WO =H'3_9'H?']5Q08]Q1 MLH1(*@;#&O1K]]M5(:"-&-Z?_*7)]7Y-)3/&38U-9>IFMY^W_FR,NSD/FKU, MA/?. .]Z]/KQ^E1N*]TARZ1_:#%[G;>K>X[*/)U!Q&/8A!;[3 B\=*15KVAG/-M^=G8O>Y=/IF- _;O@/U!+ P04 "]BFU9]R1AATX$ 2% #@ &EC M=2UE>#,R7S(N:'1M!5A1<]LV#'[OK^"26R^YBVS)3G*)Y..N2],U#YO7I@]] MI47(XD:1&DG94G_]0%)R.]?. R);2OZ@=>U4I;*FU6 M4\;X7*3DK&XSP25$)?!%;5.29'M^%\;7@X[W$9<,VC2;9A67@V3"958KPRU7 M;M4@!.5+P.6S,2[U*NI!0:&DC0Q_#VD2US8+- D56U6F<^;F"5EQTZ5M>@2$O M847>J(K*07"NK%45REIH;40%7^"&S@:WFUL_[),KH72Z'_N_;%5R"Y&I:0Y1 MK2%::5J'[5;!@]D2+- NP[59ST)859]9,"VZC'"5!.ANNWKVX_NGZ+0GQ7Q*5$%L">2&ZCF58*)7K8",/.VMFYG$\;^.FX#BWN3V9URY/B+/Z)(S M)K,&D$?DLN10D.=<4!DCS.15@5B"=K#< +VQ5)-? @"&\@KS .&'.DDNE,8T# MW@<.UD](-ZDPO\"XF3DN?:ZH1J3 M0W3D#;ACCR!C7\T7 -%;II CE",\0N)2_5,J1. M,@VIL^&^!7.!@V%SI1EH;XNK4= 1-QL)VJG&HOH66!:VFIR-XA^S7A[!$;0V MD'JH*:(.H9)!Y7K0O.2&$[G@MDL'Z5X(I=@@U>N>C,Y/G?+6(> ,Z9U"@%M? MYUBV.VDR.KGGTI.3T?'979;B%[WIWM88KA"=:*Z|_I[Z_Y$;V.)U?Q*&LFP4 M)^>NONO"'W6@TMWJ>"%U%.KXHP)6(L.[-O0X.NU]2CZ\9#%X3:V;\5F%VD? M[R>G' MJV@7C&,S_KBB_]}X]A>1OZQK=$X)-&OP:AOWOX8__%?_.OJPW/$:O U7_'35 MT8,W7.Y\WGV&FO&3HW%H2.6"&N.ND05$4C$8UJ!=V_M5A8 V8OAP\J\E5_0U ME-'N9"!^_M_2Z/G2\RC7%>R2Y],TU@^]XF[H> M7/;7"50NTP-=&2L6*=L9S? C9V';V+1[.Q[P7^"5!+ 0(4 Q0 (-M #V*;5EL)=?H!#X" .](@ 0 " 0 !8W4M,C R-# Y M,S N:'1M4$L! A0#% @ /81M6;,1)^557P$ *0X6 ! M (!,CX" &EC=2TR,#(T,#DS,"YX% #@ M @-)K0. :6-U+65X,S)?,2YH=&U02P$"% ,A "]BFU9]R1AATX$ M 2% #@ @-%(L@. :6-U+65X,S)?,BYH=&U02P4& / 8 !@!L 0 PK8# end XML 82 icu:20240930_btnm.xml IDEA: XBRL DOCUMENT 0001831868 icu:PIPEInvestorWarrantsMember 2024-01-012024-09-30 0001831868 icu:InvestorEWarrantsMember 2023-01-012023-09-30 0001831868 us-gaap:AdditionalPaidInCapitalMember 2023-04-012023-06-30 0001831868 us-gaap:RetainedEarningsMember 2024-07-012024-09-30 0001831868 srt:MaximumMemberus-gaap:WarrantMemberus-gaap:MeasurementInputPriceVolatilityMember 2023-12-31 0001831868 icu:EquityClassifiedWarrantsMembericu:JulyTwoThousandTwentyFourWarrantsMember 2023-12-31 0001831868 us-gaap:ConvertibleDebtSecuritiesMembericu:ThirdInvestorDConvertibleNote32Member 2024-01-012024-09-30 0001831868 srt:MaximumMemberus-gaap:WarrantMembericu:MeasurementInputStrikePrice Member 2023-12-31 0001831868 us-gaap:FairValueInputsLevel3Memberus-gaap:FairValueMeasurementsRecurringMemberus-gaap:ConvertibleDebtSecuritiesMember 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icu:InvestorDConvertibleNotesAndWarrantActivityMemberus-gaap:CommonStockMember 2024-01-24 0001831868 icu:JanuaryTwentyTwentyFourRegisteredDirectOfferingMemberus-gaap:CommonStockMemberus-gaap:PrivatePlacementMember 2024-01-26 0001831868 icu:InvestorDWarrantsMember 2024-09-30 0001831868 us-gaap:GeneralAndAdministrativeExpenseMember 2024-01-012024-09-30 0001831868 icu:LiabilityClassifiedWarrantsMembericu:InvestorDWarrantsMember 2024-09-30 0001831868 icu:PIPEInvestorWarrantsMember 2023-01-012023-09-30 0001831868 srt:MaximumMembericu:JulyTwentyTwentyFourRegisteredDirectOfferingMembericu:CommonWarrantsMemberus-gaap:CommonStockMemberus-gaap:PrivatePlacementMember 2024-07-10 0001831868 icu:ThirdInvestorDConvertibleNote32Member 2024-01-012024-09-30 0001831868 icu:PIPEInvestorWarrantsMember 2024-01-012024-09-30 0001831868 icu:MaximNoteMember 2023-12-31 0001831868 us-gaap:CommonStockMember 2023-01-012023-03-31 0001831868 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Description of Business Organization and Description of Business SeaStar Medical Holding Corporation, a Delaware corporation ("SeaStar") and its wholly owned subsidiary, SeaStar Medical, Inc., are collectively referred to as the "Company". SeaStar Medical, Inc. was incorporated as a Delaware corporation in June 2007, and it is headquartered in Denver, Colorado. The Company is a commercial stage medical technology company developing a proprietary platform therapy, its Selective Cytopheretic Device ("SCD"), to reduce the consequences of hyperinflammation on vital organs. The initial target of this technology is for the treatment of acute kidney injuries. The Company received FDA approval for our pediatric SCD on February 22, 2024, under a Humanitarian Device Exemption ("HDE"), and shipped its first commercial units in July 2024. A pivotal clinical trial for the SCD in adult patients with Acute Kidney Injury ("AKI") is underway with 51 patients enrolled. On October 28, 2022, LMF Merger Sub, Inc., a wholly owned subsidiary of LMF Acquisition Opportunities, Inc., ("LMAO") merged with and into SeaStar Medical, Inc. (the "Business Combination"), with SeaStar Medical, Inc. surviving the Business Combination as a wholly owned subsidiary of LMAO. Following the consummation of the Business Combination, LMAO was renamed "SeaStar Medical Holding Corporation." Basis of Presentation and Consolidation The accompanying unaudited condensed consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP") and the rules and regulations of the Securities and Exchange Commission ("SEC") for interim reporting. As permitted under those rules and regulations, certain notes or other financial information normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted. The interim unaudited condensed consolidated financial statements have been prepared on the same basis as the annual consolidated financial statements and, in the opinion of management, reflect all adjustments, which include only normal, recurring adjustments that are necessary to present fairly the Company's results for the interim periods presented. The results from operations for the three and nine months ended September 30, 2024, are not necessarily indicative of the results to be expected for the year ended December 31, 2024, or for any future annual or interim period. The accompanying interim unaudited condensed consolidated financial statements should be read in conjunction with the annual consolidated financial statements and the related notes for the year ended December 31, 2023. There have been no material changes in our significant accounting policies as described in our Annual Report on Form 10-K for the year ended December 31, 2023 except for inclusion of the (i) Company's policy for revenue recognition, and (ii) adoption of the expected credit loss model pursuant to Topic 326 - Credit Losses, which is discussed in Note 2 of this Form 10-Q. The interim unaudited condensed consolidated financial statements include the consolidated accounts of the Company's wholly owned subsidiary, SeaStar Medical, Inc. All significant intercompany transactions have been eliminated in consolidation. On June 7, 2024, the Company effected a 1-for-25 reverse stock split (the "Reverse Stock Split") of its issued and outstanding shares of common stock, par value $0.0001 (the "common stock").Following the effect of the Reverse Stock Split, each 25 shares of the Company's common stock that were issued and outstanding automatically converted into one outstanding share of common stock. All stock options and warrants of the Company outstanding immediately prior to the Reverse Stock Split were proportionally adjusted except for the Listed Warrants and the private placement warrants that were issued as part of the SPAC transaction that closed on October 28, 2022, which total 16,788,000 outstanding warrants in the aggregate (the "Unadjusted Warrants"). The Unadjusted Warrants retained an $11.50 exercise price each and require the exercise of 25 warrants to purchase one share of common stock. Unless otherwise indicated, all other share and per share amounts in this quarterly report reflect the effect of the Reverse Stock Split. The par value of the Company's common stock remained unchanged at $0.0001 per share and the number of authorized shares of common stock remained the same after the Reverse Stock Split. Segment Information The Company operates in one operating segment and, accordingly, no segment disclosures have been presented herein. Liquidity and Going Concern The Company incurred losses of $4.5 million and $20.4 million for the three- and nine-months ended September 30, 2024, respectively. As of September 30, 2024, the Company has an accumulated deficit of $135.1 million and cash of $<span style="font-

