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of ContentsUNITED STATESSECURITIES AND EXCHANGE COMMISSIONWashington, D.C. 20549FORM 10-Q (Mark One)â˜’QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934For the quarterly period ended September 30, 2024orâ˜TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934For the transition period from ___ to ___ Commission File Number 001-13449Quantum Corporation(Exact name of registrant as specified in its charter)Delaware94-2665054(State or other jurisdiction of incorporation or organization)(I.R.S. Employer Identification No.)224 Airport ParkwaySuite 550San JoseCA95110(Address of Principal Executive Offices)(Zip Code)(408)944-4000Registrant's telephone number, including area code(Former name, former address and former fiscal year, if changed since last report)Securities registered pursuant to Section 12(b) of the Act: Title of each classTrading SymbolName of each exchange on which registeredCommon Stock, $0.01 par value per shareQMCONasdaq Global MarketTable of ContentsIndicate 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.xYesÂ Â¨Â NoIndicate 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).xYesÂ Â¨Â NoIndicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in Rule 12b-2 of the Exchange Act. (Check one):Large accelerated filerâ˜Accelerated filerâ˜Non-accelerated filerÂ Â â˜Smaller reporting companyxEmerging growth companyâ˜If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revisedâ˜ Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).â˜YesxÂ NoAs of the close of business on November 10, 2024 there were 4,848,482 shares of Quantum Corporationâ€™s common stock issued and outstanding.Table of ContentsQUANTUM CORPORATIONQUARTERLY REPORT ON FORM 10-QFor the Quarter Ended SeptemberÂ 30, 2024Table of ContentsPagePART IItem 1.Â Â Â Â Â Â Â Financial Statements (unaudited):Â Â Â Condensed Consolidated Balance Sheets1Â Â Â Condensed Consolidated Statements of Operations and Comprehensive Loss2Â Â Â Condensed Consolidated Statements of Cash Flows3Â Â Â Condensed Consolidated Statements of Changes in Stockholdersâ€™ Deficit4Â Â Â Index to Notes to Condensed Consolidated Financial Statements6Item 2.Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations19Item 3.Quantitative and Qualitative Disclosures About Market Risk28Item 4.Controls and Procedures28PART IIItem 1.Legal Proceedings29Item 1A.Risk Factors29Item 5. Other Information29Item 6.Exhibits30Signatures32Table of ContentsAs used in this Quarterly Report on Form 10-Q, the terms "Quantum," "we," "us," and "our" refer to Quantum Corporation and its subsidiaries taken as a whole, unless otherwise noted or unless the context indicates otherwise.Note Regarding Forward-Looking StatementsThis report contains forward-looking statements. All statements contained in this report other than statements of historical fact, including, but not limited to, statements regarding our future operating results and financial position; our business strategy, focus and plans; our market growth and trends; our products, services and expected benefits thereof; and our objectives for future operations, are forward-looking statements. The words â€œbelieve,â€ â€œmay,â€ â€œwill,â€ â€œestimate,â€ â€œcontinue,â€ â€œanticipate,â€ â€œintend,â€ â€œexpect,â€ â€œcould,â€ â€œwould,â€ â€œproject,â€ â€œplan,â€ â€œpotentially,â€ â€œpreliminary,â€ â€œlikely,â€ and similar expressions are intended to identify forward-looking statements. We have based these forward-looking statements largely on our current expectations and projections about future events and trends that we believe may affect our financial condition, results of operations, business strategy, short-term and long-term business operations and objectives, and financial needs. These forward-looking statements are subject to a number of risks, uncertainties, and assumptions, including the competitive pressures that we face; risks associated with executing our strategy; the impact of macroeconomic and geopolitical trends and events; the need to manage third-party suppliers and the distribution of our products and the delivery of our services effectively; the protection of our intellectual property assets, including intellectual property licensed from third parties; risks associated with our international operations; the development and transition of new products and services and the enhancement of existing products and services to meet customer needs; our response to emerging technological trends; the execution and performance of contracts by us and our suppliers, customers, clients and partners; the hiring and retention of key employees; risks associated with business combination and investment transactions; the execution, timing and results of any transformation or restructuring plans, including estimates and assumptions related to the cost and the anticipated benefits of the transformation and restructuring plans; the outcome of any claims and disputes; and those risks described under Part II, Item 1A. Risk Factors. Moreover, we operate in a competitive and changing environment. New risks emerge from time to time. It is not possible for our management to predict all risks, nor can we assess the effect of all factors on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements we may make. In light of these risks, uncertainties, and assumptions, the future events and trends discussed in this report may not occur and actual results could differ materially and adversely from those anticipated or implied in the forward-looking statements. Accordingly, you should not rely on forward-looking statements as predictions of future events. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee that the future results, performance, or events and circumstances reflected in the forward-looking statements will be achieved or occur. We undertake no obligation to update any of these forward-looking statements for any reason after the date of this report or to conform these statements to actual results or revised expectations.Table of ContentsPART Iâ€”FINANCIAL INFORMATIONITEM 1. FINANCIAL STATEMENTSQUANTUM CORPORATIONCONDENSED CONSOLIDATED BALANCE SHEETS(in thousands, except per share amounts, unaudited) September 30, 2024March 31, 2024AssetsCurrent assets:Cash and cash equivalents$16,719Â $25,692Â Restricted cash241Â 168Â Accounts receivable, net of allowance for credit losses of $99 and $22, respectively51,073Â 67,788Â Manufacturing inventories18,965Â 17,753Â Service parts inventories9,028Â 9,783Â Prepaid expenses3,632Â 2,186Â Other current assets9,195Â 8,414Â Total current assets108,853Â 131,784Â Property and equipment, net 11,334Â 12,028Â Goodwill 12,969Â 12,969Â Intangible assets, net 742Â 1,669Â Right-of-use assets9,164Â 9,425Â Other long-term assets20,084Â 19,740Â Total assets$163,146Â $187,615Â Liabilities and Stockholdersâ€™ DeficitCurrent liabilities:Accounts payable$30,789Â $26,087Â Accrued compensation13,864Â 18,214Â Deferred revenue, current portion69,369Â 78,511Â Term debt, current portion1,579Â 82,496Â Revolving credit facilityâ€”Â 26,604Â Warrant liabilities2,499Â 4,046Â Other accrued liabilities16,501Â 13,986Â Total current liabilities134,601Â 249,944Â Deferred revenue, net of current portion37,164Â 38,176Â Revolving credit facility28,300Â â€”Â Term debt, net of current portion94,746Â â€”Â Operating lease liabilities9,366Â 9,621Â Other long-term liabilities12,372Â 11,372Â Total liabilities316,549Â 309,113Â Commitments and contingencies (Note 11)Stockholders' deficitPreferred stock, 20,000 shares authorized; no shares issued and outstandingâ€”Â â€”Â Common stock, $0.01 par value; 225,000 shares authorized; 4,793 and 4,793 shares issued and outstanding49Â 49Â Additional paid-in capital709,667Â 708,026Â Accumulated deficit(861,727)(827,380)Accumulated other comprehensive loss(1,392)(2,193)Total stockholdersâ€™ deficit(153,403)(121,498)Total liabilities and stockholdersâ€™ deficit$163,146Â $187,615Â See accompanying Notes to Condensed Consolidated Financial Statements.1Table of Contents QUANTUM CORPORATIONCONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS(in thousands, except per share amounts, unaudited)Three Months Ended September 30,Six Months Ended September 30,20242023202420232Revenue:Â Â Â Product$36,785Â $42,947Â $77,779Â $101,522Â Â Â Â Service and subscription31,321Â 30,505Â 58,768Â 61,458Â Â Â Â Royalty2,363Â 2,228Â 5,265Â 5,194Â Â Â Â Â Â Â Total revenue70,469Â 75,680Â 141,812Â 168,174Â Cost of revenue:Â Â Â Product29,774Â 30,719Â 62,330Â 75,170Â Â Â Â Service and subscription11,427Â 12,225Â 24,080Â 24,628Â Â Â Â Â Â Â Total cost of revenue41,201Â 42,944Â 86,410Â 99,798Â Gross profit29,268Â 32,736Â 55,402Â 68,376Â Operating expenses:Sales and marketing13,578Â 15,717Â 26,872Â 31,557Â General and administrative13,977Â 10,241Â 35,043Â 22,940Â Research and development8,264Â 9,152Â 16,572Â 20,065Â Restructuring charges383Â 1,338Â 1,574Â 2,667Â Â Â Â Â Â Â Total operating expenses36,202Â 36,448Â 80,061Â 77,229Â Loss from operations(6,934)(3,712)(24,659)(8,853)Other income (expense), net(1,334)367Â (1,375)(630)Interest expense(6,131)(3,855)(9,921)(7,055)Change in fair value of warrant liabilities3,550Â 4,402Â 5,216Â 5,128Â Loss on debt extinguishment(2,308)â€”Â (3,003)â€”Â Â Â Â Â Â Â Net loss before income taxes(13,157)(2,798)(33,742)(11,410)Income tax provision370Â 533Â 605Â 1,063Â Net loss$(13,527)$(3,331)$(34,347)$(12,473)Net loss per share attributable to common stockholders - basic(2.82)(0.70)(7.17)(2.64)Net loss per share attributable to common stockholders - diluted(2.82)(0.70)(7.17)(2.64)Weighted average shares - basic 4,793Â 4,751Â 4,793Â 4,717Â Weighted average shares - diluted4,793Â 4,751Â 4,793Â 4,717Â Net loss$(13,527)$(3,331)$(34,347)$(12,473)Foreign currency translation adjustments, net659Â (720)801Â (471)Total comprehensive loss$(12,868)$(4,051)$(33,546)$(12,944)See accompanying Notes to Condensed Consolidated Financial Statements.2Table of ContentsQUANTUM CORPORATIONCONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS(in thousands, unaudited)Six Months Ended September 30,20242023Operating activitiesNet loss$(34,347)$(12,473)Â Â Adjustments to reconcile net loss to net cash used in operating activities Depreciation and amortization3,347Â 5,295Â Amortization of debt issuance costs2,081Â 1,234Â Loss on debt extinguishment3,003Â â€”Â Provision for product and service inventories1,167Â 892Â Stock-based compensation1,641Â 2,831Â Paid in kind interest1,844Â 777Â Change in fair value of warrant liabilities(5,216)(5,127)Other non-cash851Â 49Â Changes in assets and liabilities:Accounts receivable, net16,638Â 21,109Â Manufacturing inventories(2,168)(2,070)Service parts inventories543Â (1,505)Prepaid expenses(1,446)8Â Accounts payable 5,253Â (9,073)Accrued compensation(4,350)(1,946)Deferred revenue(10,153)(9,269)Other current assets(780)115Â Other non-current assets1,280Â (2,354)Other current liabilities2,556Â (1,602)Other non-current liabilities1,062Â 1,764Â Net cash used in operating activities(17,194)(11,345)Investing activitiesPurchases of property and equipment(3,228)(3,925)Net cash used in investing activities(3,228)(3,925)Financing activitiesBorrowings of long-term debt, net of debt issuance costs24,655Â 14,083Â Repayments of long-term debt(13,537)(3,247)Borrowings of credit facility209,852Â 217,084Â Repayments of credit facility(209,445)(213,082)Net cash provided by financing activities11,525Â 14,838Â Effect of exchange rate changes on cash, cash equivalents and restricted cash(3)11Â Net change in cash, cash equivalents and restricted cash (8,900)(421)Cash, cash equivalents, and restricted cash at beginning of period25,860Â 26,175Â Cash, cash equivalents, and restricted cash at end of period $16,960Â $25,754Â The following table provides a reconciliation of cash, cash equivalents and restricted cash reported within the consolidated balance sheets that sum to the total of the same such amounts shown in the statement of cash flows:Cash and cash equivalents$16,719Â $25,574Â Restricted cash, current241Â 180Â Cash and cash equivalents at the end of period$16,960Â $25,754Â Supplemental disclosure of cash flow informationÂ Â Â Â Â Â Cash paid for interest$5,539Â $6,079Â Â Â Â Â Â Â Cash paid for income taxes, net$1,304Â $831Â Â Â Â Non-cash transactionsÂ Â Â Â Â Purchases of property and equipment included in accounts payable $312Â $689Â Â Â Â Â Â Paid-in-kind interest$1,844Â $777Â See accompanying Notes to Condensed Consolidated Financial Statements.3Table of ContentsQUANTUM CORPORATIONCONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIT(in thousands, unaudited)Common StockAdditionalPaid-in CapitalAccumulated DeficitAccumulated Other Comprehensive LossTotal Stockholders' DeficitThree Months EndedSharesAmountBalance, June 30,

20234,685Â $47Â $705,200Â $(795,236)$(1,332)$(91,321)Net lossâ€”Â â€”Â â€”Â (3,331)â€”Â (3,331)Foreign currency translation adjustments, netâ€”Â â€”Â â€”Â â€”Â (720)(720)Shares issued under employee incentive plans, net91Â 1Â (1)â€”Â â€”Â â€”Â Stock-based compensationâ€”Â â€”Â 939Â â€”Â â€”Â 939Â Balance, September 30, 20234,776Â $48Â $706,138Â $(798,567)$(2,052)$(94,433)Balance, June 30, 20244,793Â $49Â $708,951Â $(848,200)$(2,051)$(141,251)Net lossâ€”Â â€”Â â€”Â (13,527)â€”Â (13,527)Foreign currency translation adjustments, netâ€”Â â€”Â â€”Â â€”Â 659Â 659Â Stock-based compensationâ€”Â â€”Â 716Â â€”Â â€”Â 716Â Balance, September 30, 20244,793Â $49Â $709,667Â $(861,727)$(1,392)$(153,403)See accompanying Notes to Condensed Consolidated Financial Statements.4Table of ContentsCommon StockAdditionalPaid-in CapitalAccumulated DeficitAccumulated Other Comprehensive LossTotal Stockholders' DeficitSix Months EndedSharesAmountBalance, March 31, 20234,679Â $47Â $703,259Â $(786,094)$(1,581)$(84,369)Net lossâ€”Â â€”Â â€”Â (12,473)â€”Â (12,473)Foreign currency translation adjustments, netâ€”Â â€”Â â€”Â â€”Â (471)(471)Shares issued under employee incentive plans, net97Â 1Â (1)â€”Â â€”Â â€”Â Warrants issued in connection with debt refinancingâ€”Â â€”Â 49Â â€”Â â€”Â 49Â Stock-based compensationâ€”Â â€”Â 2,831Â â€”Â â€”Â 2,831Â Balance, September 30, 20234,776Â $48Â $706,138Â $(798,567)$(2,052)$(94,433)Balance, March 31, 20244,793Â $49Â $708,026Â $(827,380)$(2,193)$(121,498)Net lossâ€”Â â€”Â â€”Â (34,347)â€”Â (34,347)Foreign currency translation adjustments, netâ€”Â â€”Â â€”Â â€”Â 801Â 801Â Stock-based compensationâ€”Â â€”Â 1,641Â â€”Â â€”Â 1,641Â Balance, September 30, 20244,793Â $49Â $709,667Â $(861,727)$(1,392)$(153,403)See accompanying Notes to Condensed Consolidated Financial Statements.5Table of ContentsINDEX TO NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTSPageNote 1:Description of Business and Summary of Significant Accounting Policies7Note 2:Revenue8Note 3:Balance Sheet Information10Note 4:Debt11Note 5:Fair Value of Financial Instruments14Note 6:Leases14Note 7:Restructuring Charges15Note 8:Common Stock16Note 9:Net Loss Per Share18Note 10:Income Taxes18Note 11:Commitments and Contingencies186Table of ContentsNOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(unaudited)NOTE 1: DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIESDescription of BusinessQuantum Corporation, together with its consolidated subsidiaries (â€œQuantumâ€ or the â€œCompanyâ€), stores and manages digital video and other forms of unstructured data, providing streaming performance for video and rich media applications, along with low-cost, long-term storage systems for data protection and archiving. The Company helps customers around the world capture, create and share digital data and preserve and protect it for decades. The Companyâ€™sÂ software-defined, hyperconverged storage solutions span from non-volatile memory express (â€œNVMeâ€), to solid state drives (â€œSSDâ€), hard