size:10pt;font-family:Times New Roman;color:#000000;white-space:pre-wrap;min-width:fit-content;">2.1 million. We do not believe our cash will be sufficient to enable us to fund our operations, including clinical trial expenses and capital expenditure requirements for at least 12 months from the issuance of these unaudited interim condensed consolidated financial statements. We believe that these conditions raise substantial doubt about our ability to continue as a going concern. The Company's need for additional capital will depend in part on the scope and costs of its development activities. Through September 30, 2024, the Company generated approximately $0.1 million in revenue as a result of the commencement of commercial sales of the Company's pediatric SCD devices during the three-months ended September 30, 2024. The Company's ability to generate sufficient product revenue to generate positive operating cash flows will depend on continued commercialization of the Company's pediatric SCD and FDA approval and commercialization of its adult SCD devices. Until such time, if ever, the Company expects to finance its operations through the sale of its pediatric SCD, equity or debt, borrowing under credit facilities, through potential collaborations, other strategic transactions or grants. Adequate capital may not be available to the Company when needed or on acceptable terms. Risks and Uncertainties The Company is subject to risks common to early-stage companies in the medical technology industry including, but not limited to, the success of its clinical trials, new medical and technological innovations, dependence on key personnel, supply of key components, protection of proprietary technology, and product liability. There can be no assurance that the Company's products or services will be accepted in the marketplace, nor can there be any assurance that any future products or services can be developed or deployed at an acceptable cost and with appropriate performance characteristics, or that such products or services will be successfully marketed, if at all. These factors could have a materially adverse effect on the Company's future financial results, financial position and cash flows. 51On June 7, 2024, the Company effected a 1-for-25 reverse stock split (the "Reverse Stock Split") of its issued and outstanding shares of common stock, par value $0.0001 (the "common stock"). Following the effect of the Reverse Stock Split, each 25 shares of the Company's common stock that were issued and outstanding automatically converted into one outstanding share of common stock0.000116788000000011.50.0001-4500000-20400000-13510000021000001000000 Note 2. Summary of Significant Accounting Policies Use of Estimates The preparation of the unaudited interim condensed consolidated financial statements in conformity with U.S. GAAP requires management to make estimates, assumptions and judgments that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the period. Significant estimates include (i) revenue recognition, (ii) the valuation of the liability classified warrants, (iii) prepaid forward purchase agreement derivative liability, (iv) provision for income taxes, (v) convertible debt measured at fair value, and (vi) the amount of stock-based compensation expense. Although actual results could differ from those estimates, such estimates are developed based on the best information available to management and management's best judgments at the time. Concentrations of Credit Risk Financial instruments that potentially subject the Company to a significant concentration of credit risk consist primarily of cash. Periodically, the Company may maintain deposits in financial institutions in excess of government insured limits. Any loss incurred or a lack of access to such funds could have a significant adverse impact on the Company's financial condition, results of operations, and cash flows. Fair Value of Financial Instruments The following provides a summary of those assets or liabilities for which the Company is required to measure at fair value either on a recurring basis, the valuation techniques and summary of inputs used to arrive at the measure of fair value. Changes in fair value of these assets or liabilities are recognized as a component of net income in the consolidated statements of operations. Changes in fair value of these assets or liabilities are considered unrealized gains or losses and therefore are classified as non-cash adjustments to reconcile net income to operating cash flows. Significant increases (decreases) in unobservable inputs used in fair value measurements could, in isolation, potentially result in a significantly lower or higher valuation for those assets or liabilities requiring recurring fair value measurements at each reporting date. The Company uses a Black-Scholes option pricing model to the fair value of liability classified warrants, using standard option pricing inputs such as the strike price of each warrant tranche, estimated volatility, time to maturity, and the risk-free interest rate. The risk-free interest rate is the U.S. Treasury rate at the date of issuance, and the time to maturity is based on the contractual life at the date of issuance, which is an interpolated value based on the remaining term of each individual instrument. The change in fair value of the liability classified warrants in each reporting period is recorded to the change in fair value of warrants liability in the consolidated statements of operations. Revenue Recognition Overall Under ASC Topic 606, the Company recognizes revenue when a customer obtains control of promised goods or services, in an amount that reflects the consideration that the Company expects to receive in exchange for those goods or services. To determine revenue recognition for arrangements that the Company determines are within the scope of Topic 606, the Company evaluates the following criteria: (i) identify the contract with a customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price, including variable consideration, if any; (iv) allocate the transaction price to the performance obligations in the contract; and (v) recognize revenue when (or as) performance obligations are satisfied. At contract inception, once the contract is determined to be within the scope of ASC 606, the Company assesses whether the goods or services promised within each contract are distinct and, therefore, represent a separate performance obligation. Goods and services that are determined not to be distinct are combined with other promised goods and services until a distinct combined performance obligation is identified. The Company then allocates the transaction price to each performance obligation and recognizes the associated revenue when (or as) each performance obligation is satisfied. The estimate of the transaction price for each contract includes all variable consideration to which the Company expects to be entitled, subject to the constraint on variable consideration. The Company constrains revenue by giving consideration to factors that could otherwise lead to a probable reversal of revenue. Variable consideration is not constrained if the potential reversal of cumulative revenue recognized at the contract level is not significant. The Company records any payments received from customers prior to the Company fulfilling its performance obligation(s) as contract obligations. Amounts expected to be recognized as revenue within the one year following the balance sheet date are classified as current contract obligations. Amounts not expected to be recognized as revenue within the one year following the balance sheet date are classified as contract obligations, net of current portion. See Note 3 - Revenue and Contract Obligations for further details. Product Sales Revenue The Company has sold and intends to continue to sell its products either through a

combination of distributor(s) and/or directly to end-user qualified customers through the Company's own internal commercial/sales resources. The acting distributor during the three- and nine-months ended September 30, 2024, subsequently resold and was to continue to resell the products to present and future customers, until such time the Company terminated its agreement with the distributor (see Notes 3, 11, and 15). <span style="color:#000000;white-space:pre-wrap;text-decoration:underline;font-size:10pt;font-family:Times New Roman;min-width:4.752178649237472 5%;word-break:keep-all;display:inline-flex;justify-content:flex-start;">• Timing of Revenue Recognition - During the brief history (commenced July 2024) of selling pediatric SCDs, revenue has been recognized based on a freight-on-board destination (“FOB Destination”) requirement. <span style="color:#000000;white-space:pre-wrap;text-decoration:underline;font-size:10pt;font-family:Times New Roman;min-width:4.752178649237472 5%;word-break:keep-all;display:inline-flex;justify-content:flex-start;">• Chargebacks, Government Rebates and Discounts - During the brief history of selling pediatric SCDs commercially, the Company has not agreed to chargebacks, government rebates or discounts. <span style="color:#000000;white-space:pre-wrap;text-decoration:underline;font-size:10pt;font-family:Times New Roman;min-width:4.752178649237472 5%;word-break:keep-all;display:inline-flex;justify-content:flex-start;">• Returns - Returns are specific to each order, but generally the Company allows for returns of any damaged or non-conforming product within 30 days of receipt of product. Given the (i) overall rate of product shipped that is defective/damaged, (ii) overall volume of sales to individual end-user customers, (iii) expected supply in the customer channel, and (iv) expected usage by customers, the Company does not anticipate that there will be significant risk of product returns overall. <span style="color:#000000;white-space:pre-wrap;text-decoration:underline;font-size:10pt;font-family:Times New Roman;min-width:4.752178649237472 5%;word-break:keep-all;display:inline-flex;justify-content:flex-start;">• Variable Consideration - based on the above and given the materiality of current sales (less than $0.1 million sold through the three- and nine-months ended September 30, 2024), the Company does not currently estimate a constraint on revenue recognized on product sales. <span style="color:#000000;white-space:pre-wrap;text-decoration:underline;font-size:10pt;font-family:Times New Roman;min-width:4.752178649237472 5%;word-break:keep-all;display:inline-flex;justify-content:flex-start;">• Transaction Price - based on the above, as currently constructed, the Company's transaction price is fixed, based on the agreed-upon price per each purchase order submitted by each customer. Milestone or up-front payments unique to the distributor were disclosed in Note 3 (also see Notes 11 and 15), and are not expected to be recognized as revenue, but merely returned as a result of a settlement to cease the relationship with the distributor. <span style="color:#000000;white-space:pre-wrap;text-decoration:underline;font-size:10pt;font-family:Times New Roman;min-width:4.752178649237472 5%;word-break:keep-all;display:inline-flex;justify-content:flex-start;">• Allocation of Consideration - each sale of a pediatric SCD is independent of any and all other sales. The entire transaction price for each pediatric SCD is allocated to the sale of that pediatric SCD. The Company will continue to monitor all of the above as the Company continues to commercialize and increase its customer base, which could result with each distributor or end-user customer agreement resulting in its own unique terms and conditions, that will potentially impact the timing and amount of revenue recognition pursuant to US GAAP. Cost of Goods Sold Prior to July 2024, the Company only manufactured/assembled pediatric or adult SCDs for research oriented and/or clinical trial related activities. Accordingly, as of and during the three-and nine-months ended September 30, 2024, all inventory on-hand or utilized had $0 value, as it was expensed to research and development expense at the time of purchase. Accordingly, for pediatric SCDs sold during the three-and nine-months ended September 30, 2024, the Company recognized no cost of goods sold, as there was no value attributed to those units sold. As the Company procures inventory in the future, the Company will place value on raw materials and component parts,, as there is the potential that the raw materials could be used either for (i) commercial purposes (pediatric SCD sales) or (ii) research and development purposes (adult SCDs used in ongoing clinical trials).   Accounts Receivable, net The need for a credit loss allowance is evaluated each reporting period based on the Company's assessment of the credit worthiness of its customers or any other potential circumstances that could result in a credit loss. The Company uses an aging schedule method for estimating expected credit losses. As the Company just commenced commercial operations during the three-months ended September 30, 2024, with a limited customer base, the Company's estimates are based on customer specific facts, until such time that the Company has developed sufficient collection history data in which to apply a portfolio-wide expected credit loss estimate based on an aging schedule. The Company believes that the entire accounts receivable balance as of September 30, 2024, is collectible and there is no reserve for a credit loss allowance provided as of September 30, 2024. Emerging Growth Company Status The Company is an “emerging growth company”, as defined in the Jumpstart Our Business Startups Act of 2012 (“JOBS Act”). Under the JOBS Act, emerging growth companies can take advantage of an extended transition period for complying with new or revised accounting standards, delaying the adoption of these accounting standards until they would apply to private companies. The Company has elected to use this extended transition period for complying with certain new or revised accounting standards that have different effective dates for public and private companies until the earlier of the date that it is (1) no longer an emerging growth company or (2) affirmatively and irrevocably opt out of the extended transition period provided in the JOBS Act. Recently issued accounting standards Accounting Standards Update 2023-09 — In December 2023, the Financial Accounting Standards Board (“FASB”) issued ASU 2023-09 <span style="color:#000000;white-space:pre-wrap;font-