disk drives, (â€œHDDâ€), tape and the cloud and are tied together leveraging a single namespace view of the entire data environment. The Company works closely with a broad network of distributors, value-added resellers (â€œVARsâ€), direct marketing resellers (â€œDMRsâ€), original equipment manufacturers (â€œOEMsâ€) and other suppliers to meet customersâ€™ evolving needs.Basis of PresentationThe accompanying unaudited condensed consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America (â€œGAAPâ€) for interim financial information. All intercompany balances and transactions have been eliminated. Certain information and footnote disclosures normally included in annual financial statements have been condensed or omitted. The Company believes the disclosures made are adequate to prevent the information presented from being misleading. However, the accompanying unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included within the Annual Report.The unaudited condensed consolidated interim financial statements reflect all adjustments, consisting only of normal and recurring items, necessary to present fairly our financial position as of SeptemberÂ 30, 2024, the results of operations and comprehensive loss, statements of cash flows, and changes in stockholdersâ€™ deficit for the three and six months ended SeptemberÂ 30, 2024 and 2023. Interim results are not necessarily indicative of full year performance because of the impact of seasonal and short-term variations.Reverse Stock SplitOn August 15, 2024, the Company's shareholders approved an amendment to the Company's Amended and Restated Certificate of Incorporation to effect a reverse stock split of the issued shares of the Companyâ€™s common stock, par value $.01 per share (â€œCommon Stockâ€), at a ratio ranging from 1 share-for-5 shares up to a ratio of to 1-for-20 shares, with the exact ratio, if any, to be selected by the board of directors (the â€œBoardâ€) and set forth in a public announcement. On August 15, 2024, the Board approved a 1-for-20 reverse stock split (the â€œReverse Stock Splitâ€) of the Common Stock. The Reverse Stock Split became effective as of August 26, 2024 at 4:01 p.m., Eastern Time (the â€œEffective Timeâ€). At the Effective Time, every twenty issued shares of Common Stock were automatically reclassified into one issued share of Common Stock, with any fractional shares resulting from the Reverse Stock Split rounded up to the nearest whole share. The number of outstanding shares of common stock was reduced from approximately 95.9Â million shares to approximately 4.8Â million shares.All share and per share amounts for Common Stock in these condensed consolidated financial statements and notes thereto have been retroactively adjusted for all periods presented to give effect to the Reverse Stock Split. Going ConcernThese consolidated financial statements have been prepared in accordance with GAAP assuming the Company will continue as a going concern. In the Annual Report, it was stated that the Company believed it was probable that it would be in violation of the net leverage covenant at the next testing date which was July 2024. With the signing of the August 2024 Amendments, this testing requirement has been waived and the Company is currently in compliance with all covenants. Further, the August 2024 Amendments provide the Company with revised covenants and additional liquidity such that the Company believes that it will continue as a going concern and the substantial doubt no longer exists. See Note 4: Debt for further details.7Table of ContentsUse of EstimatesThe preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported and disclosed in the financial statements and accompanying notes. Actual results could differ from these estimates and assumptions due to risks and uncertainties. Such estimates include, but are not limited to, the determination of standalone selling price for revenue arrangements with multiple performance obligations, inventory adjustments, useful lives of intangible assets and property and equipment, stock-based compensation, fair value of warrants, and provision for income taxes including related reserves. Management bases its estimates on historical experience and on various other assumptions which management believes to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities.Restricted CashRestricted cash is comprised of bank guarantees and similar required minimum balances that serve as cash collateral in connection with various items including insurance requirements, value added taxes, ongoing tax audits and leases in certain countries. NOTE 2: REVENUEBased on how the Company manages its business, the Company has determined that it currently operates in one reportable segment. The Company operates in three geographic regions: (a)Â Americas; (b)Â Europe, Middle East and Africa (â€œEMEAâ€); and (c) Asia Pacific (â€œAPACâ€). Revenue by geography is based on the location of the customer from which the revenue is earned.In the following table, revenue is disaggregated by major product offerings and geographies (in thousands):Â Three Months Ended September 30,Six Months Ended September 30,2024202320242023Americas1Â Â Â Product revenue20,487Â 25,493Â 44,117Â 62,128Â Â Â Â Service and subscription17,298Â 17,635Â 32,412Â 35,589Â Total revenue37,785Â 54Â %43,128Â 57Â %76,529Â 54Â %97,717Â 58Â %EMEAÂ Â Â Product revenue11,682Â 11,975Â 24,656Â 27,823Â Â Â Â Service and subscription11,731Â 10,846Â 21,394Â 21,952Â Total revenue23,413Â 33Â %22,821Â 30Â %46,050Â 32Â %49,775Â 30Â %APACÂ Â Â Product revenue4,616Â 5,479Â 9,006Â 11,571Â Â Â Â Service and subscription2,292Â 2,024Â 4,962Â 3,917Â Total revenue6,908Â 10Â %7,503Â 10Â %13,968Â 10Â %15,488Â 9Â %ConsolidatedÂ Â Â Product revenue36,785Â 42,947Â 77,779Â 101,522Â Â Â Â Service and subscription31,321Â 30,505Â 58,768Â 61,458Â Â Â Â Royalty22,363Â 3Â %2,228Â 3Â %5,265Â 4Â %5,194Â 3Â %Total revenue$70,469Â 100Â %$75,680Â 100Â %$141,812Â 100Â %$168,174Â 100Â %1 Revenue for the Americas geographic region outside of the United States is not significant.2 Royalty revenue is not allocatable to geographic regions.8Table of ContentsRevenue by SolutionThree Months Ended September 30,Six Months Ended September 30,2024%2023%2024%2023%Primary storage systems$11,760Â 17Â %$17,058Â 23Â %$28,630Â 20Â %$28,507Â 17Â %Secondary storage systems21,742Â 30Â %20,340Â 27Â %37,511Â 26Â %61,912Â 36Â %Device and media7,430Â 11Â %7,893Â 10Â %16,679Â 12Â %16,085Â 10Â %Service 27,174Â 39Â %28,161Â 37Â %53,727Â 38Â %56,476Â 34Â %Royalty2,363Â 3Â %2,228Â 3Â %5,265Â 4Â %5,194Â 3Â %Total revenue1$70,469Â 100Â %$75,680Â 100Â %$141,812Â 100Â %$168,174Â 100Â %1 Subscription revenue of $4.1Â million and $1.0Â million was allocated to Primary and Secondary storage systems for the three months ended September 30, 2024 and 2023, respectively. Subscription revenue of $5.0Â million and $2.5Â million was allocated to Primary and Secondary storage systems for the six months ended September 30, 2024 and 2023, respectively.Contract BalancesThe following table presents the Companyâ€™s contract liabilities and certain information related to this balance as of March 31, 2024 and SeptemberÂ 30, 2024 (in thousands):Â March 31, 2024Deferred revenue$116,687Â Revenue recognized in the period from amounts included in contract liabilities at the beginning of the period$76,304Â September 30, 2024Deferred revenue$106,533Â Revenue recognized in the period from amounts included in contract liabilities at the beginning of the period$48,132Â Remaining Performance ObligationsTotal remaining performance obligations (â€œRPOâ€) representing contracted but not recognized revenue was $122.4Â million as of SeptemberÂ 30, 2024. RPO consists of both deferred revenue and uninvoiced, non-cancelable contracts that are expected to be invoiced and recognized as revenue in future periods and excludes variable consideration related to sales-based royalties. Of the $122.4Â million RPO at the end of the second quarter of fiscal 2025, $106.5Â million was for invoiced deferred revenue and $15.9Â million was for uninvoiced, non-cancelable contracts. The non-current portion of the RPO will be recognized over the next 13 to 60 months.RPO consisted of the following (in thousands):CurrentNon-CurrentTotalAs of SeptemberÂ 30, 2024$82,813Â $39,617Â $122,430Â Deferred revenue consists of amounts that have been invoiced but have not yet been recognized as revenue including performance obligations pertaining to subscription services. The table below reflects the Companyâ€™s deferred revenue as of SeptemberÂ 30, 2024 (in thousands):Deferred revenue by periodTotal1 year or less1 â€“ 3 Years3 year or greaterService revenue89,667Â 61,629Â 22,809Â $5,229Â Subscription revenue$16,866Â $7,740Â $7,382Â $1,744Â Â Â Â Â Â Total at September 30, 2024$106,533Â $69,369Â $30,191Â $6,973Â 9Table of ContentsNOTE 3: BALANCE SHEET INFORMATIONCertain significant amounts included in the Company's condensed consolidated balance sheets consist of the following (in thousands):Manufacturing inventoriesSeptember 30, 2024March 31, 2024Â Â Â Finished goods$9,349Â $7,074Â Â Â Â Work in progress668Â 770Â Â Â Â Raw materials8,948Â 9,909Â Total manufacturing inventories$18,965Â $17,753Â Service parts inventoriesSeptember 30, 2024March 31, 2024Â Â Â Finished goods$6,300Â $3,660Â Â Â Â Component parts2,728Â 6,123Â Total service parts inventories$9,028Â $9,783Â Intangibles, netSeptember 30, 2024March 31, 2024GrossAccumulated AmortizationNetGrossAccumulated AmortizationNetÂ Â Â Developed technology$9,013Â $(9,013)$â€”Â $9,013Â $(8,550)$463Â Â Â Â Customer lists4,398Â (3,656)742Â 4,398Â (3,192)1,206Â Intangible assets, net$13,411Â $(12,669)$742Â $13,411Â $(11,742)$1,669Â Intangible assets amortization expense was $0.5Â million and $1.0 million and $0.9Â million and $2.1Â million for the three and six months ended SeptemberÂ 30, 2024 and 2023, respectively. As of SeptemberÂ 30, 2024, the remaining weighted-average amortization period for definite-lived intangible assets was approximately 0.8 years. The Company recorded amortization of developed technology in cost of product revenue, and customer lists in sales and marketing expenses in the condensed consolidated statements of operations. As of SeptemberÂ 30, 2024, the future expected amortization expense for intangible assets is as follows (in thousands): Fiscal year ending Estimated future amortization expenseRemainder of 2025$461Â 2026281Â Total$742Â GoodwillAs of SeptemberÂ 30, 2024 and March 31, 2024, goodwill was $13.0Â million. There were no impairments to goodwill as of SeptemberÂ 30, 2024 and March 31, 2024.10Table of ContentsOther long-term assetsSeptember 30, 2024March 31, 2024Capitalized SaaS implementation costs for internal use$14,880Â $15,349Â Capitalized debt costs2,664Â 1,923Â Contract asset1,357Â 1,477Â Deferred taxes759Â 734Â Other424Â 257Â Â Â Â Total other long-term assets$20,084Â $19,740Â Other accrued liabilitiesSeptember 30, 2024March 31, 2024Accrued expenses$6,646Â $4,251Â Asset retirement obligation2,769Â 2,069Â Accrued warranty1,353Â 1,545Â Accrued interest458Â 524Â Lease liability1,375Â 1,256Â Accrued income taxes365Â 1,044Â Other3,535Â 3,297Â Â Â Â Total other accrued liabilities$16,501Â $13,986Â The following table details the change in the accrued warranty balance (in thousands):September 30, 2024March 31, 2024Beginning balance$1,545Â $2,094Â Â Â Â Current period accruals1,172Â 2,563Â Â Â Â Adjustments to prior estimates52Â (141)Â Â Â Charges incurred(1,416)(2,971)Ending balance$1,353Â $1,545Â NOTE 4: DEBTThe Companyâ€™s debt consisted of the following (in thousands):Â September 30, 2024March 31, 2024Term Loan$104,747Â $87,942Â PNC Credit Facility28,300Â 26,604Â Less: current portion(1,579)(109,100)Less: unamortized debt issuance costs (1)(8,422)(5,446)Long-term debt, net$123,046Â $â€”Â (1) The unamortized debt issuance costs related to the Term Loan are presented as a reduction of the carrying amount of the corresponding debt balance on the accompanying condensed consolidated balance sheets. Unamortized debt issuance costs related to the PNC Credit Facility are presented within other assets on the accompanying condensed consolidated balance sheets.On August 5, 2021, the Company entered into a senior secured term loan, as amended (the â€œ2021 Term Loanâ€) maturing on August 5, 2026. The Company also has a revolving credit facility agreement with PNC Bank (the â€œPNC Credit Facilityâ€ and collectively with the Term Loan, the â€œCredit Agreementsâ€) maturing on August 5, 2026 and providing for borrowings up to a maximum principal amount of the lesser of: (a) $40.0Â million or (b) the amount of the borrowing base, as defined in the PNC Credit Facility agreement. On June 1, 2023, the Company entered into amendments to the Credit Agreements (the â€œJune 2023 Amendmentâ€) which, among other things, provided an advance of $15.0Â million in additional Term Loan borrowings (the â€œ2023 Term Loanâ€ and, collectively with the 2021 Term Loan, the "Term Loan") and incurred $0.9Â million in original issuance discount and origination fees which have been recorded as a reduction to the carrying amount of the 2023 Term Loan and amortized to interest expense over the loan term. The terms of the 2023 Term Loan are substantially 11Table of Contentssimilar to the terms of the 2021 Term Loan, including in relation to maturity and security, except that, among other things, (a) the Applicable Margin (i) for any 2023 Term Loan designated as an â€œABR Loanâ€ is 9.00% per annum and (ii) for any 2023 Term Loan designated as a â€œSOFR Loanâ€ is 10.00% per annum, (b) accrued interest on the 2023 Term Loan is payable in kind ("PIK"), and is capitalized and added to the principal amount of the 2023 Term Loan at the end of each interest period applicable thereto, (c) the 2023 Term Loan does not amortize prior to the maturity date thereof, and (d) the 2023 Term Loan may not be prepaid prior to the payment in full of the existing term loans. In connection with the 2023 Term Loan, the Company issued warrants to purchase an aggregate of 0.06Â million shares (the â€œJune 2023 Warrantsâ€) of the Companyâ€™s common stock, at an exercise price of $20.00 per share. See Note 8: Common Stock for additional discussion related to the June 2023 Warrants. The June 2023 Amendment to the 2021 Term Loan was accounted for as a modification. The value of the June 2023 Warrants in addition to $0.7Â million of fees paid to the lenders have been reflected as a reduction to the carrying amount of the Term Loan and amortized to interest expense over the remaining loan term. The Company incurred $0.9Â million of legal and financial advisory fees which were included in general and administrated expenses in the condensed consolidated statement of operations and comprehensive loss. The June 2023 Amendment to the PNC Credit Facility was accounted for as a modification and $0.7Â million in related fees and expenses were recorded to other assets and are amortized to interest expense over the remaining term of the agreement.On February 14, 2024, the Company entered into amendments to the Credit Agreements (â€œFebruary 2024 Amendmentsâ€) which waived testing of the total net leverage ratio financial covenant for the fiscal quarter ended December 31, 2023. In connection with the amendment, the Company incurred fees related to the Term Loan that was paid-in-kind of $1.2Â million and an amendment fee of $0.1Â million that was paid in cash. As the February 2024 Amendments were accounted for as a modification, the fees were reflected as a reduction to the carrying amount of the Term Loan and are amortized to interest expense over the remaining loan term. In connection with the related PNC Credit Facility amendment, the Company incurred $0.2Â million in fees and expenses.On March 22, 2024, the Company entered into amendments to the Credit Agreements. The amendments, among other things, (i) permits the sale of certain assets by the Company and (ii) requires that certain proceeds from the sale of such assets be applied to partially

prepay the outstanding term loans under the Term Loan credit facility. The Company did not incur any amendment fees related to the March 2024 amendments and the financial terms of the Credit Agreements were not impacted.During the quarter ended June 30, 2024, the Company prepaid $12.3Â million of the Term Loan. In connection with this prepayment, the Company recorded a loss on debt extinguishment of $0.7Â million related to the write-off of a portion of unamortized debt issuance costs.On May 24, 2024, the Company entered into amendments to the Credit Agreements (the â€œMay 2024 Amendmentsâ€) which, among other things, (i) waived compliance with the Companyâ€™s net leverage covenant as of March 31, 2024; and (ii), reduced the daily minimum liquidity covenant below $15.0Â million until June 16, 2023 and waived any default that might arise as a result of the restatement of certain of the Companyâ€™s historical financial statements. In connection with the May 2024 Amendments, the Company issued to the Term Loan lenders warrants to purchase an aggregate of 100,000 shares of the Companyâ€™s common stock at a purchase price of $9.20 (the â€œMay 2024 Warrantsâ€). See Note 8: Common Stock for additional discussion related to the May 2024 Warrants. Additionally, in connection with the May 2024 Amendment to the Term Loan, the Company incurred an amendment fee that was paid-in-kind of $0.8Â million and issued the 2024 Term Loan Warrants with a fair market value of $0.8Â million. In connection with the May 2024 Amendment to the PNC Credit Facility Amendment, the Company incurred $ 0.5Â million of fees and expenses paid to the lender. The May 2024 Amendment to the Term Loan was accounted for as a modification. The value of the May 2024 Warrants, in addition to $0.8Â million of amendment fees paid to the lenders, have been reflected as a reduction to the carrying amount of the Term Loan and amortized to interest expense over the remaining loan term. The May 2024 Amendment to the PNC Credit Facility was accounted for as a modification and the $0.5Â million in related fees and expenses were recorded to other assets and are amortized to interest expense over the remaining term of the agreement.On July 11, 2024, the Company entered into amendments to the Credit Agreements (the â€œJuly 2024 Amendmentsâ€) which, among other things, delayed the testing of the Companyâ€™s June 30, 2024 net leverage ratio financial covenant until July 31, 2024. In connection with the amendments, the Company issued the Term Loan lenders (the 12Table of Contentsâ€œJuly 2024 Warrantsâ€) to purchase an aggregate of 50,000 shares of the Companyâ€™s common stock at a purchase price of $8.20. See Note 8: Common Stock for additional discussion related to the July 2024 Warrants.The July 2024 Amendments to the 2021 Term Loan were accounted for as a modification. The fair value of the July 2024 Warrants of $0.4Â million is reflected as a reduction to the carrying amount of the Term Loan and amortized to interest expense over the remaining loan term. The July 2024 Amendment to the PNC Credit Facility was accounted for as a modification and the $0.1Â million in related fees and expenses were recorded to other assets and are amortized to interest expense over the remaining term of the agreement.On August 13, 2024, the Company entered into amendments to the Credit Agreements (the â€œAugust 2024 Amendmentsâ€) which, among other things, (i) waived compliance with the June 30, 2024 net leverage ratio financial covenant; (ii) waived any non-compliance with the minimum liquidity financial covenant through the date of the amendments; (iii) removed the fixed charges coverage ratio financial covenant until the fiscal quarter ending September 30, 2025; (iv) waived the testing requirement for the net leverage financial covenant for the fiscal quarter ending September 30, 2024; (v) replaced the net leverage financial covenant with a minimum EBITDA financial covenant for the fiscal quarters ending December 31, 2024 and March 31, 2025; (vi) reset the net leverage financial covenant requirements for the fiscal quarters ending June 30, 2025 and September 30, 2025; reduced the minimum liquidity covenant to $10Â million through September 30, 2025; (vii) adjusted the applicable interest rates on the Term Loan and PNC Credit Facility; (viii) removed required 2021 Term Loan principal amortization until the fiscal quarter ending September 30, 2025 ; and (xi) repriced certain Lender Warrants.In connection with the August 2024 Amendments, the Company received a new senior secured delayed draw term loan facility with a borrowing capacity of up to $26.3Â million ($25.0Â million after original issuance discount) and a commitment period expiring on October 31, 2024 (each draw an â€œAugust 2024 Term Loanâ€). The Company borrowed $10.5Â million at closing (â€œInitial August 2024 Term Loanâ€). Borrowings under the August 2024 Term Loan have an August 5, 2026 maturity date which aligns with the Term Debt. The principal is payable quarterly beginning September 30, 2025, at a rate per annum equal to 5% of the original principal balance. The August 2024 Term Loanâ€™s interest rate margin is (a) until March 31, 2025 (i) for any August 2024 Term Loan designated as a â€˜SOFR Loanâ€™ is 12.00% per annum and (ii) for any August 2024 Term Loan designated an â€˜ABR Loanâ€™ is 11.00% per annum, in each case, with 6.00% of such interest rate margin paid-in-kind, and (b) from April 1, 2025, (i) for any August 2024 Term Loan designated as a â€˜SOFR Loanâ€™ is 14.00% per annum and (ii) for any August 2024 Term Loan designated an â€˜ABR Loanâ€™ is 13.00% per annum, in each case, with 8.00% of such interest rate margin paid-in-kind. The August 2024 Term Loan also includes a multiple on invested capital (â€œMOICâ€) payable to the August 2024 Term Loan lenders. Subsequently, the Company borrowed the remaining $15.8Â million of the August 2024 Term Loanâ€™s borrowing capacity before September 30, 2024.Subsequent to the August 2024 Amendments, the 2021 Term Loan amortizes at 5.00% per annum commencing on September 30, 2025. Subsequent to the August 2024 Amendments and (A) until March 31, 2025, loans under the 2021 Term Loan designated as (x) ABR Loans bear interest at a rate per annum equal to the â€œABR Rateâ€ (calculated as the greatest of (i) 1.75%; (ii) the Federal funds rate plus 0.50%; (iii) a secured overnight financing rate based rate (the â€œSOFR Rateâ€) based upon an interest period of one month plus 1.0%; and (iv) the â€œPrime Rateâ€ last quoted by the Wall Street Journal), plus an applicable margin of 8.75%, and (y) SOFR Rate Loans bear interest at a rate per annum equal to the SOFR Rate plus an applicable margin of 9.75%, in each case, with 3.75% of such interest rate margin paid-in-kind, with two specified step-downs in such applicable margin upon the receipt by the Company of cash proceeds from certain specified capital raises, and (B) from and after April 1, 2025, loans under the 2021 Term Loan designated as (x) ABR Loans bear interest at a rate per annum equal to the ABR Rate, plus an applicable margin of 8.75%, and (y) SOFR Rate Loans bear interest at a rate per annum equal to the SOFR Rate plus an applicable margin of 9.75%, in each case, with 3.75% of such applicable margin paid-in-kind, with a step-up of 1.00% per annum (which shall be paid-in-kind) if the Companyâ€™s total net leverage ratio is greater than 4.00x, and a step-down of 1.00% per annum if the Companyâ€™s total net leverage ratio is less than 3.50x (which shall reduce the paid-in-kind component of the applicable margin). The SOFR Rate is subject to a floor of 2.00%. The Company can designate a loan as an ABR Rate Loan or SOFR Rate Loan in its discretion.Subsequent to the August 2024 Amendments, PNC Credit Facility loans designated as (x) PNC SOFR Loans bear interest at a rate per annum equal to a SOFR based rate (subject to a 0.0% floor), plus an applicable margin of 4.75%and (y) PNC Domestic Rate Loans and Swing Loans bear interest at a rate per annum equal to the greatest of (i) the base commercial lending rate of PNC Bank; (ii) the Overnight Bank Funding Rate plus 0.5%; and (iii) the daily SOFR rate plus 1.0%, plus an applicable margin of 3.75%. The Company can designate a loan as a PNC SOFR Loan or PNC Domestic Rate Loan in its discretion.13Table of ContentsIn connection with the August 2024 Amendments, the Company issued warrants to purchase an aggregate of 380,510 shares of the Companyâ€™s common stock, at an exercise price of $6.20 per share (â€œAugust 2024 Warrantsâ€) and had a fair value of $2.0Â million. See Note 8: Common Stock for additional discussion related to the August 2024 Warrants.The August 2024 Amendments to the 2021 Term Loan held by one lender was accounted for as a modification. The $1.2Â million fair value of the August 2024 Warrants issued to this lender and the $0.5Â million of PIK fees paid to this lender are reflected as a reduction to the carrying amount of their Term Loan and their Initial Delayed Draw Term Loan and amortized to interest expense over the remaining loan terms. The August 2024 Amendments to the 2021 Term Loan held by another lender was accounted for as a debt extinguishment. The Company recorded a loss on debt extinguishment of $3.0Â million related to the write-off of a portion of unamortized debt issuance costs and fees and expenses incurred with the August 2024 Amendments. The August 2024 Amendments to the PNC Credit Facility were accounted for as a modification, and the $0.7Â million in related fees and expenses were recorded to other assets and amortized to interest expense over the remaining term of the agreement. As of September 30, 2024, the interest rate on the 2021 Term Loan, 2023 Term Loan, and 2024 Term Loans were 14.9%, 15.6%, and 17.1%, respectively. As of September 30, 2024, the interest rate on the PNC Credit Facility for Domestic Rate Loans and Swing Loans was 11.8% and for PNC SOFR loans was 9.96%.The Term Loan amendments and certain warrants issued to term lenders during fiscal 2023 and fiscal 2024 were entered into with certain entities managed by Pacific Investment Management Company, LLC ("PIMCO") which is considered a related party due to the fact that Christopher D. Neumeyer is a member of the Company's Board of Directors and also an executive vice president and portfolio manager at PIMCO. The principal and PIK interest related to the June 2023 Term Loan which totaled $18.9Â million as of September 30, 2024, are payable at maturity.Also, as of September 30, 2024, the PNC Credit Facility had an available borrowing base of $28.4Â million, of which $0.1Â million was available to borrow at that date.NOTE 5: FAIR VALUE OF FINANCIAL INSTRUMENTSThe Companyâ€™s assets, measured and recorded at fair value on a recurring basis, may consist of money market funds which are included in cash and cash equivalents in the Condensed Consolidated Balance Sheets and are valued using quoted market prices (level 1 fair value measurements) at the respective balance sheet dates.No impairment charges were recognized forÂ non-financialÂ assets in the six months ended SeptemberÂ 30, 2024 and 2023. The Company has noÂ non-financialÂ liabilities measured and recorded at fair value on aÂ non-recurringÂ basis.Long-term DebtThe Companyâ€™s financial liabilities were comprised primarily of long-term debt as of SeptemberÂ 30, 2024. The Company uses significant other observable market data or assumptions (Level 2 inputs as defined in the accounting guidance) that it believes market participants would use in pricing debt.The carrying value and fair value of the Companyâ€™s financial liabilities were primarily comprised of the following (in thousands):September 30, 2024March 31, 2024Carrying ValueFair ValueCarrying ValueFair ValueTerm Loan$104,747Â $96,336Â $87,942Â $75,143Â PNC Credit Facility28,300Â 26,190Â 26,604Â 24,743Â NOTE 6: LEASES 14Table of ContentsSupplemental balance sheet information related to leases is as follows (in thousands):Operating LeasesSeptember 30, 2024March 31, 2024Operating lease right-of-use asset$9,164Â $9,425Â Operating lease liability with other accrued liabilities1,375Â 1,256Â Operating lease liability, net9,366Â 9,621Â Â Â Â Total operating lease liabilities$10,741Â $10,877Â Components of lease cost were as follows (in thousands):Three Months Ended September 30,Six Months Ended September 30,Lease Cost20242023202420232Operating lease costÂ Â $779Â $731Â $1,491Â $1,606Â Variable lease costÂ Â 82Â 60Â 152Â 182Â Total lease costÂ Â $861Â $791Â $1,643Â $1,788Â Maturity of Lease LiabilitiesOperating LeasesRemainder of fiscal year 2025$1,389Â 20262,317Â 20271,797Â 20281,568Â 20291,220Â Â Â Â Thereafter12,089Â Total lease payments$20,380Â Less: imputed interest(9,639)Present value of lease liabilities$10,741Â Lease Term and Discount RateSeptember 30, 2024March 31, 2024Weighted average remaining operating lease term (years)10.1510.85Weighted average discount rate for operating leases12.6Â %12.7Â %Operating cash outflows related to operating leases totaled $1.4Â million and $1.6Â million for the six months ended SeptemberÂ 30, 2024 and 2023, respectively. NOTE 7: RESTRUCTURING CHARGESDuring the quarters ending SeptemberÂ 30, 2024 and 2023, the Company approved certain restructuring plans to improve operational efficiencies and rationalize its cost structure.The following tables show the activity and the estimated timing of future payouts for accrued restructuring (in thousands) included in other current liabilities:15Table of ContentsÂ Severance and BenefitsBalance as of March 31, 2023$â€“Â Â Â Â Restructuring chargesÂ 2,667Â Â Â Â Cash paymentsÂ (2,667)Balance as of SeptemberÂ 30, 2023Â $â€“Â Balance as of MarchÂ 31, 2024Â $â€“Â Â Â Â Restructuring chargesÂ 1,571Â Â Â Â Cash paymentsÂ (1,511)Â Â Â Other non-cash(2)Balance as of SeptemberÂ 30, 2024Â $58Â NOTE 8: COMMON STOCKLong-Term Incentive PlanOn September 12,, 2023 the stockholders of the Company approved the Quantum Corporation 2023 Long-Term incentive plan (â€œ2023 LTIPâ€). The 2023 LTIP serves as the successor to the Companyâ€™s 2012 Long-Term Incentive Plan and provides for grants of performance share units, restricted stock units and stock options.Reverse Stock SplitOn August 26, 2024, the Company effected the Reverse Stock Split of the Companyâ€™s our issued and outstanding Common Stock. The CommonStock began to trade on a post-split basis on August 27, 2024. The par value of the Common Stock was unchanged as a result of the Reverse Stock Split, remaining at $0.01 per share, which resulted in the reclassification of capital from par value to capital in excess of par value. All share and per share data for comparative periods included within the Companyâ€™s Condensed Consolidated Financial Statements and related footnotes have been adjusted to account for the effect of the Reverse Stock Split.WarrantsIn connection with debt refinancing and amendment activities, the Company issued warrants to purchase shares of the Common Stock in December 2018 which are exercisable until December 27, 2028 (the "December 2018 Warrantsâ€, in June 2020 which are exercisable until June 16, 2030 (the "June 2020 Warrants") and issued the June 2023 Warrants and May 2024 Warrants are until June 1, 2033 and May 24, 2034, respectively (collectively, the â€œLender Warrantsâ€). In July 2024, the Company issued warrants which are exercisable until July 