size:10pt;font-family:Times New Roman;font-style:italic;min-width:fit-content;">Income Taxes (Topic 740) Improvements to Income Tax Disclosures, ASU 2023-09 enhances the transparency and decision usefulness of income tax disclosures. The amendments in this update are effective for public business entities for annual periods beginning after December 15, 2024. Early adoption is permitted. We are currently assessing the impact of this guidance on our disclosures. Accounting Standards Update 2023-07 — In November 2023, the FASB issued Accounting Standards Update 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. This guidance improves reportable segment disclosure requirements, primarily through enhanced disclosures about significant expenses, and is effective for fiscal years beginning after December 15, 2023 on a retrospective basis. The Company is currently assessing the impact of this guidance on our disclosures, but does not expect adoption to have an impact on our consolidated financial statements. Use of Estimates The preparation of the unaudited interim condensed consolidated financial statements in conformity with U.S. GAAP requires management to make estimates, assumptions and judgments that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the period. Significant estimates include (i) revenue recognition, (ii) the valuation of the liability classified warrants, (iii) prepaid forward purchase agreement derivative liability, (iv) provision for income taxes, (v) convertible debt measured at fair value, and (vi) the amount of stock-based compensation expense. 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As the Company procures inventory in the future, the Company will place value on raw materials and component parts,, as there is the potential that the raw materials could be used either for (i) commercial purposes (pediatric SCD sales) or (ii) research and development purposes (adult SCDs used in ongoing clinical trials). 00000 Accounts Receivable, net The need for a credit loss allowance is evaluated each reporting period based on the Company's assessment of the credit worthiness of its customers or any other potential circumstances that could result in a credit loss. The Company uses an aging schedule method for estimating expected credit losses. As the Company just commenced commercial operations during the three-months ended September 30, 2024, with a limited customer base, the Company's estimates are based on customer specific facts, until such time that the Company has developed sufficient collection history data in which to apply a portfolio-wide expected credit loss estimate based on an aging schedule. The Company believes that the entire accounts receivable balance as of September 30, 2024, is collectible and there is no reserve for a credit loss allowance provided as of September 30, 2024. 0 Emerging Growth Company Status The Company is an "emerging growth company", as defined in the Jumpstart Our Business Startups Act of 2012 ("JOBS Act"). Under the JOBS Act, emerging growth companies can take advantage of an extended transition period for complying with new or revised accounting standards, delaying the adoption of these accounting standards until they would apply to private companies. The Company has elected to use this extended transition period for complying with certain new or revised accounting standards that have different effective dates for public and private companies until the earlier of the date that it is (1) no longer an emerging growth company or (2) affirmatively and irrevocably opt out of the extended transition period provided in the JOBS Act. Recently issued accounting standards Accounting Standards Update 2023-09 — In December 2023, the Financial Accounting Standards Board ("FASB") issued ASU 2023-09 Income Taxes (Topic 740) Improvements to Income Tax Disclosures. ASU 2023-09 enhances the transparency and decision usefulness of income tax disclosures. The amendments in this update are effective for public business entities for annual periods beginning after December 15, 2024. Early adoption is permitted. We are currently assessing the impact of this guidance on our disclosures.   Accounting Standards Update 2023-07 — In November 2023, the FASB issued Accounting Standards Update 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. This guidance improves reportable segment disclosure requirements, primarily through enhanced disclosures about significant expenses, and is effective for fiscal years beginning after December 15, 2023 on a retrospective basis. The Company is currently assessing the impact of this guidance on our disclosures, but does not expect adoption to have an impact on our consolidated financial statements. Note 3. Revenues and Contract Obligations In December 2022, the Company entered into a License and Distribution Agreement (the "Distribution Agreement") with Nuwellis, Inc. ("Nuwellis") granting exclusive distribution rights of the Company's pediatric SCD within the United States of America. Under the terms of the Distribution Agreement, Nuwellis would pay the Company consideration comprising both (i) a per unit sales price for each unit shipped and (ii) a royalty for all units sold to customers. In addition, Nuwellis also agreed to pay (i) a $100 thousand upfront payment

at contract inception (the "Up-front Payment"), and (ii) two contingent milestones payments consisting of (a) $450 thousand payment upon meeting the regulatory milestone of receiving HDE approval from the FDA (the "Regulatory Milestone Payment"), and (b) $300 thousand payment upon meeting a sales-based milestone (the "Sales Based Milestone Payment"). </p><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;">The Company had the following performance obligations within the Distribution Agreement: (i) a material right to Nuwellis consisting of an exclusive option for Nuwellis to purchase additional pediatric SCDs during the term of the Distribution Agreement for a discounted price, (ii) to provide training to Nuwellis personnel and medical professionals at end-user customers of Nuwellis and (iii) upon each receipt of a valid Nuwellis purchase order, delivery of pediatric SCDs. The transaction price for the Nuwellis material right and training is comprised of the Upfront Payment, the Regulatory Milestone Payment and the Sales Based Milestone Payment. The transaction price for each pediatric SCD device sold was the actual price for each device and the estimated royalties to be received.</p><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;">As of September 30, 2024, the Company received full consideration for the Up-front Payment and the Regulatory Milestone Payment. No revenue had been recognized from this consideration as of September 30, 2024, which has been accounted for and disclosed as contract liabilities and was to be recognized over the remaining term of the Distribution Agreement beginning with the first commercial shipment to Nuwellis.</p><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><div><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;">The following table summarizes the changes in the Company's contract liability balance for the nine months ended September 30, 2024 and 2023:</p><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></div><div style="font-size:10pt;font-family:Times New Roman;"><table 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Under the Settlement Agreement the Company agreed to refund Nuwellis the entire $550 thousand contract liability, comprised of the Upfront Payment and Regulatory Milestone; plus an additional $350 thousand. See Note 15 to our unaudited consolidated financial statements for the three- and nine-months ended September 30, 2024, included elsewhere in this Form 10-Q for additional information. As a result, the Company (i) was precluded from recognizing revenue of approximately $0.1 million for product shipments to Nuwellis during the three-months ended September 30, 2024, (ii) was precluded from recognizing any revenues related to contract liabilities arising the Upfront Payment and Regulatory Milestone through September 30, 2024, (see below), and (iii) does not anticipate there will be any future shipments of pediatric SCDs to Nuwellis going forward. Due to the termination of the Distribution Agreement and related Settlement Agreement, the Company will be unable to recognize any revenue from the Up-Front Payment or the Regulatory Milestone Payment already received. Since the termination of the Distribution Agreement, the Company developed its own commercial operations and sold approximately $0.1 million of pediatric SCDs to an end-user customer during the three-months ended September 30, 2024. </p><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">The Company's sales during the three- and nine-months ended September 30, 2024, were all within the same reportable segment (the Company is a single reportable/operating segment due to its size and business operations). In addition, as the Company can only commercially sell pediatric SCDs within the United States of America. There are no sales to foreign jurisdictions.</p>10000045000030000000<p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;">The following table summarizes the changes in the Company's contract liability balance for the nine months ended September 30, 2024 and 2023:</p><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:41.8%;box-sizing:content-box;"></td> <td style="width:2.12%;box-sizing:content-box;"></td> <td style="width:2.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:24.619999999999997%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td 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</table>10000045000010000055000010000055000035000010000100000 Note 4. Trade Accounts Receivable The table below presents the opening and closing balances of accounts receivable, on a gross and net basis, with the total change in expected credit losses.   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:42.328%;box-sizing:content-box;"></td> <td style="width:1.4%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:18.464%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.903%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.903%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr 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December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p 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style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">68</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New 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style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 68 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New 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bottom:0;text-align:left;">The table below presents the opening and closing balances of accounts receivable, on a gross and net basis, with the total change in expected credit losses.   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:42.328%;box-sizing:content-box;"></td> <td style="width:1.4%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:18.464%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.903%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.903%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> ($ in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Accounts Receivable, Gross </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Expected Credit Losses </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Accounts Receivable, Net </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#dcf0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Increase in trade accounts receivable, gross </td> <td 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style="height:10pt;background-color:#dcf0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">68</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td 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Accrued Expenses</p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p><div><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:12pt;text-align:left;">Accrued expenses consisted of the following amounts as of September 30, 2024, and December 31, 2023:</p></div><div style="font-size:10pt;font-family:Times New Roman;"> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:65.053%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.903%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:2.1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.943%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">($ in thousands) </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> As of September 30,
2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> As of December 31,
2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued bonus </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,184</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 501 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-

align:left;">Accrued director compensation </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 296 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 427 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued research and development expenses </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 281 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 507 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued legal </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 42 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 43 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued interest </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 19 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract settlement contingent liability (*) </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 350 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 138 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td 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A contingent liability of $350,000 was recognized in connection with the Settlement Agreement to reflect that the circumstances that gave rise to this obligation existed as of September 30, 2024. See Note 15 to our unaudited consolidated financial statements for the three- and nine-months ended September 30, 2024, included elsewhere in this Form 10-Q for additional information.</p></div><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:12pt;text-align:left;">Accrued expenses consisted of the following amounts as of September 30, 2024, and December 31, 2023:</p><table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:65.053%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.903%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:2.1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.943%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">($ in thousands) </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> As of September 30,
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top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued bonus </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,184</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 501 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued director compensation </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 296 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 427 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued research and development expenses </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 281 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 507 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued legal </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 42 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 43 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued interest </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 19 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract settlement contingent liability (*) </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 350 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 138 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 26 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total accrued expenses </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,291</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,523 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> (*) - The Company and Nuwellis entered into the Settlement Agreement in connection with the Company's termination of the Distribution Agreement on August 18, 2024. A contingent liability of $350,000 was recognized in connection with the Settlement Agreement to reflect that the circumstances that gave rise to this obligation existed as of September 30, 2024. See Note 15 to our unaudited consolidated financial statements for the three- and nine-months ended September 30, 2024, included elsewhere in this Form 10-Q for additional information.