11, 2034 and additional warrants were issued in August 2024 which are exercisable until August 13, 2034 (the â€œAugust 2024 Warrantsâ€).As part of the August 2024 Warrants, the Company agreed to lower the exercise price of certain outstanding warrants to purchase an aggregate of 430,711 shares of Common Stock held by the Term Loan lenders or their affiliates to $6.20 per share (the â€œAmended and Restated Warrantsâ€). Other than lowering the exercise price and inserting certain restrictions on adjustments in the event of dilutive issuances at a price lower than the amended exercise price, the terms of the Amended and Restated Warrants are substantially similar to those contained in the original warrants.The following summarizes the Company's outstanding Lender Warrants (in thousands, except exercise price): 16Table of ContentsDecember 2018 WarrantsJune 2020 WarrantsJune 2023 WarrantsMay 2024 WarrantsJuly 2024 WarrantsAugust 2024 WarrantsTotalMarch 31, 2024::Â Â Â Exercise price$26.60$55.40$20.00n/an/an/aÂ Â Â Number shares under warrant(s)357Â 184Â 63Â n/an/an/a604Â Â Â Â Fair value$2,320Â $1,135Â $591Â n/an/an/a$4,046Â September 30, 2024:Â Â Â Exercise price$6.20 - $26.04$6.20 - $54.19$6.20$6.20$6.20$6.20Â Â Â Number shares under warrant(s)363Â 188Â 64Â 100Â 50Â 3801,145Â Â Â Â Fair value$516Â $324Â $174Â $280Â $140Â $1,065Â $2,499Â The table below sets forth a summary of changes in the fair value of the Companyâ€™s Level 2 warrant liabilities as of September 30, 2023 and 2024:Balance at March 31, 2023$7,989Â Issuance of warrants1,195Â Change in fair value of warrant liabilities(5,128)Balance at September 30, 2023$4,056Â Balance at March 31, 2024$4,046Â Issuance of warrants3,157Â Change in fair value of warrant liabilities(5,216)Repricing adjustment512Â Balance at September 30, 2024$2,499Â Upon exercise, the aggregate exercise price of the Lender Warrants may be paid, at each warrant holderâ€™s election, in cash or on a net issuance basis, based upon the fair market value of the Common Stock at the time of exercise. The exercise price and the number of shares underlying the Lender Warrants are subject to adjustment in the event of specified events, including dilutive issuances of equity instruments at a price lower than the exercise price of the respective warrants (the "Down Round Feature"), repricing of existing equity-linked instruments at a price lower than the exercise price of the respective warrants (the "Warrant Repricing Feature"), a subdivision or combination of the Common Stock, a reclassification of the Common Stock or specified dividend payments. The Company's warrants also have a provision that determines the potential stock price used when applying the Black-Scholes valuation model to determine the settlement price of the warrants in Successor Major Transactions ("SMT"), as defined in the respective warrant agreements, which include a change in control or liquidation (the "Warrant Settlement Price Provision"). The Warrant Settlement Price Provision requires the use of the greater of the closing price of the Common Stock on the trading day immediately preceding the date on which an SMT is consummated, the closing market price of the Common Stock following the first public announcement of an SMT or the closing market of the Common Stock immediately preceding the announcement of an SMT. Due to these terms, equity classification was precluded, and these warrants are carried as liabilities at fair value.The Company also issued 2,500 warrants to purchase the Common Stock in June 2020 and June 2023 to advisors of the Company at an exercise price of $60.00 and $20.00, respectively (collectively the "Other Warrants"). The Company has concluded that the Other Warrants do not contain provisions that would require liability classification under Topic 480 or Topic 718 and have been equity classified.Registration Rights AgreementsThe Lender Warrants grant the holders certain registration rights for the shares of Common Stock issuable upon the exercise of the applicable warrants, including (a) the ability of a holder to request that the Company file a Form S-1 registration statement with respect to at least 40% of the registrable securities held by such holder as of the issuance date of the applicable warrants; (b) the ability of a holder to request that the Company file a Form S-3 registration statement with respect to outstanding registrable securities if at any time the Company is eligible to use 17Table of Contentsa Form S-3 registration statement; and (c) certain piggyback registration rights related to potential future equity offerings of the Company, subject to certain limitations.NOTE 9: NET LOSS PER SHAREThe Company has stock options, performance share units, restricted stock units and options to purchase shares under its Employee Stock Purchase Plan, as amended and restated on July 25, 2023 (â€œESPPâ€), granted under various stock incentive plans that, upon exercise and vesting, would increase shares outstanding. The Company has also issued warrants to purchase shares of the Common Stock.The dilutive impact

related to Common Stock from restricted stock units and warrants is determined by applying the treasury stock method to the assumed vesting of outstanding restricted stock units and the exercise of outstanding warrants. The dilutive impact related to Common Stock from contingently issuable performance share units is determined by applying aÂ two-stepÂ approach using both the contingently issuable share guidance and the treasury stock method.The following weighted-average outstanding shares of Common Stock equivalents were excluded from the computation of diluted net income (loss) per share attributable to common stockholders for the periods presented because including them would have been anti-dilutive (in thousands):Three Months Ended September 30,Six Months Ended September 30,2024202320242023Stock Awards11Â 12Â 24Â 25Â Warrants1,145Â 608Â 929Â 608Â The Company had outstanding market based restricted stock units as of SeptemberÂ 30, 2024 that were eligible to vest into shares of the Common Stock subject to the achievement of certain stock price targets in addition to a time-based vesting period. These contingently issuable shares are excluded from the computation of diluted earnings per share if, based on current period results, the shares would not be issuable if the end of the reporting period were the end of the contingency period. There were 45,084 shares of contingently issuable market-based restricted stock units that were excluded from the table above as the market conditions were not satisfied as of SeptemberÂ 30, 2024.NOTE 10: INCOME TAXES The effective tax rate for the three and six months ended September 30, 2024 was (2.3)% and (1.6)%, respectively, as compared to (19.0)% and (9.3)%, for the three and six months ended September 30, 2023, respectively. The effective tax rates differed from the federal statutory tax rate of 21% during each of these periods due primarily to unbenefited losses experienced in jurisdictions with valuation allowances on deferred tax assets as well as the forecasted mix of earnings in domestic and international jurisdictions. As ofÂ SeptemberÂ 30, 2024, including interest and penalties, the Company had $90.5 million of unrecognized tax benefits, $78.0 million of which, if recognized, would favorably affect the effective tax rate without consideration of the valuation allowance. As of SeptemberÂ 30, 2024, the Company had accrued interest and penalties related to these unrecognized tax benefits of $1.3 million. The Company recognizes interest and penalties related to income tax matters in the income tax provision in the condensed consolidated statements of operations. As of SeptemberÂ 30, 2024, $83.0 million of unrecognized tax benefits were recorded as a contra deferred tax asset in other long-term assets in the condensed consolidated balance sheet and $7.6 million (including interest and penalties) were recorded in other long-term liabilities in the condensed consolidated balance sheets. During the next 12 months, it is reasonably possible that approximately $12.7Â million of tax benefits, inclusive of interest and penalties, that are currently unrecognized could be recognized as a result of the expiration of applicable statutes of limitations. Upon recognition of the tax benefit related to the expiring statutes of limitation, $11.8Â million will be offset by the establishment of a related valuation allowance. The net tax benefit recognized in the statements of operation is estimated to be $0.9Â million.NOTE 11: COMMITMENTS AND CONTINGENCIESCommitments to Purchase Inventory18Table of ContentsThe Company uses contract manufacturers for its manufacturing operations. Under these arrangements, the contract manufacturer procures inventory to manufacture products based upon the Companyâ€™s forecast of customer demand. The Company has similar arrangements with certain other suppliers. The Company is responsible for the financial impact on the supplier or contract manufacturer of any reduction or product mix shift in the forecast relative to materials that the third party had already purchased under a prior forecast. Such a variance in forecasted demand could require a cash payment for inventory in excess of current customer demand or for costs of excess or obsolete inventory. As of SeptemberÂ 30, 2024, the Company had issuedÂ non-cancelableÂ commitments for $28.2Â million to purchase inventory from its contract manufacturers and suppliers.Legal Proceedings Arrow Electronics MatterOn July 27, 2023, Arrow Electronics, Inc., an electronics component distributor filed a lawsuit in federal court in the Northern District of California against Quantum, alleging breach of contract and breach of the covenant of good faith and fair dealing.Arrow seeks, among other things just over $4.2Â million in damages. Quantum has filed a responsive pleading, which denies the allegation in the complaint. At this time, Quantum believes the probability that this lawsuit will have a material adverse effect on the Companyâ€™s business, operating results, or financial condition is remote.Other CommitmentsAdditionally, from time to time, the Company is party to various legal proceedings and claims arising from the normal course of business activities. Based on current available information, the Company does not expect that the ultimate outcome of any currently pending matters, individually or in the aggregate, will have a material adverse effect on the Companyâ€™s results of operations, cash flows or financial position.ITEM 2. MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONSThe following discussion and analysis compares the change in the consolidated financial statements for quarters ending September 30, 2024 and September 30, 2023 and should be read together with our consolidated financial statements, the accompanying notes, and other information included in this Quarterly Report. In particular, the risk factors contained in Part II, Item 1A may reflect trends, demands, commitments, events, or uncertainties that could materially impact our results of operations and liquidity and capital resources. For comparisons of quarters ended September 30, 2023 and September 30, 2022, see our Management's Discussion and Analysis of Financial Condition and Results of Operations in Item 2 of our Quarterly Report on Form 10-Q for the quarter ended September 30, 2023, filed with the SEC on September 6, 2024, and incorporated herein by reference.The following discussion contains forward-looking statements, such as statements regarding anticipated impacts on our business, our future operating results and financial position, our business strategy and plans, our market growth and trends, and our objectives for future operations. Please see "Note Regarding Forward-Looking Statements" for more information about relying on these forward-looking statements.OVERVIEWWe are a technology company whose mission is to deliver innovative solutions to organizations across the world. We design, manufacture and sell technology and services that help customers capture, create and share digital content, and protect it for decades. We emphasize innovative technology in the design and manufacture of our products to help our customers unlock the value in their video and unstructured data in new ways to solve their most pressing business challenges.We generate revenue by designing, manufacturing, and selling technology and services. Our most significant expenses are related to compensating employees; designing, manufacturing, marketing, and selling our products and services; data center costs in support of our cloud-based services; and interest associated with our long-term debt and income taxes.Macroeconomic Conditions 19Table of ContentsWe continue to actively monitor, evaluate and respond to the current uncertain macro environment, including the impact of higher interest rates, inflation, lingering supply chain challenges, and a stronger U.S. dollar. During the quarter we continued to experience longer sales cycle for opportunities with our enterprise as well as commercial customers.The macro environment remains unpredictable and our past results may not be indicative of future performance.RESULTS OF OPERATIONSThree Months Ended September 30,Six Months Ended September 30,(in thousands)2024202320242023Total revenue$70,469Â $75,680Â $141,812Â $168,174Â Total cost of revenue (1)41,201Â 42,944Â 86,410Â 99,798Â Gross profit29,268Â 32,736Â 55,402Â 68,376Â Operating expensesSales and marketing (1)13,578Â 15,717Â 26,872Â 31,557Â General and administrative (1)13,977Â 10,241Â 35,043Â 22,940Â Research and development (1)8,264Â 9,152Â 16,572Â 20,065Â Restructuring charges (1)383Â 1,338Â 1,574Â 2,667Â Total operating expenses36,202Â 36,448Â 80,061Â 77,229Â Loss from operations(6,934)(3,712)(24,659)(8,853)Other income (expense), net(1,334)367Â (1,375)(630)Interest expense(6,131)(3,855)(9,921)(7,055)Change in fair value of warrant liabilities3,550Â 4,402Â 5,216Â 5,128Â Loss on debt extinguishment(2,308)â€”Â (3,003)â€”Â Â Â Â Â Â Â Net loss before income taxes(13,157)(2,798)(33,742)(11,410)Income tax provision370Â 533Â 605Â 1,063Â Net loss$(13,527)$(3,331)$(34,347)$(12,473)(1) Includes stock-based compensation as follows:Three Months Ended September 30,Six Months Ended September 30,(in thousands)2024202320242023Cost of revenue$76Â $190Â $266Â $382Â Research and development161Â 243Â 349Â 665Â Sales and marketing85Â 172Â 173Â 639Â General and administrative394Â 334Â 853Â 1,145Â Â Â Â Â Total$716Â $939Â $1,641Â $2,831Â 20Table of ContentsComparison of the Three Months EndedÂ SeptemberÂ 30, 2024Â andÂ 2023 RevenueThree Months Ended September 30,(dollars in thousands)2024% ofrevenue2023% ofrevenue$ Change% ChangeProduct revenue$36,785Â 53Â %$42,947Â 57Â %$(6,162)(14)%Service and subscription31,321Â 44Â %30,505Â 40Â %816Â 3Â %Royalty2,363Â 3Â %2,228Â 3Â %135Â 6Â %Total revenue$70,469Â 100Â %$75,680Â 100Â %$(5,211)(7)%Product RevenueIn the three months ended SeptemberÂ 30, 2024, product revenue decreased $6.2 million, or 14%, as compared to the same period in fiscal 2024.. The primary driver of the decrease was in Primary storage systems as customers transition to subscription-based offerings. We expect the product revenue portion of our Primary and Secondary storage systems to decrease as we continue to transition to subscription-based offerings.Service and subscription revenue increased $0.8 million, or 3%, in the three months ended SeptemberÂ 30, 2024 compared to the same period in fiscal 2024. This increase was due to new support bookings and the transition towards subscription-based licensing, partially offset by certain long-lived products reaching their