11840005010002960004270002810005070004200043000019000350000013800026000229100015230003500000<p style="font-size:10pt;margin-top:18pt;font-

family:Times New Roman;margin-bottom:0;text-align:left;">Note 6. Notes Payable Notes payable activity was as follows for the nine-month period ended September 30, 2024: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:21.493%;box-sizing:content-box;"></td> <td style="width:1.261%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.527999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.527999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.527999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td 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style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> LMFAO </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Maxim </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Insurance Financing </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Investor D Note </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Unamortized deferred financing costs </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Balance as of December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">296</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,128 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,771</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 565 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (52 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Note issued in exchange for warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">450</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Payments</p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(296</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(1,128</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(2,771</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(565</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(450</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(50</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Amortization of costs</p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td 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Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Balance as of September 30, 2024</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td 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size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> </tr> </table> There are no future maturities of any of the above formerly existing notes payable, as further explained below.   Investor D Note On June 28, 2024, the Company and Investor D agreed to exchange all of the remaining outstanding warrants held by Investor D, which were issued in connection with Investor D's convertible debt issued between March 2023 and January 2024, into a short-term note of approximately $0.5 million. The interest rate on the loan was 7.0% per annum and the note was paid in full during the three-months ending September 30, 2024. Senior Secured LMFA Note Payable The company entered into a senior secured note with LMFA in September 2022. The interest rate on the loan was 7.0% and was to mature on March 27, 2025. The Company paid this note in full during the quarter ended March 31, 2024. Senior Secured LMFAO Note Payable The company entered into a senior secured note with LMFAO in October 2022. The interest rate on the loan was 7.0% and was to mature on March 27, 2025. The Company paid this note in full during the quarter ended March 31,2024. Unsecured Maxim Note Payable In October 2022, the Company entered into an unsecured promissory note with Maxim, for an aggregate principal amount of $4.2 million (the "Maxim Note"). The interest rate on the note was 7.0%. As a result of the Reverse Stock Split, the approximately $2.6 million remaining Maxim Note balance became due within 90 days of the June 2024 Reverse Stock Split event. The Maxim Note was paid in full during the three-months ended September 30, 2024. Insurance Financing In October 2023, the Company entered into a financing arrangement with a lender to finance a portion of the annual premium of an insurance policy in the amount of $0.7 million. The Company paid the remaining two monthly installments of principal and interest with the last payment being made in August 2024.</p><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:12pt;text-align:left;">Notes payable activity was as follows for the nine-month period ended September 30, 2024:</p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:21.493%;box-sizing:content-box;"></td> <td style="width:1.261%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.527999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.527999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.527999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.527999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.361%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.527999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.527999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">($ in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> LMFA </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> <span style="color:#000000;white-space:pre-wrap;font-weight:bold;min-

width:fit-content;">LMFAO </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Maxim </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Insurance Financing </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Investor D Note </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Unamortized deferred financing costs </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Balance as of December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">296</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New 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</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (52 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#fffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Note issued in exchange for warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td 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style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Payments </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (296 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,128 </td> <td style="white-space:nowrap;vertical-align:bottom;">

) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (2,771 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (565 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (450 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (50 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Amortization of costs </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> The activity for the convertible notes is disclosed in the table below for the nine month period ended September 30, 2024. See our Annual Report on Form 10-K for the year-ended for December 31, 2023, for other details relating to the Investor D convertible notes issued prior to December 31, 2023. <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:35.169%;box-sizing:content-box;"></td> <td style="width:1.125%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:4.632%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.507%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:4.632%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.507%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:4.632%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.507%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:4.632%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.507%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:4.632%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.507%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:4.632%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.507%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:4.632%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.507%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:4.632%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.507%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:4.632%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.507%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:4.7330000000000005%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> ($ in thousands) </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 3rd Investor D Note
3-1 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 3rd Investor D Note
3-2 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 3rd Investor D Note
3-3 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 3rd Investor D Note
3-4 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 4th Investor D Note </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 5th Investor D Note </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 6th Investor D Note </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Balance as of December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,012</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 999 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">972</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 568 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">822</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;white-space:pre-wrap;min-width:fit-content;">$ </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,373 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Issuance (Face Value) </td> <td style="white-space:pre-wrap;vertical-

align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 272 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 815 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,087 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Fair value of detachable warrants at issuance </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (147 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (439 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (586 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> (Gain)/loss on conversion </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,201 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 636 </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span

style="min-width:fit-content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 615 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 381 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 77 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 482 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,005 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,397 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Conversion to common stock </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (2,213 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,635 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,587 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (949 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (947 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (2,381 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (10,319 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> (Gain)/loss on reporting period remeasurement </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-

space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 748 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 748 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Redemption </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (700 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (700 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Balance as of September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $ </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $ </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $ </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $ </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td

style="white-space:pre-wrap;vertical-align:bottom;"> $</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;white-space:pre-wrap;min-width:fit-content;">$ </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The Company completed additional closings related to the Second Amendment to the Investor D Securities Purchase Agreement on January 12, 2024 and January 24, 2024, issuing notes in principal amounts of $0.3 million and $0.8 million, respectively, each at 7.00% per annum (collectively the "2024 Investor D Notes"). The 2024 Investor D Notes were to mature on April 12, 2025 and April 24, 2025, respectively. The 2024 Investor D Notes have an initial conversion price of $14.00 per share and were convertible into shares of the Company's common stock, beginning on the earlier of June 11, 2024 (or earlier upon mutual written agreement of the Company and the purchaser), or the date of an event of default. The Company also issued warrants to purchase up to 5,278 and 15,382 shares of common stock, respectively, with an exercise price of $14.00 per share, and additional warrants to purchase up to 5,278 and 15,382 shares of common stock, respectively, with an exercise price of $14.00 per share. On January 30, 2024, the institutional investor agreed to waive its Optional Redemption Rights and any event of default that may arise thereunder with respect to this offering and suspend the Optional Redemption Rights for a period of sixty (60) days following the closing of this offering (the "Suspension Period"), and the Company granted the institutional investor a right to redeem all or a portion of the then outstanding Conversion Amount within three (3) trading days after the Suspension Period at an amount equal to 200% of the Conversion Amount. During the quarter-ended March 31, 2024, the institutional investor converted approximately $3.3 million (face value) of outstanding debt, by converting the outstanding debt into approximately $9.5 million of the Company's common stock. As of March 31, 2024, the Company still owed the institutional investor approximately $1.0 million (face value) in convertible debt, with a fair value of approximately $1.1 million, which as disclosed below, was ultimately either converted or redeemed by June 30, 2024. The Company incurred a loss of approximately $5.8 million as a result of the following: (i) $4.7 million loss on conversion into equity as a result of the difference between the fair value of the convertible notes being converted and the equity being delivered, (ii) $0.7 million loss on issuance of the Investor D convertible notes issued during the three-months ended March 31, 2024, as a result of the combination of the fair value of detachable warrants issued in conjunction to the Investor D Notes issues during the three-months ended March 31, 2024, and the excess fair value over the proceeds received for the Investor D convertible notes issues during the three-months ended March 31, 2024, and (iii) $0.4 million loss on the change in fair value of those Investor D convertible notes still outstanding as of March 31, 2024. Investor D April 2024 Side Letter On April 1, 2024, the Company and Investor D entered into a side letter agreement (the "April 2024 Side Letter") whereby each party agreed to suspend certain rights of Investor D for a 60-day period, extending those rights from March 30, 2024, to May 30, 2024. Those rights included a 10-day notice period for any subsequent financing and rights to review terms of such financing arrangements. Finally, Investor D waived its rights and notice of default in the event of such financings. In addition, after the end to the May 30, 2024, suspension period being reached, Investor D has the right to require the Company to redeem all or a portion of any outstanding Investor D convertible notes at 200% of the conversion amount (the "Make-Whole Amount").   On June 5, 2024, Investor D completed the following two transactions, eliminating the remaining outstanding convertible debt: <div class="item-list-element-wrapper" style="margin-

left:4.537%;margin-top:0;justify-content:flex-start;align-items:baseline;margin-bottom:0;text-align:justify;">• Converted approximately $0.6 million of outstanding principal and $0.7 million of accrued interest and Make-Whole Amount, by issuing 92,858 shares of the Company's common stock, resulting in a loss of approximately $0.4 million, and • Redeemed the remaining $0.7 million of outstanding convertible debt and Make-Whole Amount, and</div></div><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><div class="item-list-element-wrapper" style="margin-left:4.537%;margin-top:0;justify-content:flex-start;align-items:baseline;margin-bottom:0;text-align:justify;">•<div style="width:100%;display:inline;">As of June 30, 2024, there were no remaining outstanding convertible debt instruments. There were no additional issuances of convertible debt during the three-months ended September 30, 2024. </div></div><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:12pt;text-align:justify;">The activity for the convertible notes is disclosed in the table below for the nine month period ended September 30, 2024. See our Annual Report on Form 10-K for the year-ended for December 31, 2023, for other details relating to the Investor D convertible notes issued prior to December 31, 2023. </p><table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"><tr style="visibility:collapse;"><td style="width:35.169%;box-sizing:content-box;"></td><td style="width:1.125%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:4.632%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.507%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:4.632%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.507%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:4.632%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.507%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:4.632%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.507%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:4.632%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.507%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:4.632%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.507%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:4.733000000000005%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td></tr><tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"><td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;white-space:pre-wrap;font-weight:bold;min-width:fit-content;">($ in thousands) </td><td style="vertical-align:bottom;text-align:left;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 3rd Investor D Note
3-1 </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 3rd Investor D Note
3-2 </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 3rd Investor D Note
3-3 </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 3rd Investor D Note
3-4 </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 4th Investor D Note </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 5th Investor D Note </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 6th Investor D Note </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td></tr><tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:bottom;"> Balance as of December 31, 2023 </td><td style="white-space:pre-wrap;vertical-align:bottom;"> $</p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,012</p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td><td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 999 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;"> $</p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">972</p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td><td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 568 </td><td style="white-space:nowrap;vertical-align:bottom;"> <span

style="min-width:fit-content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $ </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 822 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $ </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,373 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Issuance (Face Value) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> 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<td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 272 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 815 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,087 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Fair value of detachable warrants at issuance </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td 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align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (439 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (586 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> (Gain)/loss on conversion </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,201 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 636 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 615 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 381 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 77 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 482 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,005 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,397 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Conversion to common stock </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (2,213 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,587 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (949 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (947 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (607 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (2,381 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-

space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (10,319 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> (Gain)/loss on reporting period remeasurement </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td 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2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $ </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $

*indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> July 2024 Offering On July 10, 2024, the Company entered into a securities purchase agreement (the "Q3 2024 SPA") with certain institutional investors, pursuant to which the Company agreed to issue and sell, in a registered direct offering priced at-the-market consistent with the rules of the Nasdaq Stock Market, (i) 947,868 shares of the Company's common stock, $0.0001 par value per share and (ii) Common Stock purchase warrants to purchase up to 947,868 shares of Common Stock (the "July 2024 Investor Warrants") in a concurrent private placement (together the "July 2024 Offering"). The July 2024 Investor Warrants were immediately exercisable, expire five years following the issuance date and have an exercise price of $10.55 per share. The Company agreed to register the shares of Common Stock underlying the Common Warrants within 30 days of the date of the Purchase Agreement. The combined purchase price of each share of Common Stock and July 2024 Investor Warrant is $10.55. The gross proceeds to the Company from the Offering were approximately $10.0 million, before deducting placement agent fees and other offering expenses payable by the Company. On May 17, 2024, the Company entered into an engagement letter with H.C. Wainwright & Co., LLC ("Wainwright"), pursuant to which Wainwright agreed to serve as the exclusive placement agent for the Company, on a reasonable best-efforts basis, in connection with the offering. The Company paid Wainwright an aggregate cash fee equal to (i) 6.4% and 1% management fee of the gross proceeds of the July 2024 Offering and (ii) for certain expenses incurred by Wainwright totaling approximately $0.8 million. Additionally, the Company has agreed to issue to Wainwright or its designees as compensation, warrants to purchase up to 66,351 shares of Common Stock, equal to 7.0% of the aggregate number of Shares placed in the Offering (the "July 202 4 PA Warrants", which combined with the July 2024 Investor Warrants are herein referred to as the "July 2024 Warrants"). The Placement Agent Warrants have a term of five years from the commencement of sales under the Offering and an exercise price of $13.1875 per share of Common Stock (equal to 125% of the offering price).   August 2024 At-The-Market Offering On August 20, 2024, the Company entered into an At-The-Market Offering Agreement (the "ATM Agreement") with Wainwright as sales agent, to sell shares of its common stock, from time to time, through an "at the market offering" program under which Wainwright will act as sales agent. The sales, if any, of the Company's Common Stock made under the ATM Agreement will be made by any method permitted by law deemed to be an "at the market offering" as defined in Rule 415 promulgated under the Securities Act of 1933, as amended (the "Securities Act"), including sales made directly on or through the Nasdaq Capital Market or on any other existing trading market for the Company's common stock (the "ATM"). Through September 30, 2024, the Company raised approximately $0.1 million utilizing the ATM, issuing 12,218 shares of the Company's Common Stock.   Tumin Equity Line of Credit During the year ended December 31, 2023, the Company sold 6,500,000 shares of common stock to Tumin for proceeds of approximately $4.7 million as part of the Tumin Equity Line of Credit (see the Company's Annual Report on Form 10-K for the year-ended December 31, 2023, for additional information on the structure and purpose). As of December 31, 2023, approximately $95.3 million was available to draw. In February 2024, the Company and Tumim agreed to terminate the Equity Line of Credit. 2521820.00011814490.00014336312168162O.7690000002024-06-04700000216823000000022.832024-07-309478680.00019478687P5Y10.55P30D10.55100000000.0640.01800000663510.07P5Y13.18751.25100000122186500000470000095300000 Note 9. Warrants Warrants Issued in FY 2024
  July 2024 Warrants As discussed in Note 7, as part of the Q3 2024 SPA, the Company issued on July 11, 2024 the following warrants to purchase the Company's common stock to certain institutional investors and the placement agent: • July 2024 Investor Warrants - warrants to purchase 947,868 shares of the Company's common stock with an exercise price of $10.55, expiring July 10, 2029. • <span*

style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New Roman;font-style:italic;min-width:fit-content;">July 2024 PA Warrants - warrants to purchase 66,351 shares of the Company's common stock, with an exercise price of $13.1875, expiring July 10, 2029. Investor E (January 2024) Warrants As discussed in Note 7, as part of the Q1 2024 SPA, the Company issued on January 26, 2024 the following warrants to purchase the Company's common stock to Investor E: • Pre-Funded Warrants - warrants to purchase 181,449 shares of common stock with an exercise price of $0.0001. The Pre-Funded Warrants had no expiration date and were exercisable commencing on the date of issuance and at any time until all of the Pre-Funded Warrants are exercised in full. The Pre-Funded Warrants were exercised in full during the quarter ended March 31, 2024 • Series A and Series B Common Warrants - in a concurrent private placement, Series A Common Warrants to purchase 433,631 shares of Common Stock and Series B Common Warrants to purchase 216,816 shares of common stock each with an exercise price of $20.76. • PA Warrants - in a concurrent private placement, PA Warrants to purchase 21,682 shares of common stock with an exercise price of $22.83 per share. Investor E Warrants became exercisable on June 4, 2024, the effective date of stockholder approval for the issuance of the shares of common stock issuable upon exercise of the Investor E Warrants. The Series A Common Warrants will expire on June 4, 2029, and the Series B Common Warrants will expire on June 4, 2025. Maxim Group LLC ("Maxim") acted as the placement agent in connection with the transactions pursuant to the Placement Agency Agreement, dated January 26, 2024, by and between the Company and Maxim. On January 30, 2024, Maxim received warrants to purchase 21,682 shares of common stock covering a number of shares equal to 5% of the total number of shares of common stock sold in the Transactions. The PA Warrants became exercisable six months after the closing and will expire on January 30, 2029. The PA Warrants are exercisable at a price equal to 110.0% of the offering price in connection with the placement. In accordance with ASC 815-40, Derivatives and Hedging-Contracts in Entity's own Equity, the Company determined the Investor E and PA Warrants meet the conditions for equity classification and should be included on the consolidated balance sheet as a component of stockholders' equity (deficit). Investor D Warrants The Company, in conjunction with additional borrowing of convertible debt related to the Second Amendment to the Investor D SPA on January 12, 2024 and January 24, 2024, issued warrants to purchase up to 131,927 and 395,781 shares of common stock, respectively, with an exercise price of $0.56 per share, and additional warrants to purchase up to 131,927 and 395,781 shares of common stock, respectively, with an exercise price of $0.56 per share. All remaining Investor D Warrants issued in connection with the Investor D SPA were exchanged for an approximately $0.5 million short-term note payable on June 28, 2024, eliminating all remaining Investor D Warrants issued in connection with the Investor D SPA as of June 30, 2024 (see Note 5). The Investor D Warrants issued in January 2024 in connection with the Investor D SPA were determined to be liability classified. The initial fair value of the convertible note warrants was determined using a Black-Scholes option pricing model, which considers variables such as estimated volatility, time to maturity, and the risk-free interest rate. The risk-free interest rate is the U.S. Treasury rate at the date of issuance, and the time to maturity is based on the contractual life at the date of issuance, which is five years. Subsequent changes in fair value were recognized through earnings at each reporting period end-date or settlement date. The Company had the following warrants outstanding at September 30, 2024, and December 31, 2023: <p style="text-

*indent:4.696%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;margin-right:3.463%;text-align:justify;">   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.967%;box-sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.357%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.357%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> As of
September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> As of
December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Liability Classified Warrants </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Investor D Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 254,732 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Private Placement Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 229,520 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 229,520 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> PIPE Investor Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:center;"> 20,000 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 20,000 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> Subtotal </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 249,520 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 504,252 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="background-color:#d9f0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="vertical-align:bottom;"> Equity Classified Warrants </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Investor E (January 2024) Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span style="min-width:fit-*

content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 650,446 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> July 2024 Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,014,219 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Placement Agent Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 21,682 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Public Stockholder Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 422,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 422,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Legacy Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,957 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,957 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;text-align:center;"> Subtotal </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,110,304 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 423,957 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> Grand Total </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,359,824 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 928,209 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The following tables provides the weighted-average strike price and time to maturity for each warrant tranche as of September 30, 2024, and December 31, 2023: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:35.707%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.023%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.66%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:19.183999999999997%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:21.424%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> As of September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td colspan="2" style="vertical-align:top;border-bottom:0.5pt solid #000000;text-align:left;"> Warrant Share

Equivalents </td> <td style="vertical-align:top;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:top;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average Strike Price </td> <td style="vertical-align:top;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:top;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average Time to Maturity </td> <td style="vertical-align:top;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Liability Classified Warrants </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:top;text-align:left;"> </td> <td style="vertical-align:top;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:top;text-align:left;"> </td> <td style="vertical-align:top;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:top;text-align:left;"> </td> <td style="vertical-align:top;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Private Placement Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 229,520 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">287.50</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3.32</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:middle;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Equity Classified Warrants</p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:middle;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Investor E (January 2024) Warrants</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">650,446</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 20.76 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;">

</td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.03 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#fffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> July 2024 Warrants (*) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,014,219 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">10.72</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">4.78</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p 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style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 22.75 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.75 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Public Stockholder Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 422,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">287.50</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3.32</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Legacy SeaStar Inc. Warrants</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,957</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 250.00 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1.88 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:middle;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New

Roman;margin-bottom:0;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td></tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> As of December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td colspan="2" style="vertical-align:top;border-bottom:0.5pt solid #000000;text-align:left;"> Warrant Share Equivalents </td> <td style="vertical-align:top;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:top;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average Strike Price </td> <td style="vertical-align:top;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" 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style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 254,732 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">12.50</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4.65</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Private Placement Warrants</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">229,520</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 287.50 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3.82 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> PIPE Investor Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 20,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td 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<tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-

align:left;">Equity Classified Warrants </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:middle;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Public Stockholder Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 422,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">287.50</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3.82</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#fffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Legacy SeaStar Inc. Warrants</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,957</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 250.00 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2.38 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> (*) - The July 2024 Warrants comprise both the July 2024 Investor Warrants and the July 2024 PA Warrants. Accordingly, the reported exercise price is the weighted-average exercise price. Below is the warrant activity for the nine-months ended September 30, 2024: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:20.663%;box-sizing:content-box;"></td> <td style="width:1.099%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.833%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.099%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.833%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.099%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.713%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.099%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.833%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.099%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.833%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.099%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.833%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.099%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.833%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:7pt;background-color:#fffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Investor D Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Investor E (January 2024) Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> July 2024 Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Placement Agent Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Private Placement Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> PIPE Investor Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Public Stockholders' Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"><p

style="font-size:7.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Legacy Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:7pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Outstanding as of December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 254,732 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 229,520 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 20,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 422,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,957 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:7pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Issuance </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 42,217 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 831,895 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,014,219 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 21,682 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:7pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Exercised </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (170,625 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td

style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (181,449 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;">

size:7.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td></tr><tr style="height:7pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Outstanding as of September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 650,446 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,014,219 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 21,682 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 229,520 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 20,000 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 422,000 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,957 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table>
During the three months ended September 30, 2024, the Company incurred a gain of approximately $0.2 million from the mark-to-market adjustment for all remaining liability classified warrants. During the nine months ended September 30, 2024, the Company incurred (i) a $1.6 million loss from exercises of certain Investor D Warrants, (ii) a gain of $1.3 million from the exchange of all remaining Investor D Warrants in June 2024 for an approximately $0.5 million short-term Investor D Note which was paid in full during the three-months ended September 30, 2024, and (iii) a loss of approximately $0.5 million from the periodic mark-to-market adjustments for all liability classified warrants over that period. 94786810.552029-07-106635113.18752029-07-101814490.000143363121681620.762168222.832024-06-042029-06-042025-06-04216820.052029-01-301.101319273957810.561319273957810.56500000 The Company had the following warrants outstanding at September 30, 2024, and December 31, 2023:   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.967%;box-sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.357%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.16%;box-

sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.357%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> As of
September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> As of
December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Liability Classified Warrants </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Investor D Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 254,732 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Private Placement Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 229,520 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 229,520 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> PIPE Investor Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 20,000 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 20,000 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> Subtotal </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 249,520 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 504,252 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="background-color:#d9f0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Equity Classified Warrants </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Investor E (January 2024) Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 650,446 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> July 2024 Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,014,219 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Placement Agent Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 21,682 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Public Stockholder Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 422,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 422,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Legacy Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,957 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,957 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;text-align:center;"> Subtotal </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,110,304 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 423,957 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> Grand Total </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,359,824 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 928,209 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
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style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;">The following tables provides the weighted-average strike price and time to maturity for each warrant tranche as of September 30, 2024, and December 31, 2023:   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:35.707%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.023%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.66%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:19.183999999999997%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:21.424%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> As of September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td colspan="2" style="vertical-align:top;border-bottom:0.5pt solid #000000;text-align:left;"> Warrant Share Equivalents </td> <td style="vertical-align:top;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> <span

style="white-space:pre-wrap;min-width:fit-content;"> </td> <td colspan="2" style="vertical-align:top;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average Strike Price </td> <td style="vertical-align:top;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:top;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average Time to Maturity </td> <td style="vertical-align:top;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Liability Classified Warrants </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:top;text-align:left;"> </td> <td style="vertical-align:top;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:top;text-align:left;"> </td> <td style="vertical-align:top;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:top;text-align:left;"> </td> <td style="vertical-align:top;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Private Placement Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 229,520 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">287.50</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3.32</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">PIPE Investor Warrants</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">20,000</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 287.50 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3.32 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:middle;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:middle;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:middle;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Investor E (January 2024) Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 650,446 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 20.76 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> <span

style="color:#000000;white-space:pre-wrap;min-width:fit-content;">4.03 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> July 2024 Warrants (*) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,014,219 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">10.72</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4.78</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Placement Agent Warrants</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">21,682</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New 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style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 422,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">287.50</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3.32</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Legacy SeaStar Inc. Warrants</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,957</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 250.00 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1.88 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:middle;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;">

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to Expiration </td> <td style="vertical-align:top;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Liability Classified Warrants </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:middle;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Investor D Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 254,732 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">12.50</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4.65</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Private Placement Warrants</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">229,520</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 287.50 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3.82 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> PIPE Investor Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 20,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 287.50 </td> <td 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style="vertical-align:bottom;"> Equity Classified Warrants </td> <td style="vertical-align:bottom;"> </td>

<td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:middle;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Public Stockholder Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 422,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left,"> </td> <td style="white-space:nowrap;vertical-align:bottom,"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center,"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right,">207.50</p></td> <td style="white-space:nowrap;vertical-align:bottom,"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left,"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom,"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left,"> </p></td> <td style="white-space:nowrap;vertical-align:bottom,"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left,"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center,"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right,">3.82</p></td> <td style="white-space:nowrap;vertical-align:bottom,"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left,"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word,"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom,"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left,">Legacy SeaStar Inc. Warrants</p></td> <td style="white-space:pre-wrap;vertical-align:bottom,"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left,"> </p></td> <td style="white-space:nowrap;vertical-align:bottom,"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left,"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center,"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right,">1,957</p></td> <td style="white-space:nowrap;vertical-align:bottom,"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left,"> </p></td> <td style="white-space:pre-wrap;vertical-align:middle;text-align:left,"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center,"> </p></td> <td style="white-space:nowrap;vertical-align:bottom,"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left,"><span style="color:#000000;min-width:fit-content,">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center,"> 250.00 </td> <td style="white-space:nowrap;vertical-align:bottom,"> </td> <td style="white-space:pre-wrap;vertical-align:bottom,"> </td> <td style="vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom,"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center,"> 2.38 </td> <td style="white-space:nowrap;vertical-align:bottom,"> </td> </tr> </table> (*) - The July 2024 Warrants comprise both the July 2024 Investor Warrants and the July 2024 PA Warrants. Accordingly, the reported exercise price is the weighted-average exercise price. 2295202875P3Y3M25D200002875P3Y3M25D650446205.76P4Y10D1014219105.72P4Y9M10D21682225.75P4Y9M4220002875P3Y3M25D19572505P1Y10M17D2547321252.style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:justify,">Below is the warrant activity for the nine-months ended September 30, 2024:   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto,"> <tr style="visibility:collapse,"> <td style="width:20.663%;box-sizing:content-box,"></td> <td style="width:1.099%;box-sizing:content-box,"></td> <td style="width:1%;box-sizing:content-box,"></td> <td style="width:6.833%;box-sizing:content-box,"></td> <td style="width:1%;box-sizing:content-box,"></td> <td style="width:1.099%;box-sizing:content-box,"></td> <td style="width:1%;box-sizing:content-box,"></td> <td style="width:6.833%;box-sizing:content-box,"></td> <td style="width:1%;box-sizing:content-box,"></td> <td style="width:1.099%;box-sizing:content-box,"></td> <td style="width:1%;box-sizing:content-box,"></td> <td style="width:6.713%;box-sizing:content-box,"></td> <td style="width:1%;box-sizing:content-box,"></td> <td style="width:1.099%;box-sizing:content-box,"></td> <td style="width:1%;box-sizing:content-box,"></td> <td style="width:6.833%;box-sizing:content-box,"></td> <td style="width:1%;box-sizing:content-box,"></td> <td style="width:1.099%;box-sizing:content-box,"></td> <td style="width:1%;box-sizing:content-box,"></td> <td style="width:6.833%;box-sizing:content-box,"></td> <td style="width:1%;box-sizing:content-box,"></td> <td style="width:1.099%;box-sizing:content-box,"></td> <td style="width:1%;box-sizing:content-box,"></td> <td style="width:6.833%;box-sizing:content-box,"></td> <td style="width:1%;box-sizing:content-box,"></td> <td style="width:1.099%;box-sizing:content-box,"></td> <td style="width:1%;box-sizing:content-box,"></td> <td style="width:6.833%;box-sizing:content-box,"></td> <td style="width:1%;box-sizing:content-box,"></td> </tr> <tr style="height:7pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word,"> <td style="vertical-align:bottom,"> </td> <td style="vertical-align:bottom;text-align:left,"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left,"> Investor D Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left,"> </td> <td style="vertical-align:bottom;text-align:left,"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left,"> Investor E (January 2024) Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left,"> </td> <td style="vertical-align:bottom;text-align:left,"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left,"> July 2024 Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left,"> </td> <td style="vertical-align:bottom;text-align:left,"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left,"> Placement Agent Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left,"> </td> <td style="vertical-align:bottom;text-align:left,"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left,"> Private Placement Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left,"> </td> <td style="vertical-align:bottom;text-align:left,"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left,"> PIPE Investor Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left,"> </td> <td style="vertical-align:bottom;text-align:left,"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left,"> Public Stockholders' Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left,"> </td> <td style="vertical-align:bottom;text-align:left,"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left,"> <span

style="color:#000000;white-space:pre-wrap;font-weight:bold;min-width:fit-content;">Legacy Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:7pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Outstanding as of December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 254,732 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 229,520 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 20,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 422,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,957 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:7pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Issuance </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 42,217 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 831,895 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,014,219 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 21,682 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:7pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Exercised </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (170,625 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-

align:bottom;text-align:center;"> (181,449 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:7pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Forfeited / cancelled </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:7pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Exchanged for Investor D Note </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (126,324 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-

size:7.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td></tr><tr style="height:7pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Outstanding as of September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 650,446 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,014,219 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 21,682 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 229,520 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 20,000 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 422,000 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,957 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr></table>2547320002295202000042200019574221783189510142192168200001706251814490000000000000-126324000000006504461014219216822295202000042200019 57-200000-160000013000005000005000000 Note 10. Stock-Based Compensation Awards The following table sets forth the total stock-based compensation cost included in the Company's condensed consolidated statements of operations for the period indicated: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:24.259%;box-sizing:content-box;"></td> <td style="width:1.221%;box-sizing:content-box;"></td> <td style="width:11.249%;box-sizing:content-box;"></td> <td style="width:1.221%;box-sizing:content-box;"></td> <td style="width:11.249%;box-sizing:content-box;"></td> <td style="width:1.221%;box-sizing:content-box;"></td> <td style="width:10.17%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.221%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.248999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.221%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.221%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.248999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="3" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New

Roman;margin-bottom:0;text-align:center;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> ($ in thousands) </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Research and development </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">9</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 198 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">121</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 333 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> General and administrative </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 191 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 286 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 554 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,211 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total stock-based compensation </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 200 </td> <td style="white-space:nowrap;vertical-

align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">484</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 675 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,544</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr></table></div><p style="font-size:10pt;margin-top:10pt;font-family:Times New Roman;margin-bottom:0;margin-right:3.463%;text-align:left;">Equity Incentive Plan - Summary</p><p style="font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;margin-right:3.463%;text-align:left;">2022 Omnibus Incentive Plan</p><p style="text-indent:4.696%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;margin-right:3.463%;text-align:justify;">The Company's Board of Directors adopted, and the shareholders approved the 2022 Omnibus Incentive Plan to provide long-term incentive for its employees and non-employee service providers. The vesting of stock options is stated in each individual grant agreement, which is generally either one or four years. Options granted expire 10 years after the date of grant. </p><p style="font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;margin-right:3.463%;text-align:left;">2019 Stock Incentive Plan</p><p style="text-indent:4.696%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;margin-right:3.463%;text-align:justify;">The Company's Board of Directors adopted the 2019 Stock Incentive Plan on February 25, 2019, to provide long-term incentive for its employees and non-employee service providers. The Stock Incentive Plan was terminated on October 28, 2022, and no further awards were granted under such plan. </p><p style="text-indent:4.696%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;margin-right:3.463%;text-align:justify;"> </p><p style="font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;margin-right:3.463%;text-align:left;">Stock Options</p><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:12pt;text-align:justify;">Option activity for the period ended September 30, 2024, is as follows:</p><div style="font-size:10pt;font-family:Times New Roman;"><p style="font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:12pt;text-align:left;">2022 Omnibus Incentive Plan - Stock Options</p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:32.6%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:6.4%;box-sizing:content-box;"></td> <td style="width:4.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.06%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.58%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.48%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.06%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Options</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Weighted-Average Exercise Price</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Total Intrinsic Value</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Weighted-Average Remaining Contractual Life (Years)</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Outstanding as of December 31, 2023</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">14,045</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 9.3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-