end-of-service-life.Royalty Revenue We receive royalties from third parties that license our linear-tape open media patents through our membership in the linear-tape open consortium. Royalty revenue saw a small increase of $0.1 million, or 6%, in the three months ended SeptemberÂ 30, 2024 compared to the same period in fiscal 2024 due to product mix. Gross Profit and MarginThree Months Ended September 30,(dollars in thousands)2024Grossmargin %2023Grossmargin %$ ChangeBasis point changeProduct $7,011Â 19.1Â %$12,228Â 28.5Â %$(5,217)(940)Service and subscription19,894Â 63.5Â %18,280Â 59.9Â %1,614Â 360Â Royalty 2,363Â 100.0Â %2,228Â 100.0Â %135Â â€”Â Gross profit$29,268Â 41.5Â %$32,736Â 43.3Â %$(3,468)(180)Gross profit and margin percentages are key metrics that management monitors to assess the performance on the business.Product Gross Margin Product gross margin decreased by $5.2 million, or by 940 basis points, for the three months ended SeptemberÂ 30, 2024, as compared with the same period in fiscal 2024.. This decrease was primarily due to a less favorable mix of revenues, weighted towards our lower margin product lines, which were partially offset from improvements in our operational efficiency and logistics costs.Service and Subscription Gross Margin Service and subscription gross margins increased 360 basis points for the three months ended SeptemberÂ 30, 2024, as compared with the same period in fiscal 2024. This increase was primarily driven by the increase in service revenues as well as improvements in our operations efficiency.Royalty Gross Margin Royalties do not have significant related cost of sales.21Table of ContentsOperating ExpensesThree Months Ended September 30,(dollars in thousands)2024% of revenue2023% of revenue$ Change% ChangeSales and marketing$13,578Â 19Â %$15,717Â 21Â %$(2,139)(14)%General and administrative13,977Â 20Â %10,241Â 14Â %3,736Â 36Â %Research and development8,264Â 12Â %9,152Â 12Â %(888)(10)%Restructuring charges383Â 1Â %1,338Â 2Â %(955)(71)%Â Â Â Total operating expenses$36,202Â 51Â %$36,448Â 48Â %$(246)(1)%In the three months ended SeptemberÂ 30, 2024, sales and marketing expenses decreased $2.1 million, or 14%, as compared with the same period in fiscal 2024 This decrease was primarily driven by improved operational efficiency and increased leverage of our channel.In the three months ended SeptemberÂ 30, 2024, general and administrative expenses increased $3.7 million, or 36%, as compared with the same period in fiscal 2024 This increase was primarily driven by non-recurring costs related to our previously announced restatement of our historical financial statements, and other related projects.In the three months ended SeptemberÂ 30, 2024, research and development expenses decreased $0.9 million, or 10%, as compared with the same period in fiscal 2024 This decrease was the result of the continued consolidation of acquisition costs, and efficiencies realized through improved organization design.In the three months ended SeptemberÂ 30, 2024, restructuring expenses decreased $1.0 million, or 71% as compared with the same period in fiscal 2024 The decrease was the result of cost reduction initiatives in the previous year.Other Income (Expense)Three Months Ended September 30,(dollars in thousands)2024% of revenue2023% of revenue$ Change% ChangeOther income (expense)$(1,334)(2)%$367Â â€”Â %$(1,701)463Â %The change in other income (expense), net during the three months ended SeptemberÂ 30, 2024 compared with the same period in fiscal 2024 was related primarily to fluctuations in foreign currency exchange rates during the three months ended SeptemberÂ 30, 2024.Interest ExpenseThree Months Ended September 30,(dollars in thousands)2024% of revenue2023% of revenue$ Change% ChangeInterest expense$(6,131)(9)%$(3,855)(5)%$(2,276)59Â %In the three months ended SeptemberÂ 30, 2024, interest expense increased $2.3 million, or 59%, as compared with the same period in fiscal 2024 due to a higher effective interest rate on our Term Loan.Warrant liabilitiesThree Months Ended September 30,(dollars in thousands)2024% of revenue2023% of revenue$ Change% ChangeChange in fair value of warrant liabilities$3,550Â 5Â %$4,402Â 6Â %$(852)(19)%In SeptemberÂ 30, 2024, the change in fair value of warrant liabilities increased $0.9 million, or (19)%, as compared with the same period in fiscal 2024 due to a lower average stock price in the second fiscal quarter of 2024. 22Table of ContentsLoss on Debt ExtinguishmentThree Months Ended September 30,(dollars in thousands)2024% of revenue2023% of revenue$ Change% ChangeLoss on debt extinguishment$(2,308)(3)%$â€”Â â€”Â %$(2,308)100Â %In the three months ended SeptemberÂ 30, 2024, loss on debt extinguishment was related to prepayment of our Term Loan.Income TaxesThree Months Ended September 30,(dollars in thousands)2024% of pretax income2023% of pretax income$ Change% ChangeIncome tax provision$370Â (3)%$533Â (19)%$(163)(31)%The income tax provision for the three months ended SeptemberÂ 30, 2024 and 2023 is primarily influenced by foreign and state income taxes. Due to our history of net losses in the United States, the protracted period for utilizing tax attributes in certain foreign jurisdictions, and the difficulty in predicting future results, we believe that we cannot rely on projections of future taxable income to realize most of our deferred tax assets. Accordingly, we have established a full valuation allowance against our U.S. and certain foreign net deferred tax assets. Significant management judgment is required in assessing our ability to realize any future benefit from our net deferred tax assets. We intend to maintain this valuation allowance until sufficient positive evidence exists to support its reversal. Our income tax expense recorded in the future will be reduced to the extent that sufficient positive evidence materializes to support a reversal of, or decrease in, our valuation allowance.Comparison of the Six Months EndedÂ SeptemberÂ 30, 2024Â andÂ 2023 RevenueSix Months Ended September 30,(dollars in thousands)2024% of revenue2023% of revenue$ Change% ChangeProduct revenue$77,779Â 55Â %$101,522Â 60Â %$(23,743)(23)%Service and subscription58,768Â 41Â %61,458Â 37Â %(2,690)(4)%Royalty5,265Â 4Â %5,194Â 3Â %71Â 1Â %Total revenue$141,812Â 100Â %$168,174Â 100Â %$(26,362)(16)%Product RevenueIn the six months ended SeptemberÂ 30, 2024, product revenue decreased $23.7 million, or 23%, as compared to the same period in fiscal 2024. The primary driver of the decrease was a $20 million decrease in demand from our large hyperscale customers, as well as more general decreases in the overall tape market with declines in media and devices revenue. Outside of the Tape and Hyperscale business, our remaining Secondary and Primary storage systems are also offered as a subscription. We expect the product revenue portion of our Primary and Secondary storage systems to decrease as we continue to transition to subscription-based offerings.Service RevenueWe offer a broad range of services including product maintenance, implementation, and training as well as software subscriptions. Service revenue is primarily comprised of customer field support contracts which provide standard support services for our hardware. Standard service contracts may be extended or include enhanced service, such as faster service response times. Service and subscription revenue decreased $2.7 million, or 4%, in the six months ended SeptemberÂ 30, 2024 compared to the same period in fiscal 2024. This decrease was primarily driven by certain long-lived products reaching their end-of-service-life, partially offset by increases in subscription-based revenue.23Table of ContentsRoyalty Revenue We receive royalties from third parties that license our linear-tape open media patents through our membership in the linear-tape open consortium. Royalty revenue saw a small increase of $0.1 million, or 1%, in the three months ended SeptemberÂ 30, 2024 compared to the same period in 2023 due to product mix.Gross Profit and MarginSix Months Ended September 30,(dollars in thousands)2024Grossmargin %2023Grossmargin %$ ChangeBasis point changeProduct $15,449Â 19.9Â %$26,352Â 26.0Â %$(10,903)(610)Service and subscription34,688Â 59.0Â %36,830Â 59.9Â %(2,142)(90)Royalty 5,265Â 100.0Â %5,194Â 100.0Â %71Â â€”Â Gross profit$55,402Â 39.1Â %$68,376Â 40.7Â %$(12,974)(160)Gross profit and margin percentages are key metrics that management monitors to assess the performance on the business.Product Gross Margin Product gross margin decreased 610 basis points, for the six months ended SeptemberÂ 30, 2024, as compared with the same period in fiscal 2024. This decrease was primarily due to a less favorable mix of revenues, weighted towards our lower margin product lines, which were partially offset from improvements in our operational efficiency and logistics costs.Service and Subscription Gross Margin Service and subscription gross margin decreased 90 basis points for the six months ended SeptemberÂ 30, 2024, as compared with the same period in fiscal 2024. This decrease was primarily driven by lower service revenues. Royalty Gross Margin Royalties do not have significant related cost of sales.Operating ExpensesSix Months Ended September 30,(dollars in thousands)2024% of revenue2023% of revenue$ Change% ChangeSales and marketing$26,872Â 19Â %$31,557Â 19Â %$(4,685)(15)%General and administrative35,043Â 25Â %22,940Â 14Â %12,103Â 53Â %Research and development16,572Â 12Â %20,065Â 12Â %(3,493)(17)%Restructuring charges1,574Â 1Â %2,667Â 2Â %(1,093)(41)%Â Â Â Total operating expenses$80,061Â 56Â %$77,229Â 46Â %$2,832Â 4Â %In the six months ended

SeptemberÂ 30, 2024, sales and marketing expense decreased $4.7 million, or 15%, compared with the same period in fiscal 2024. This decrease was primarily driven by improved operational efficiency and increased leverage of our channel.In the six months ended SeptemberÂ 30, 2024, general and administrative expense increased $12.1 million, or 53%, compared with the same period in fiscal 2024. This increase was primarily driven by non-recurring costs related to our previously announced restatement of our historical financial statements, and other related projects.In the six months ended SeptemberÂ 30, 2024, research and development expenses decreased $3.5 million, or 17%, as compared with the same period in fiscal 2024. This decrease was the result of the continued consolidation of acquisition costs, and efficiencies realized through improved organization design.24Table of ContentsIn the six months ended SeptemberÂ 30, 2024, restructuring expenses decreased $1.1 million, or 41%, as compared with the same period in fiscal 2024. The decrease was the result of cost reduction initiatives in the prior year.Other Income (Expense)Six Months Ended September 30,(dollars in thousands)2024% of revenue2023% of revenue$ Change% ChangeOther income (expense)$(1,375)(1)%$(630)(â€”)%$(745)(118)%The change in other income (expense), net during the six months ended SeptemberÂ 30, 2024 compared with the same period in fiscal 2024 was related primarily to fluctuations in foreign currency exchange rates during the three months ended SeptemberÂ 30, 2024.Interest ExpenseSix Months Ended September 30,(dollars in thousands)2024% of revenue2023% of revenue$ Change% ChangeInterest expense$(9,921)(7)%$(7,055)(4)%$(2,866)41Â %In the six months ended SeptemberÂ 30, 2024, interest expense increased $2.9 million, or 41%, as compared with the same period in fiscal 2024 due to a higher effective interest rate on our Term Loan.Warrant liabilitiesSix Months Ended September 30,(dollars in thousands)2024% of revenue2023% of revenue$ Change% ChangeChange in fair value of warrant liabilities$5,216Â 4Â %$5,128Â 3Â %$88Â 2Â %In SeptemberÂ 30, 2024, the change in fair value of warrant liabilities increased $0.1 million, or 2%, as compared with the same period in fiscal 2024 due to a lower average stock price in the second fiscal quarter of 2024. Loss on Debt ExtinguishmentSix Months Ended September 30,(dollars in thousands)2024% of revenue2023% of revenue$ Change% ChangeLoss on debt extinguishment$(3,003)2Â %$â€”Â â€”Â %$(3,003)100Â %In the six months ended SeptemberÂ 30, 2024, loss on debt extinguishment was related to a prepayment of our Term Loan.Income TaxesSix Months Ended September 30,(dollars in thousands)2024% of pretax income2023% of pretax income$ Change% ChangeIncome tax provision$605Â (2)%$1,063Â (9)%$(458)(43)%The income tax provision for the six months ended SeptemberÂ 30, 2024 and 2023 is primarily influenced by foreign and state income taxes. Due to our history of net losses in the United States, the protracted period for utilizing tax attributes in certain foreign jurisdictions, and the difficulty in predicting future results, we believe that we cannot rely on projections of future taxable income to realize most of our deferred tax assets. Accordingly, we have established a full valuation allowance against our U.S. and certain foreign net deferred tax assets. Significant management 25Table of Contentsjudgment is required in assessing our ability to realize any future benefit from our net deferred tax assets. We intend to maintain this valuation allowance until sufficient positive evidence exists to support its reversal. Our income tax expense recorded in the future will be reduced to the extent that sufficient positive evidence materializes to support a reversal of, or decrease in, our valuation allowance.LIQUIDITY AND CAPITAL RESOURCESWe consider liquidity in terms of the sufficiency of internal and external cash resources to fund our operating, investing and financing activities. Our principal sources of liquidity include cash from operating activities, cash and cash equivalents on our balance sheet and amounts available under our revolving credit facility agreement with PNC Bank, National Association as amended from time to time (the â€œPNC Credit Facilityâ€). We require significant cash resources to meet obligations to pay principal and interest on our outstanding debt, provide for our research and development activities, fund our working capital needs, and make capital expenditures. Our future liquidity requirements will depend on multiple factors, including our research and development plans and capital asset needs. We had cash and cash equivalents of $16.7Â million as of SeptemberÂ 30, 2024, which consisted primarily of bank deposits and money market accounts. As of SeptemberÂ 30, 2024, our total outstanding Term Loan debt was $104.7Â million and PNC Credit Facility borrowings were $28.4Â million. As of September 30, 2024 we had $0.1 million available to borrow under the PNC Credit Facility.We are subject to various debt covenants under our debt agreements. Our failure to comply with our debt covenants could materially and adversely affect our financial condition and ability to service our obligations. For additional information about our debt, see the sections entitled â€œRisk Factorsâ€”Risks Related to Our Indebtednessâ€ and â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€”Liquidity and Capital Resourcesâ€ in the Annual Report.Cash FlowsThe following table summarizes our consolidated cash flows for the periods indicated.Â Â Six Months Ended September 30,(in thousands)20242023Cash provided by (used in):Â Â Â Operating activities$(17,194)$(11,345)Â Â Â Investing activities(3,228)(3,925)Â Â Â Financing activities11,525Â 14,838Â Â Â Â Effect of exchange rate changes(3)11Â Net increase (decrease) in cash and cash equivalents and restricted cash$(8,900)$(421)Cash Used In Operating ActivitiesNet cash used in operating activities was $17.2 million for the six months ended SeptemberÂ 30, 2024. This use of cash was primarily attributed to lower earnings.Net cash used in operating activities was $11.3 million for the six months ended September 30, 2023. This use of cash was primarily attributed to cash used in operations excluding changes in assets and liabilities of $6.9 million in addition to cash used from working capital changes.Cash Used in Investing ActivitiesNet cash used in investing activities was $3.2 million in the six months ended SeptemberÂ 30, 2024, which was attributable to capital expenditures.26Table of ContentsNet cash used in investing activities was $3.9 million in the six months ended September 30, 2023, which was attributable to capital expenditures.Cash Provided by Financing ActivitiesNet cash provided by financing activities was $11.5 million for the six months ended SeptemberÂ 30, 2024, which was related primarily to borrowings on our Term Loan.Net cash provided by financing activities was $14.8 million for the six months ended September 30, 2023, which was related primarily to borrowings on our Term Loan of $14.1 million net of issuance costs.Commitments and ContingenciesOur contingent liabilities consist primarily of certain financial guarantees, both express and implied, related to product liability and potential infringement of intellectual property. We have little history of costs associated with such indemnification requirements and contingent liabilities associated with product liability may be mitigated by our insurance coverage. In the normal course of business to facilitate transactions of our services and products, we indemnify certain parties with respect to certain matters, such as intellectual property infringement or other claims. We also have indemnification agreements with our current and former officers and directors. It is not possible to determine the maximum potential amount under these indemnification agreements due to the limited history of our indemnification claims, and the unique facts and circumstances involved in each particular agreement. Historically, payments made by us under these agreements have not had a material impact on our operating results, financial position or cash flows.We are also subject to ordinary course litigation.Off Balance Sheet ArrangementsExcept for the indemnification commitments described under â€œCommitments and Contingenciesâ€ above, we do not currently have any otherÂ off-balanceÂ sheet arrangements and do not have any holdings in variable interest entities.Contractual ObligationsWe have contractual obligations and commercial commitments, some of which, such as purchase obligations, are not recognized as liabilities in our financial statements. There have not been any material changes to the contractual obligations disclosed in the Annual Report.Critical Accounting Estimates and PoliciesThe preparation of our consolidated financial statements in accordance with generally accepted accounting principles requires management to make judgments, estimates and assumptions that affect the amounts reported in the consolidated financial statements and accompanying notes included elsewhere in this Quarterly Report.Â On an ongoing basis, we evaluate estimates, which are based on historical experience and on various other assumptions that we believe to be reasonable under the circumstances. We consider certain accounting policies to be critical to understanding our financial statements because the application of these policies requires significant judgment on the part of management, which could have a material impact on our financial statements if actual performance should differ from historical experience or if our assumptions were to change. Our accounting policies that include estimates that require managementâ€™s subjective or complex judgments about the effects of matters that are inherently uncertain are summarized in the Annual Report under the section entitled â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€”Critical Accounting Estimates and Policies.â€ For additional information on our significant accounting policies, see Note 1 to our unaudited condensed consolidated financial statements included elsewhere in this Quarterly Report.Recently Issued and Adopted Accounting PronouncementsSee Note 1 in the Annual Report.27Table of ContentsITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISKThere have been no material changes to our quantitative and qualitative disclosures about market risk from those described under â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€ included in the FormÂ 10-K, which such section is incorporated herein by reference.ITEM 4. CONTROLS AND PROCEDURESEvaluation of Disclosure Controls and ProceduresOur management, with the participation of our principal executive and principal financial officers, evaluated the effectiveness of our disclosure controls and procedures (as defined in Rule 13a-15(e) under the Securities Exchange Act of 1934), as of the end of the period covered by this Quarterly Report. Based on such evaluation, our principal executive and principal financial officers have concluded that as of such date, our disclosure controls and procedures were not effective at the reasonable assurance level due to the material weaknesses described below.Notwithstanding the identified material weaknesses, management, including our chief executive officer and chief financial officer have determined, that the condensed consolidated financial statements included in this Form 10-Q fairly represent in all material respects the financial condition, results of operations and cash flows of the Company as of, and for, for the periods presented in accordance with U.S. generally accepted accounting principles.Material Weaknesses in Internal Control Over Financial ReportingThe following material weaknesses in our internal control over financial reporting, as initially disclosed in Part II, Item 9A, â€œControls and Proceduresâ€ of the Companyâ€™s Annual Report on Form 10-K for the year ended March 31, 2024 had not been remediated as of September 30, 2024. Specifically: â€¢The Companyâ€™s accounting practices and procedures for applying standalone selling price under Accounting Standards Codification Topic 606 Revenue from Contracts with Customers (â€œTopic 606â€) were not adequate to conclude on the application of standalone selling price consistent with the generally accepted application of the guidance in Topic 606. â€¢The Company did not maintain effective controls over the accuracy of the inputs in the sales order entry process to ensure accuracy of the price, quantity, and related customer data.Remediation PlanThe Company is implementing enhancements to its internal controls to remediate these material weaknesses in its internal control over financial reporting, including:â€¢Review and update significant relevant accounting policies, procedures and controls.â€¢Provide additional training to individuals involved in the assessments for these topics.â€¢Engage with external third parties to assist with assessments for these topics, where necessary.The Company is committed to maintaining a strong internal control environment and believes the remediation efforts, will represent significant improvements in its controls over the control environment. These steps will take time to be fully implemented and confirmed to be effective and sustainable. Additional controls may also be required over time. While the Company believes that these efforts will improve its internal control over financial reporting, the Company will not be able to conclude whether the steps the Company is taking will remediate the material weakness in internal control over financial reporting until a sufficient period has passed to allow management to test the design and operational effectiveness of the new and enhanced controls. Until the remediation steps set forth above are fully implemented and tested, the material weaknesses will continue to exist.Remediation of Warrant Agreement Accounting Material WeaknessDuring the quarter ended September 30, 2024, the Company completed remediation measures to address the previously identified material weakness related to its accounting practices and procedures for warrant agreements under Accounting Standards Codification Topic 815, Contracts in Entity's Own Equity ("Topic 815"). These remediation efforts included updating relevant accounting policies, engaging third-party specialists to interpret technical guidance on warrant agreements and draft documentation to support the accounting conclusions, providing additional training for key personnel, and conducting a thorough review and approval process by management for all analyses and conclusions. Consequently, management has determined that the previously reported material weakness in internal control over financial reporting related to the Companyâ€™s accounting 28Table of Contentspractices for warrant agreements has been remediated as of September 30, 2024. Management believes that these control enhancements are now sufficient to prevent and detect potential material misstatements in a timely manner, thereby remediating the warrant agreement material weakness.Changes in Internal ControlExcept for remediation of the warrant agreement material weakness described above and the ongoing remediation measures to address the remaining material weaknesses, in connection with the evaluation required by Rule 13a-15(d) under the Securities Exchange Act of 1934, there were no changes in our internal control over financial reporting that occurred during the quarter ended September 30, 2024 that materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.Limitations on Effectiveness of ControlsOur management does not expect that our disclosure controls and procedures or our internal control over financial reporting will prevent or detect all errors and all fraud. A control system, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. Because of the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, within our company have been detected. The design of any system of controls is also based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Over time, controls may become inadequate because of changes in conditions, or the degree of compliance with the policies or procedures may deteriorate. Because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected.ITEM 5. OTHER INFORMATIONOn November 9, 2023, the Leadership and Compensation Committee of the Board approved and adopted the Quantum Corporation Executive Compensation Recoupment Policy (the â€œClawback Policyâ€), which was established in accordance with the listing requirements of The Nasdaq Stock Market LLC. The Clawback Policy provides for the recovery or â€œclawbackâ€ of certain erroneously awarded incentive-based compensation in the event that the Company is required to prepare an accounting restatement. The Clawback Policy is effective as of November 9, 2023. The foregoing description of the material terms of Clawback Policy is qualified in its entirety by reference to the full text of the Clawback Policy, which is filed as Exhibit 97 to this Quarterly Report on Form 10-Q and incorporated herein by reference. PART IIâ€”OTHER INFORMATIONITEM 1. LEGAL PROCEEDINGSSee Note 11: Commitments and Contingencies, of the notes to the unaudited condensed consolidated financial statements for a discussion of our legal matters.ITEM 1A. RISK FACTORSThere have been no material changes to the previously disclosed risk factors discussed in â€œPartÂ I,Â Item 1A, Risk Factorsâ€ in the Annual Report. You should consider carefully these factors, together with all of the other information in thisÂ Quarterly Report, including our unaudited condensed consolidated financial statements and related notes included elsewhere in thisÂ Quarterly Report, before making an investment decision.ITEM 5. OTHER INFORMATIONRule 10b5-1 Trading ArrangementDuring the period covered by this Quarterly Report, 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.29Table of ContentsITEM 6. EXHIBITSThe exhibits required to be filed or furnished as part of this Quarterly Report are listed below. Notwithstanding any language to the contrary, exhibits 32.1 and 32.2 shall not be deemed to be filed as part of this Quarterly Report for purposes of Section 18 of the Securities Exchange Act of 1934 (the â€œExchange Actâ€) or deemed to be incorporated by reference into any filing under the Exchange Act or the Securities Act of 1933, except to the extent that the Company specifically incorporates it by reference. Incorporated by ReferenceExhibitNumberExhibit DescriptionFormFiling DateExhibitFiled or Furnished Herewith3.1Amended and Restated Certificate of Incorporation of the Company, as amended through August 26, 2024X4.1Warrant to Purchase Common Stock dated July 11, 2024, Warrant No. 2024-12, issued to OC III LVS XL LP8-K7/12/244.14.2Warrant to Purchase Common Stock dated July 11, 2024, Warrant No. 2024-7, issued to Blue Torch Credit Opportunities KRS Fund LP8-K7/12/244.24.3Warrant to Purchase Common Stock dated July 11, 2024, Warrant No. 2024-8, issued to Blue Torch Offshore Credit Opportunities Master Fund II LP8-K7/12/244.34.4Warrant to Purchase Common Stock dated July 11, 2024, Warrant No. 2024-9, issued to Blue Torch Credit Opportunities SBAF Fund LP8-K7/12/244.44.5Warrant to Purchase Common Stock dated July 11, 2024, Warrant No. 2024-10, issued to BTC Holdings SC Fund LLC8-K7/12/244.54.6Warrant to Purchase Common Stock dated July 11, 2024, Warrant No. 2024-11, issued to Blue Torch Credit Opportunities Fund II LP8-K7/12/244.64.7Form of Warrant to Purchase Common Stock dated August 13, 2024 issued to certain funds affiliated with Blue Torch Credit8-K8/14/244.14.8Warrant to Purchase Common Stock dated August 13, 2024, Warrant No. 2024-18, issued to OC III LVS XL LP8-K8/14/244.24.9Amended and Restated Warrant to Purchase Common Stock dated June 1, 2023 (as amended and restated on August 13, 2024), Warrant No. 2023-2, issued to OC III LVS XL LP8-