align:left;">Exercised </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Issued </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Forfeited / cancelled </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (931 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Outstanding at September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 13,114 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">46.00</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8.5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Vested and exercisable as of September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td 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double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8.5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> 2019 Omnibus Incentive Plan - Options <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:32.6%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:6.4%;box-sizing:content-box;"></td> <td style="width:4.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.06%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.58%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.48%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.06%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Options </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average Exercise Price </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total Intrinsic Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average Remaining Contractual Life (Years) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word,"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Outstanding as of December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> 9,797 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">46.00</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.7 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word,"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Exercised </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Issued </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-

align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Forfeited / cancelled </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (980 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Outstanding as of September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 8,817 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">46.00</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5.9 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> Restricted Stock Units A summary of the Company's restricted stock unit ("RSU") activity is as follows: 2022 Omnibus Incentive Plan - RSUs <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-

collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:45.249%;box-sizing:content-box;"></td> <td style="width:1.9%;box-sizing:content-box;"></td> <td style="width:8.882%;box-sizing:content-box;"></td> <td style="width:6.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.923%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.9%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.463000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number of RSU </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average Grand Date Fair Value (per share) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Outstanding as of December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 9,361 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">36.75</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Granted</p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">38,000</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Vested</p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(9,183</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Forfeited / cancelled</p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(178</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Outstanding as of September 30, 2024</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">38,000</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 17.93 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 2019 Stock Incentive Plan - RSUs <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:45.249%;box-sizing:content-box;"></td> <td style="width:1.9%;box-sizing:content-box;"></td> <td style="width:8.882%;box-sizing:content-box;"></td> <td style="width:6.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.923%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.9%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.463000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td

style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number of RSU </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average Grand Date Fair Value (per share) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Outstanding as of December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,698 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">200.00</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Exercised</p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Vested</p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(1,969</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Forfeited / cancelled</p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(422</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Outstanding as of September 30, 2024</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,307</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 200.00 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr></table> The following table sets forth the total stock-based compensation cost included in the Company's condensed consolidated statements of operations for the period indicated. <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:24.259%;box-sizing:content-box;"></td> <td style="width:1.221%;box-sizing:content-box;"></td> <td style="width:11.249%;box-sizing:content-box;"></td> <td style="width:1.221%;box-sizing:content-box;"></td> <td style="width:11.249%;box-sizing:content-box;"></td> <td style="width:1.221%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.17%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.221%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.248999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.221%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td

style="width:9.248999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.221%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.248999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="3" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> ($ in thousands) </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Research and development </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">9</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 198 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 333 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> General and administrative </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 191 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 286 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 554 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,211 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total stock-based compensation </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">200</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 484 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">675</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,544 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table>900019800012100033300019100028600055400012110002000004840006750001544000P4YP10Y 2022 Omnibus Incentive Plan - Stock Options <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:32.6%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:6.4%;box-sizing:content-box;"></td> <td style="width:4.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.06%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.58%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.48%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.06%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Options </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average Exercise Price </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total Intrinsic Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average Remaining Contractual Life (Years) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Outstanding as of December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 14,045 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">46.00</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New

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style="white-space:pre-wrap;vertical-align:bottom;"> Vested and exercisable as of September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 13,114 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td 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style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 8,817 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">46.00</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p 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style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 8,238 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">46.00</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5.9 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>9797460P6Y8M12D0098088174 60P5Y10M24D8238460P5Y10M24D A summary of the Company's restricted stock unit ("RSU") activity is as follows: 2022 Omnibus Incentive Plan – RSUs <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:45.249%;box-sizing:content-box;"></td> <td style="width:1.9%;box-sizing:content-box;"></td> <td style="width:8.882%;box-sizing:content-box;"></td> <td style="width:6.681%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.923%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.9%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.463000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number of RSU </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-Average Grand Date Fair Value (per share)

</td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Outstanding as of December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 9,361 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">36.75</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Granted</p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p 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</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Vested</p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p 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</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Forfeited / cancelled</p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"><p 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</p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Outstanding as of September 30, 2024</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td 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style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table>369820001969422130720 Note 11. Commitments and Contingencies Lease Agreements The Company is part of a membership agreement for shared office space and can cancel at any time. Rent expense was approximately $8 and $24 thousand for the three- and nine- months ended September 30, 2024 and 2023, respectively. Litigation Liabilities for loss contingencies arising from claims, assessments, litigation, fines, penalties, and other sources are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated. From time to time, the Company may become involved in legal proceedings arising in the ordinary course of business. 2022 Demand Letter In connection with the Business Combination, LMAO proposed, for stockholder approval, various amendments to its Amended and Restated Certificate of Incorporation, which included among other things a proposal to increase the authorized shares of common stock. A purported stockholder sent a Stockholder Litigation Demand letter (the "Demand") to the Board of Directors of LMAO alleging that the Delaware General Corporation Law required a separate class vote of the Class A common stockholders to increase the authorized shares of common stock. Following receipt of the Demand, the Company canceled and withdrew the proposal to increase the authorized shares of common stock. The stockholder's counsel thereafter demanded that the Company pay counsel fees for the purported benefit conferred upon the Company's shareholders by causing the Company to withdraw the allegedly invalid proposal to increase the authorized shares of common stock. The Company paid approximately $0.2 million for a legal settlement during the year ended December 31, 2023, and this matter has been closed. 2024 Securities

Class Action Lawsuit On July 5, 2024, Forrest A K Wells (the "Plaintiff"), a purported stockholder of the Company, filed a putative class action complaint in the United States District Court for the State of Colorado, captioned Wells v. SeaStar Medical Holding Corporation et al, Case No. 1:24-cv-0187 (D. Colorado) (the "Class Action"). The Class Action alleges that the Company, its Chief Executive Officer and former Chief Financial Officer made or caused to be made material misstatements or omissions regarding the Company's business and operations, allegedly culminating in the Company's restatement of its consolidated financial statements, disclosed in a Form 8-K and filed on March 27, 2024. The Class Action asserts claims pursuant to the Securities Exchange Act of 1934, including Section 10(b), Rule 10b-5 promulgated thereunder and Section 20(a). The Class Action seeks to recover, among other remedies, compensatory damages. The Company intends to vigorously defend the action. The Company has not recognized a contingent liability for this Class Action event as it does not qualify for the recognition criteria under ASC 450 - Contingencies. Confidential Settlement Agreement On October 20, 2024, the Company entered into the Settlement Agreement with Nuwellis whereby the Company has agreed to pay Nuwellis $0.9 million in connection with the Company's termination of the Distribution Agreement. Of the $0.9 million, $550 thousand represented contract liabilities previously recognized (see Note 3), and $350 thousand of additional consideration. See Note 15 to our unaudited consolidated financial statements for the three- and nine- months ended September 30, 2024, included elsewhere in this Form 10-Q for additional information.
8000800024000240002000009000009000055000350000 Note 12. Fair Value Measurements Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (exit price). Inputs used to measure fair value are classified into the following hierarchy: Level 1 – quoted prices in active markets for identical assets and liabilities. Level 2 – other significant observable inputs (including quoted prices for similar assets and liabilities, interest rate, credit risk, etc.). Level 3 – significant unobservable inputs (including the Company's own assumptions in determining the fair value of assets and liabilities). The fair value of the forward option on prepaid forward contracts, convertible notes, and the warrants liability is classified as Level 3 in the fair value hierarchy. Fair Value Measurement Hierarchy The following table presents the Company's financial assets and/or liabilities that were accounted for at fair value on a recurring basis as of September 30, 2024 and December 31, 2023, by level within the fair value hierarchy. There were no non-recurring fair value measurements, as the Company does not have any long-lived assets, intangible assets or goodwill which can require non-recurring measurements for impairment.   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:35.887%;box-sizing:content-box;"></td> <td style="width:1.24%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.903%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.903%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.903%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.163%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="14" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair Value Measurements as of September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> ($ in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> (Level 1) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> (Level 2) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> (Level 3) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Liabilities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-

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style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">6,486</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 6,486 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Summary of Level 3 Input Changes The following table presents the changes in the forward option-prepaid forward contracts, convertible notes measured at fair value, warrants liability, and the notes derivative liability for the periods ended September 30, 2024 and December 31, 2023 (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:49.92%;box-sizing:content-box;"></td> <td style="width:2.341%;box-sizing:content-box;"></td> <td style="width:2.341%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:19.528%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:2.341%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:19.528%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Level 3 Roll Forward ($ in thousands) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Convertible Notes </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td>

<td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Liability Classified Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Balance as of December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,373</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,307 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Additions </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 501 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 586 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Cash paid to settle </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (700 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Exchange for short-term note payable </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (450 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Shares issued upon conversion or exercise </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (4,922 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (3,106 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Changes in fair value </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 748 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 773 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Balance as of September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td>

<td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">110</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table></div><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Level 3 Inputs</p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;">For assets or liabilities for which the Company is required to remeasure the fair value on a recurring basis at each reporting date, generally the Company is required to disclose certain quantitative data related to the inputs used at the most recent reporting period date. However, for those assets or liabilities for which the Company has elected to take the FVO in accordance with ASC 825, Financial Instruments, then such quantitative disclosures are not required. </p><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;">Liability Classified Warrants</p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><div><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;">The liability classified warrants as of September 30, 2024 and December 31, 2023, include three classes of warrants, and therefore, the range of assumptions used has been provided. Significant assumptions used in valuing warrants which require liability classification were as follows as of September 30, 2024 and December 31, 2023. </p><p style="text-indent:6.667%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></div><div style="font-size:10pt;font-family:Times New Roman;"> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:78.4%;box-sizing:content-box;"></td> <td style="width:2.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:17.1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">As of September 30, 2024</p></td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Expected volatility</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">120.00</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">%</p></td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Equivalent term</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3.08</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Risk-free rate</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3.58</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">%</p></td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Dividend yield</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.00</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">%</p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Stock price</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.26 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;word-break:break-word;"> <td style="background-color:#d9f0fc;white-space:pre-wrap;vertical-align:bottom;"> Strike price </td> <td style="background-color:#d9f0fc;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="background-color:#cff0fc;white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 287.50 </td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:63.645%;box-sizing:content-box;"></td> <td style="width:1.561%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.966%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.301%;box-sizing:content-box;"></td> <td style="width:1.561%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.966%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="7" style="vertical-align:middle;border-bottom:0.5pt solid #000000;text-align:left;"> As of December 31, 2023 </td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Minimum </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> <span style="white-space:pre-wrap;min-width:fit-

content;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;text-align:left;"> Maximum </td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Expected volatility </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 85.00 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 90.00 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Equivalent term </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.04 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.65 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Risk-free rate </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3.84 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.00 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.00 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Stock price </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">11.00</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">$ </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 11.00 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Strike price </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">12.50</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"><span style="color:#000000;white-space:pre-wrap;min-width:fit-content;">$ </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 287.50 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> The following table presents the Company's financial assets and/or liabilities that were accounted for at fair value on a recurring basis as of September 30, 2024 and December 31, 2023, by level within the fair value hierarchy. There were no non-recurring fair value measurements, as the Company does not have any long-lived assets, including fixed assets, intangible assets or goodwill which can require non-recurring measurements for impairment.   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:35.887%;box-sizing:content-box;"></td> <td style="width:1.24%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.903%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.903%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.903%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.163%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New