K8/14/244.34.1Amended and Restated Warrant to Purchase Common Stock dated May 24, 2024 (as amended and restated on August 13, 2024), Warrant No. 2024-7, issued to OC III LVS XL LP8-K8/14/244.44.1Amended and Restated Warrant to Purchase Common Stock dated July 10, 2024 (as amended and restated on August 13, 2024), Warrant No. 2024-12, issued to OC III LVS XL LP8-K8/14/244.54.1Amended and Restated Warrant to Purchase Common Stock dated December 27, 2018 (as amended and restated on August 13, 2024), Warrant No. 2, issued to BTC Holdings Fund I, LLC8-K8/14/244.64.1Form of Amended and Restated Warrant to Purchase Common Stock dated June 16, 2020 (as amended and restated on August 13, 2024) issued to certain funds affiliated with Blue Torch Credit8-K8/14/244.74.1Form of Amended and Restated Warrant to Purchase Common Stock dated May 24, 2024 (as amended and restated on August 13, 2024) issued to certain funds affiliated with Blue Torch Credit8-K8/14/244.84.2Form of Amended and Restated Warrant to Purchase Common Stock dated July 10, 2024 (as amended and restated on August 13, 2024) issued to certain funds affiliated with Blue Torch Credit8-K8/14/244.910.1*Ninth Amendment dated July 11, 2024 to Term Loan Credit and Security Agreement dated August 5, 2021 by and among the Company, Quantum LTO Holdings, LLC, the borrowers and guarantors party thereto, the lenders party thereto, and Blue Torch Finance LLC8-K7/12/2410.110.2*Tenth Amendment dated August 13, 2024 to Term Loan Credit and Security Agreement dated August 5, 2021 by and among the Company, Quantum LTO Holdings, LLC, the borrowers and guarantors party thereto, the lenders party thereto, and Blue Torch Finance LLC8-K8/14/2410.110.3*Fifteenth Amendment dated July 11, 2024 to Amended and Restated Revolving Credit and Security Agreement dated December 27, 2018 by and among the Company, Quantum LTO Holdings, LLC, Square Box Systems Limited, the borrowers and guarantors party thereto, the lenders party thereto, and PNC Bank, National Association8-K7/12/2410.230Table of Contents10.4*Sixteenth Amendment dated August 13, 2024 to Amended and Restated Revolving Credit and Security Agreement dated December 27, 2018 by and among the Company, Quantum LTO Holdings, LLC, the borrowers and guarantors party thereto, the lenders party thereto, and PNC Bank, National Association8-K8/14/2410.210.5#Quantum Corporation 2023 Long-Term Incentive Plan, as amended through June 27, 2024S-89/16/2499.131.1Certification of the Principal Executive Officer pursuant to Section 302(a) of the Sarbanes-Oxley Act of 2002X31.2Certification of the Principal Financial Officer pursuant to Section 302(a) of the Sarbanes-Oxley Act of 2002X32.1Certification of Principal Executive Officer pursuant to 18 U.S.C. section 1350, as adopted pursuant to section 906 of the Sarbanes-Oxley Act of 2002X32.2Certification of Principal Financial Officer pursuant to 18 U.S.C. section 1350, as adopted pursuant to section 906 of the Sarbanes-Oxley Act of 2002X97Quantum Corporation Executive Compensation Recoupment PolicyX101.SCHXBRL Taxonomy Extension Schema DocumentX101.CALXBRL Taxonomy Extension Calculation Linkbase DocumentX101.DEFXBRL Taxonomy Extension Definition Linkbase DocumentX101.LABXBRL Taxonomy Extension Label Linkbase DocumentX101.PREXBRL Taxonomy Extension Presentation Linkbase DocumentX104Cover page interactive data file, submitted using inline XBRL (contained in Exhibit 101)X# Indicates management contract or compensatory plan or arrangement.31Table of ContentsSIGNATURESPursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.Quantum Corporation(Registrant)Â November 13, 2024/s/ James J. Lerner(Date)James J. LernerPresident, Chief Executive Officer and Chairman of the Board(Principal Executive Officer)November 13, 2024/s/ Kenneth P. Gianella(Date)Kenneth P. GianellaChief Financial Officer(Principal Financial Officer)32 EX-3.1 2 quantum-certificateofamend.htm EX-3.1 DocumentDelawareThe First StatePage 1I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF â€œQUANTUM CORPORATIONâ€, FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF AUGUST, A.D.2024, AT 11:08 O`CLOCK A.M.AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TWENTY-SIXTH DAY OF AUGUST, A.D. 2024 AT 4:01 O'CLOCK P.M.2115952 8100Â Â Â Â Authentication: 204211376SR# 20243474313Â Â Â Â Date: 08-21-24You may verify this certificate online at corp.delaware.gov/authver.shtmlCERTIFICATE OF AMENDMENTTO THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF QUANTUM CORPORATIONQuantum Corporation, a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), hereby certifies as follows:1.The original Certificate ofIncorporation of the Corporation was filed with the Secretary of State of Delaware on January 28, 1987. The most recent Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on August 8, 2007, as amended by the Certificate of Amendment filed with the Secretary of State of Delaware on April 17, 2017, the Certificate of Amendment filed with the Secretary of State of Delaware on November 6, 2017, and the Certificate of Amendment filed with the Secretary of State of Delaware on August 19, 2022.2.This amendment to the Amended and Restated Certificate of Incorporation of the Corporation as set forth below has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware by the stockholders and directors of the Corporation.3.The first paragraph of ARTICLE IV of the Amended and Restated Certificate of Incorporation of theCorporation as presently in effect isamended andrestated to read in its entirety as follows:"This Corporation is authorized to issue two classes of shares to be designated, respectively, Common Stock and Preferred Stock. The total number of shares of Common Stock that this Corporation is authorized to issue is 225,000,000, with a par value of$0.01 per share, and the total number of shares of Preferred Stock that this Corporation is authorized to issue is 20,000,000, with a par value of$0.01 per share.Upon the effectiveness of the certificate of amendment first inserting this paragraph (the "Effective Time"), each five (5) to twenty (20) shares of Common Stock issued as of immediately prior to the Effective Time shall be automatically combined into(1) validly issued, fully paid and non-assessable share of Common Stock, without any further action by the Corporation or the holder thereof, the exact ratio within the five (5) to twenty (20) range to be determined by the Board of Directors of the Corporation prior to the Effective Time and publicly announced by the Corporation. Each certificate that immediately prior to the Effective Time represented shares of Common Stock shall thereafter represent that number of shares of Common Stock into which the shares of Common Stock represented by such certificate shall have been combined, subject to any elimination of fractional share interests."4.On August 15, 2024, the Board of Directors of the Corporation determined that each twenty (20) shares of the Corporation's Common Stock, par value of$0.01 per share, issued as ofState of Delaware Secretary of StateDivision of CorporationsDelivered 11:08AM08/21/2024FILED 11:08AM 08/21n024SR 20243474313 - File Number 2115952immediately prior to the Effective Time shall automatically be combined into one (1) validly issued, fully paid and non-assessable share of Common Stock, par value of $0.0 I per share. The Corporation publicly announced this ratio on August 20, 2024.5.This certificate of amendment shall become effective at 4:01 p.m. (Eastern Time) on August 26, 2024.6.All other provisions of the Amended and Restated Certificate of Incorporation of the Corporation remain in full force and effect.IN WITNESS WHEREOF, the Corporation has caused this certificate of amendment to be signed by its duly authorized officer this 21st day of August, 2024.QUANTUM CORPORATIONBy: /s/Brian E. Cabrera Brian E. CabreraSenior Vice President, Chief Administrative Officer, Chief Legal and Compliance Officer, and Corporate Secretary EX-31.1 3 exhibit-311q224.htm EX-31.1 DocumentExhibit 31.1CERTIFICATION PURSUANT TO SECTION 302(a)OF THE SARBANES-OXLEY ACT OF 2002I, James J. Lerner, certify that:1)I have reviewed this Quarterly Report on Form 10-Q of Quantum 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(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 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; andd)disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5)The registrantâ€™s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):a)all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; andb)any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.DateNovember 13, 2024Â /s/ James J. LernerJames J. LernerPresident, Chief Executive Officer and Chairman of the Board(Principal Executive Officer) EX-31.2 4 exhibit-312q224.htm EX-31.2 DocumentExhibit 31.2CERTIFICATION PURSUANT TO SECTION 302(a)OF THE SARBANES-OXLEY ACT OF 2002I, Kenneth P. Gianella, certify that:1)I have reviewed this Quarterly Report on Form 10-Q of Quantum 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(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 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; andd)disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5)The registrantâ€™s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):a)all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; andb)any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.DateNovember 13, 2024Â /s/ Kenneth P. GianellaKenneth P. GianellaChief Financial Officer(Principal Financial Officer) EX-32.1 5 exhibit-321q224.htm EX-32.1 DocumentExhibit 32.1CERTIFICATION OF CHIEF EXECUTIVE OFFICERPURSUANT TO 18 U.S.C. SECTION 1350I, James J. Lerner, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that the Quarterly Report of Quantum Corporation, on Form 10-Q for the quarterly period ended SeptemberÂ 30, 2024, fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended, and that information contained in such Quarterly Report on Form 10-Q fairly presents in all material respects the financial condition and results of operations of Quantum Corporation.DateNovember 13, 2024Â /s/ James J. LernerJames J. LernerPresident, Chief Executive Officer and Chairman of the Board(Principal Executive Officer) EX-32.2 6 exhibit-322q224.htm EX-32.2 DocumentExhibit 32.2CERTIFICATION OF CHIEF FINANCIAL OFFICERPURSUANT TO 18 U.S.C. SECTION 1350I, Kenneth P. Gianella, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that the Quarterly Report of Quantum Corporation, on Form 10-Q for the quarterly period ended SeptemberÂ 30, 2024, fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended, and that information contained in such Quarterly Report on Form 10-Q fairly presents in all material respects he financial condition and results of operations of Quantum Corporation.DateNovember 13, 2024Â /s/ Kenneth P. GianellaKenneth P. GianellaChief Financial Officer(Principal Financial Officer) EX-99 7 quantum-recoupmentclawback.htm EX-99 DocumentExecutive Compensation Recoupment Policy1.Purpose Quantum Corporation, a Delaware corporation (the Company), has adopted this Executive Compensation Recoupment Policy (this Policy) to comply with Section 954 of the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010, as codified by Section 10D of the Securities Exchange Act of 1934, as amended (the Exchange Act), and the Nasdaq Stock Exchange (Nasdaq) Listing Rule 5608. This Policy provides for the Companyâ€™s recoupment of Incentive-Based Compensation paid erroneously to Covered Executives in the event of a Restatement. Capitalized terms will have the meanings set forth in Section 12. This Policy is intended to be in addition to, and does not replace or supersede, the Companyâ€™s compensation clawback policy previously adopted by the Company as required by the Stipulation and Agreement of Settlement entered into on April 11, 2019. 2.AdministrationThis Policy will be administered by the Leadership and Compensation Committee (the Committee) of the Board of Directors of the Company (the Board). The Committee is authorized and directed to consult with the full Board or such other committee of the Board (such as the Audit Committee), as may be necessary or appropriate as to matters within the scope of such other committeeâ€™s responsibility and authority.Subject to any limitation under applicable law, the Committee may authorize and empower any officer or employee of the Company to take any and all actions necessary or appropriate to carry out the purpose and intent of this Policy (other than with respect to any recovery under this Policy involving such officer or employee).The Committee is authorized to interpret and construe this Policy and to make all determinations necessary, appropriate, or advisable for the administration of this Policy. This Policy will be interpreted in a manner that is consistent with the requirements of Section 10D of the Exchange Act, any applicable rules or standards adopted by the Securities and Exchange Commission (the SEC), and Nasdaq Rules. Any determinations made by the Committee will be final and binding on all affected individuals.3.Recoupment of Incentive-Based CompensationIn the event of a Restatement, the Committee will require that the Covered Executive promptly repay or forfeit to the Company, on a pre-tax basis, the full amount of the excess of: (a)Â the amount of any Incentive-Based Compensation received by the Covered Executive during a Clawback Period that was calculated based on the erroneous data in the original financial statements that were subsequently restated over (b)Â the amount of such Incentive-Based Compensation to which the Covered Executive would have been entitled to receive based on the restated financial statements (such excess amount, the Recoverable Incentive-Based Compensation). In the case of compensation based on stock price or total shareholder return, the amount subject to recoupment will be based on a reasonable estimate of the effect of the Restatement on the Companyâ€™s stock price or total shareholder return upon which the Incentive-Based Compensation was received. If any performance-based restricted stock units or other equity-based compensation is subject to recoupment, then the Recoverable Incentive-Based Compensation may be in the form of shares of Company stock, the value of such shares, based on the fair market value of such shares on the settlement date or a combination of the foregoing, in the discretion of the Committee, taking into account any sales of shares by the Covered Executive.Such recoupment will apply on a â€œno-faultâ€ basisâ€”that is, regardless of whether any misconduct occurred or a Covered Executive officerâ€™s responsibility for the

Restatement. In addition, the Companyâ€™s obligation to recoup Recoverable Incentive-Based Compensation is not dependent on if or when restated financial statements are filed with the SEC.Executive Compensation Recoupment Policy4.Recoupment Methods Subject to Section 3, the Committee will determine, in its sole discretion, the timing and method or methods for recouping Recoverable Incentive-Based Compensation pursuant to this Policy. The Committee will have no obligation to apply the same method of recoupment to each affected Covered Employee in connection with any Restatement.Except as provided in Section 5, in no event may the Company accept an amount that is less than the amount of Recoverable Incentive-Based Compensation in satisfaction of the Covered Executiveâ€™s obligations under this Policy. To the extent that a Covered Executive fails to repay all Recoverable Incentive-Based Compensation to the Company when due, the Company will take all actions reasonable and appropriate to recover such amounts. 5.Exceptions to Recovery for Impracticability The Committee will recover any Recoverable Incentive-Based Compensation unless such recovery would be impracticable, as determined in good faith by either the Committee or a majority of the independent directors serving on the Board in accordance with Rule 10D-1 of the Exchange Act and applicable securities exchange rules. Specifically, no recovery will be required pursuant to this Policy if: (a) the direct expense paid to a third-party to assist in enforcing this Policy would exceed the amount of the Recoverable Incentive-Based Compensation and the Company (i) makes a reasonable attempt to recover the Recoverable Incentive-Based Compensation and (ii) documents such reasonable attempts, which documentation will be provided to the national securities exchange on which the Companyâ€™s securities are then listed, or (b) recovery would likely cause an otherwise tax-qualified retirement plan, under which benefits are broadly available to employees, to fail to meet the requirements of Section 401(a)(13) or Section 411(a) of the Internal Revenue Code of 1986, as amended, and the regulations thereunder. 6.Acknowledgment by Covered Executives and Notice The Company will provide notice to, and seek acknowledgment of this Policy, from each Covered Executive, in substantially the form attached hereto as Exhibit A, provided that the failure to provide a notice or obtain an acknowledgment will not impact the Companyâ€™s ability to enforce or apply this Policy.In addition, before the Company takes any action to seek recovery of Recoverable Incentive-Based Compensation pursuant to this Policy or any other action provided for hereunder against a Covered Executive, the Company will provide notice of such clawback or other action. Notwithstanding anything to the contrary, the Companyâ€™s failure to provide notice will have no impact on the applicability or enforceability of this Policy. 