*Roman;margin-bottom:0;text-align:left;"> </td> <td colspan="14" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair Value Measurements as of September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> ($ in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> (Level 1) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> (Level 2) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> (Level 3) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Liabilities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Liability classified warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">110</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 110 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> *

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#000000;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> (Level 3) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Liabilities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Convertible notes </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,179 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,179 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Liability classified warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,307 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,307 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Total </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-

space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">6,486</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2,25pt double #000000;text-align:center;"> 6,486 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
</table>00110000110000001100001100000041790004179000023070002307000006486000064860006486000 The following table presents the changes in the forward option-prepaid forward contracts, convertible notes measured at fair value, warrants liability, and the notes derivative liability for the periods ended September 30, 2024 and December 31, 2023 (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:49.92%;box-sizing:content-box;"></td> <td style="width:2.341%;box-sizing:content-box;"></td> <td style="width:2.341%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:19.528%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:2.341%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:19.528%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Level 3 Roll Forward ($ in thousands) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Convertible Notes </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Liability Classified Warrants </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Balance as of December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,373</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,307 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Additions </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 501 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 586 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Cash paid to settle </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (700 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Exchange for short-term note payable </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (450 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-

color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Shares issued upon conversion or exercise </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (4,922 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (3,106 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> Changes in fair value </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 748 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 773 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Balance as of September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 110 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> </tr> </table>437300023070005010005860007000000450000-4922000-31060007480007730000110000 The liability classified warrants as of September 30, 2024 and December 31, 2023, include three classes of warrants, and therefore, the range of assumptions used has been provided. Significant assumptions used in valuing warrants which require liability classification were as follows as of September 30, 2024 and December 31, 2023.   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:78.4%;box-sizing:content-box;"></td> <td style="width:2.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:17.1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;text-align:left;"> As of September 30, 2024 </td> <td style="vertical-align:middle;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> </tr> <tr style="background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Expected volatility </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 120.00 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Equivalent term </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3.08 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Risk-free rate </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3.58 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Dividend yield </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.00 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Stock price </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.26 </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:left;"> </td> </tr> <tr style="height:10pt;word-break:break-word;"> <td style="background-color:#d9f0fc;white-space:pre-wrap;vertical-align:bottom;"> Strike price </td> <td style="background-color:#d9f0fc;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="background-color:#cff0fc;white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">287.50</p></td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table 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solid #000000;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Minimum</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Maximum</p></td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Expected volatility</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">85.00</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">%</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">90.00</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">%</p></td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Equivalent term</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4.04</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4.65</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Risk-free rate</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3.84</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">%</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3.90</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">%</p></td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Dividend yield</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.00</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">%</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.00</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">%</p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Stock price</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 11.00 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"> $ </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 11.00 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#d9f0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> <span

style="color:#000000;white-space:pre-wrap;min-width:fit-content;">Strike price </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">12.50</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">$ </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 287.50 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>120P3Y29D3.5804.26287.58590P4Y14DP4Y7M24D3.843.900111112.5287.5 Note 13. Income Taxes In accordance with U.S. GAAP, a valuation allowance should be provided if it is more likely than not that some or all of the Company's deferred tax assets will not be realized. The Company's ability to realize the benefit of its deferred tax assets will depend on the generation of future taxable income. Except as noted below, due to the uncertainty of future profitable operations and taxable income, the Company has recorded a full valuation allowance against its net deferred tax assets. The Company has recognized an insignificant provision for certain minimum state taxes of less than $0.1 million as of September 30, 2024, and December 31, 2023.</p><p style="text-indent:6.667%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:justify;">The Company believes its tax filing position and deductions related to tax periods subject to examination will be sustained under audit and, therefore, has no reserve for uncertain tax positions.</p>100000100000<p style="font-size:10pt;margin-top:18pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Note 14. Net Loss Per Share</p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><div style="font-size:10pt;font-family:Times New Roman;"><p style="text-indent:4.533%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;">The following table presents the calculation of basic and diluted net loss per share (in thousands except share and per share information):</p><p style="text-indent:6.667%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"><tr style="visibility:collapse;"><td style="width:38.992%;box-sizing:content-box;"></td><td style="width:1.34%;box-sizing:content-box;"></td><td style="width:1.08%;box-sizing:content-box;"></td><td style="width:1.38%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:10.998000000000001%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.38%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.38%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:10.998000000000001%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.38%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:10.998000000000001%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:10.698%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td></tr><tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"><td style="vertical-align:top;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td><td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td><td colspan="2" style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td><td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Three Months Ended September 30,</p></td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td><td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td><td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td><td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Nine Months Ended September 30,</p></td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td></tr><tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"><td style="vertical-align:top;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">($ in thousands except share and per share amounts) </td><td style="vertical-align:bottom;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td style="vertical-align:bottom;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:2.25pt solid #000000;text-align:left;"> 2024 </td><td style="vertical-align:bottom;border-bottom:2.25pt solid #ffffff03;text-align:left;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:2.25pt solid #000000;text-align:left;"> 2023 </td><td style="vertical-align:bottom;border-bottom:2.25pt solid #ffffff03;text-align:left;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td style="vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> $</p></td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(4,478</p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td><td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (7,232 </td><td style="white-space:nowrap;vertical-align:bottom;">) </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> $ </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (20,411 </td><td style="white-space:nowrap;vertical-align:bottom;">) </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;">

$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(16,775</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Weighted-average shares outstanding - basic and diluted</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,086,871</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td 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style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,348,490</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">641,125</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Basic and diluted net loss per share</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (1.10 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(9.02</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (6.10 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (26.16 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> </tr> </table> The following weighted-average outstanding shares of potentially dilutive securities were excluded from the computation of diluted net loss per share attributable to common stockholders for the periods presented because including them would have been anti-dilutive: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:39.98%;box-sizing:content-box;"></td> <td style="width:1.44%;box-sizing:content-box;"></td> <td style="width:14.38%;box-sizing:content-box;"></td> <td style="width:1.44%;box-sizing:content-box;"></td> <td style="width:13.26%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.74%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="3" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> As of September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:2.25pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:2.25pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:2.25pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:2.25pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Investor D warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-

space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 301,170 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Investor E (January 2024) warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 650,446 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> July 2024 Warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,014,219 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Placement Agent warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 21,682 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Public Stockholders' warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 422,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 414,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Private Placement warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 229,520 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 229,520 </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> PIPE Investor warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 20,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 28,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Legacy warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,957 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,789 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Employee based options to purchase common stock </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 21,352 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15,933 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unvested employee based restricted stock units </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 39,307 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 12,572 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,420,483 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,003,984 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The following table presents the calculation of basic and diluted net loss per share (in thousands except share and per share information):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:38.992%;box-sizing:content-box;"></td> <td style="width:1.34%;box-sizing:content-box;"></td> <td style="width:1.08%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.998000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.998000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.998000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.698%;box-

sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> ($ in thousands except share and per share amounts) </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:2.25pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:2.25pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:2.25pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:2.25pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:2.25pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:2.25pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:2.25pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:2.25pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net loss </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(4,478</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (7,232 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(20,411</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (16,775 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Weighted-average shares outstanding – basic and diluted </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 4,086,871 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 801,939 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,348,490 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 641,125 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Basic and diluted net loss per share </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(1.10</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (9.02 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(6.10</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (26.16 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> </tr> </table>-4478000-7232000-20411000-16775000408687140868718019398019393348490334849064112564112 5-1.1-1.1-9.02-9.02-6.1-6.1-26.16-26.16 The following weighted-average outstanding shares of potentially dilutive securities were excluded from the computation of diluted net loss per share attributable to common stockholders for the periods presented because including them would have been anti-dilutive: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:39.98%;box-sizing:content-box;"></td> <td style="width:1.44%;box-sizing:content-box;"></td> <td style="width:14.38%;box-sizing:content-box;"></td> <td style="width:1.44%;box-sizing:content-box;"></td> <td style="width:13.26%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.74%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="3" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> As of September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:2.25pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:2.25pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:2.25pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:2.25pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Investor D warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;">

space:pre-wrap;min-width:fit-content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,014,219 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Placement Agent warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 21,682 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Public Stockholders' warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 422,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 414,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Private Placement warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 229,520 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 229,520 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> PIPE Investor warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 20,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 28,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Legacy warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,957 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,789 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> <span style="color:#000000;white-

space:pre-wrap;min-width:fit-content;">Employee based options to purchase common stock </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 21,352 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15,933 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unvested employee based restricted stock units </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 39,307 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 12,572 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,420,483 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,003,984 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
</table>030117065044601014219021682042200041400022952022952020000280001957278921352159333930712572242048310039 84 Note 15. Subsequent Events Confidential Settlement Agreement In December 2022, the Company entered into the Distribution Agreement with Nuwellis, pursuant to which the Company appointed Nuwellis as its exclusive distributor for the sale and distribution of its pediatric SCD product throughout the United States. In May 2024, the Company provided notice to Nuwellis that Nuwellis had breached the Distribution Agreement and that the Distribution Agreement would terminate effective August 18, 2024. Nuwellis disputed the validity of the termination and on October 20, 2024, the Company entered into a confidential settlement agreement and release with Nuwellis, pursuant to which the Company agreed to pay Nuwellis an aggregate of $900 thousand, payable in three installments through December 31, 2024. The Company paid the first installment of $500 thousand on October 22, 2024. At-The-Market Offering Subsequent to September 30, 2024 and as of November 11, 2024, the Company raised approximately $2.0 million by issuing approximately 0.6 million shares of the Company's common stock for net proceeds of approximately $1.9 million under the Company's At-the-Market offering facility which was registered on August 21, 2024.
900000500000600000190000falsefalsefalsefalsefalsefalsefalsefalse The Company and Nuwellis entered into the Settlement Agreement in connection with the Company's termination of the Distribution Agreement on August 18, 2024. A contingent liability of $350,000 was recognized in connection with the Settlement Agreement to reflect that the circumstances that gave rise to this obligation existed as of September 30, 2024. See Note 15 to our unaudited consolidated financial statements for the three- and nine- months ended September 30, 2024, included elsewhere in this Form 10-Q for additional information.