7.Other Recoupment RightsThe Board intends that this Policy shall be applied to the fullest extent of the law. Any right of recovery under this Policy is in addition to, and not in lieu of, any other rights or remedies that the Company may have pursuant to the terms of any other policy of the Company or any provision in any employment agreement, equity award agreement, compensatory plan, agreement or similar arrangement, and any other legal rights and remedies available to the Company, or any actions that may be imposed by law enforcement agencies, regulators, administrative bodies, or other authorities.8.No Indemnification or Reimbursement of Covered ExecutivesNeither the Company nor any of its affiliates shall be permitted to (a) insure or indemnify any Covered Executive against the loss of any Recoverable Incentive-Based Compensation that is repaid, returned or recovered pursuant to the terms of this Policy, or any claims relating to the Companyâ€™s enforcement of its rights under this Policy, or (b) pay or 2Executive Compensation Recoupment Policyreimburse any Covered Executive for premiums incurred or paid for any insurance policy to fund such Covered Executiveâ€™s potential recovery obligations.9.AmendmentThe Committee may amend this Policy from time to time in its discretion, and will amend this Policy as it deems necessary to reflect the regulations adopted by the SEC under Section 10D of the Exchange Act and to comply with any rules or standards adopted by a national securities exchange on which the Companyâ€™s securities are then listed. 10.SuccessorsThis Policy shall be binding and enforceable against all Covered Executives and their beneficiaries, heirs, executors, administrators or other legal representatives.11.Effective DateThis Policy was adopted by the Company on November 9, 2023, and applies to Incentive-Based Compensation that is granted, earned, or vested by Covered Executives on or after OctoberÂ 2, 2023 (the Effective Date). 12.DefinitionsFor purposes of this Policy:(a)Covered Executive means current and former executive officers who are, or were at any time, during an applicable Clawback Period, executive officers as defined in Rule 10D-1(d) of the Exchange Act. Subsequent changes in a Covered Executiveâ€™s employment status, including retirement or termination of employment (including after serving in an interim capacity), do not affect the Companyâ€™s rights to recover Incentive-Based Compensation pursuant to this Policy.(b)Clawback Period means the three (3) completed fiscal years immediately preceding the Restatement Date, and any transition period (that results from a change in the Companyâ€™s fiscal year) of less than nine months within or immediately following such three (3) completed fiscal years. (c)A financial reporting measure means any measure that is determined and presented in accordance with the accounting principles used in preparing the Companyâ€™s financial statements, and any measures that are derived wholly or in part from such measures, including, but not limited to, stock price and total shareholder return (and any measures that are derived wholly or in part from stock price or total shareholder return). For the avoidance of doubt, (i)Â financial reporting measures include non-GAAP financial measures for purposes of RegulationÂ G of the Exchange Act, as well other measures, metrics and ratios that are not non-GAAP measures, and (ii) financial reporting measures may or may not be included in a filing with the SEC, and may be presented outside the financial statements. (d)GAAP means U.S. Generally Accepted Accounting Principles.(e)Incentive-Based Compensation means any compensation that is granted, earned, or vested on or after the Effective Date based wholly or in part upon the attainment of a financial reporting measure based on or derived from financial information for any fiscal period ending on or after the Effective Date, including but not limited to cash incentive awards under the Executive Incentive Compensation Plan or any successor plan and performance-based restricted stock units granted under the Stock Incentive Plan or any successor plan. For the avoidance of doubt, Incentive-Based Compensation does not include: (i) salary (except to the extent that a Covered Executive receives a salary increase earned wholly or in part based on the attainment of a financial reporting measure performance goal), (ii)Â bonuses paid solely at the discretion of the Board or the Committee and that is not paid from a â€œbonus poolâ€ which is determined by satisfying a financial reporting measure performance goal, (iii) bonuses awarded based solely on 3Executive Compensation Recoupment Policycompletion of a specified period of service, (iv) bonuses awarded based solely on subjective standards, strategic measures, or operational measures, or (v) equity awards for which the grant is not contingent upon achieving any financial reporting measure performance goal and vesting is contingent solely upon completion of a specified service period and/or attaining one or more nonfinancial reporting measures. (f)Incentive-Based Compensation will be deemed to have been received during the fiscal period during which the financial reporting measure specified in the compensation award is attained, even if the grant or payment of such Incentive-Based Compensation occurs after the end of such fiscal period.(g)Restatement means an accounting restatement of the Companyâ€™s financial statements due to the Companyâ€™s material non-compliance with any financial reporting requirement under the U.S. federal securities laws, including any required accounting restatement to correct an error in previously issued financial statements that is material to the previously issued financial statements (often referred to as a â€œBig Râ€ restatement), or that would result in a material misstatement if the correction of the error was recognized in the current period or left uncorrected in the current period (often referred to as a â€œlittle Râ€ restatement). (h)Restatement Date means the earlier of: (i) the date the Board, a Board committee, or officer(s) authorized to take such action if Board action is not required, concludes, or reasonably should have concluded, that a Restatement is required, or (ii) the date a court, regulator, or other legally authorized body directs the Company to undertake a Restatement. For purposes of clause (ii), the date of the initial court order or other regulatory agency action would be the measurement date for the Clawback Period, but the application of this Policy would occur only after such order is final and non-appealable. 4Executive Compensation Recoupment PolicyExhibit AACKNOWLEDGMENT FORMBy my signature below, I acknowledge and confirm that I have received and reviewed a copy of the Executive Compensation Recoupment Policy (the Policy). Capitalized terms used but not otherwise defined in this Acknowledgement Form (this Acknowledgement) shall have the meanings ascribed to such terms in the Policy.By signing this Acknowledgement, I further acknowledge and agree that: â€¢I hereby accept the provisions of the Policy and will abide by all of the terms of the Policy (as may be amended, restated, supplemented or otherwise modified from time to time) both during and after my employment with the Company, including, without limitation, by promptly repaying or, returning to the Company, forfeiting and/or offsetting any Recoverable Incentive-Based Compensation (as defined in the Policy).â€¢All Incentive-Based Compensation (as defined in the Policy) granted, earned, or vested on or after OctoberÂ 2, 2023 will be subject to the provisions of the Policy, and that the acceptance of the provisions of the Policy is a condition to the receipt of such compensation.â€¢I waive the assertion or application of any rights under state or local law or by contract that would otherwise conflict with or narrow the Committeeâ€™s authority to interpret, apply and enforce the Policy._____Signature_____Print Name_____Date EX-101.SCH 8 qtm-20240930.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover Page link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS link:presentationLink link:calculationLink link:definitionLink 9952154 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS link:presentationLink link:calculationLink link:definitionLink 9952155 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIT link:presentationLink link:calculationLink link:definitionLink 9952156 - Disclosure - DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES link:presentationLink link:calculationLink link:definitionLink 9952157 - Disclosure - REVENUE link:presentationLink link:calculationLink link:definitionLink 9952158 - Disclosure - BALANCE SHEET INFORMATION link:presentationLink link:calculationLink link:definitionLink 9952159 - Disclosure - DEBT link:presentationLink link:calculationLink link:definitionLink 9952160 - Disclosure - FAIR VALUE OF FINANCIAL INSTRUMENTS link:presentationLink link:calculationLink link:definitionLink 9952161 - Disclosure - LEASES link:presentationLink link:calculationLink link:definitionLink 9952162 - Disclosure - RESTRUCTURING CHARGES link:presentationLink link:calculationLink link:definitionLink 9952163 - Disclosure - COMMON STOCK link:presentationLink link:calculationLink link:definitionLink 9952164 - Disclosure - NET LOSS PER SHARE link:presentationLink link:calculationLink link:definitionLink 9952165 - Disclosure - INCOME TAXES link:presentationLink link:calculationLink link:definitionLink 9952166 - Disclosure - COMMITMENTS AND CONTINGENCIES link:presentationLink link:calculationLink link:definitionLink 9954471 - Disclosure - DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Policies) link:presentationLink link:calculationLink link:definitionLink 9954472 - Disclosure - REVENUE (Tables) link:presentationLink link:calculationLink link:definitionLink 9954473 - Disclosure - BALANCE SHEET INFORMATION (Tables) link:presentationLink link:calculationLink link:definitionLink 9954474 - Disclosure - DEBT (Tables) link:presentationLink link:calculationLink link:definitionLink 9954475 - Disclosure - FAIR VALUE OF FINANCIAL INSTRUMENTS (Tables) link:presentationLink link:calculationLink link:definitionLink 9954476 - Disclosure - LEASES (Tables) link:presentationLink link:calculationLink link:definitionLink 9954477 - Disclosure - RESTRUCTURING CHARGES (Tables) link:presentationLink link:calculationLink link:definitionLink 9954478 - Disclosure - COMMON STOCK (Tables) link:presentationLink link:calculationLink link:definitionLink 9954479 - Disclosure - NET LOSS PER SHARE (Tables) link:presentationLink link:calculationLink link:definitionLink 9954480 - Disclosure - DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES- Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954481 - Disclosure - REVENUE - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954481 - Disclosure - REVENUE - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954482 - Disclosure - REVENUE - Disaggregation of Revenue (Details) link:presentationLink link:calculationLink link:definitionLink 9954483 - Disclosure - REVENUE - Certain Information Related to Contract Liabilities (Details) link:presentationLink link:calculationLink link:definitionLink 9954484 - Disclosure - REVENUE - Remaining Performance Obligations (Details) link:presentationLink link:calculationLink link:definitionLink 9954485 - Disclosure - REVENUE - Deferred Revenue, by Arrangement, Disclosure (Details) link:presentationLink link:calculationLink link:definitionLink 9954486 - Disclosure - BALANCE SHEET INFORMATION - Schedule of Manufacturing Inventories (Details) link:presentationLink link:calculationLink link:definitionLink 9954487 - Disclosure - BALANCE SHEET INFORMATION - Schedule of Service Parts Inventories (Details) link:presentationLink link:calculationLink link:definitionLink 9954488 - Disclosure - BALANCE SHEET INFORMATION - Schedule of Intangible Assets, Net (Details) link:presentationLink link:calculationLink link:definitionLink 9954489 - Disclosure - BALANCE SHEET INFORMATION - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954490 - Disclosure - BALANCE SHEET INFORMATION - Schedule of Estimated Future Amortization Expense (Details) link:presentationLink link:calculationLink link:definitionLink 9954491 - Disclosure - BALANCE SHEET INFORMATION - Schedule of Other Long Term Assets (Details) link:presentationLink link:calculationLink link:definitionLink 9954492 - Disclosure - BALANCE SHEET INFORMATION - Schedule of Other Accrued Liabilities (Details) link:presentationLink link:calculationLink link:definitionLink 9954493 - Disclosure - BALANCE SHEET INFORMATION - Schedule of Change in Accrued Warranty Balance (Details) link:presentationLink link:calculationLink link:definitionLink 9954494 - Disclosure - DEBT - Schedule of Debt (Details) link:presentationLink link:calculationLink link:definitionLink 9954495 - Disclosure - DEBT - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954496 - Disclosure - FAIR VALUE OF FINANCIAL INSTRUMENTS - Debt (Details) link:presentationLink link:calculationLink link:definitionLink 9954497 - Disclosure - LEASES - Supplemental Balance Sheet (Details) link:presentationLink link:calculationLink link:definitionLink 9954498 - Disclosure - LEASES - Lease Cost (Details) link:presentationLink link:calculationLink link:definitionLink 9954499 - Disclosure - LEASES - Schedule of Lessee Operating Lease Liability Maturity (Details) link:presentationLink link:calculationLink link:definitionLink 9954499 - Disclosure - LEASES - Schedule of Lessee Operating Lease Liability Maturity (Details) link:presentationLink link:calculationLink link:definitionLink 9954500 - Disclosure - LEASES - Supplemental Balance Sheet Information (Details) link:presentationLink link:calculationLink link:definitionLink 9954501 - Disclosure - LEASES - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954502 - Disclosure - RESTRUCTURING CHARGES - Summary of Restructuring Expense (Details) link:presentationLink link:calculationLink link:definitionLink 9954503 - Disclosure - COMMON STOCK - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954504 - Disclosure - COMMON STOCK - Schedule of Outstanding Lender Warrants (Details) link:presentationLink link:calculationLink link:definitionLink 9954505 - Disclosure - COMMON STOCK - Level 2 Warrants Rollforward (Details) link:presentationLink link:calculationLink link:definitionLink 9954506 - Disclosure - NET LOSS PER SHARE - Anti-Dilutive Shares Excluded from the Computations of Diluted Net Income (Loss) (Details) link:presentationLink link:calculationLink link:definitionLink 9954507 - Disclosure - NET LOSS PER SHARE - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954508 - Disclosure - INCOME TAXES (Details) link:presentationLink link:calculationLink link:definitionLink 9954509 - Disclosure - COMMITMENTS AND CONTINGENCIES (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 9 qtm-20240930_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 10 qtm-20240930_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 11 qtm-20240930_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT Maturity of Lease Liabilities Lessee, Operating Lease, Liability, to be Paid, Fiscal Year Maturity [Abstract] Statistical Measurement [Domain] Statistical Measurement [Domain] Fiscal year ending Finite-Lived Intangible Assets, Net, Amortization Expense, Fiscal Year Maturity [Abstract] Prepaid expenses Increase (Decrease) in Prepaid Expense Schedule of Components of Lease Cost Lease, Cost [Table Text Block] Paid-in-kind interest rate margin (as a percent) Debt Instrument, Paid-In-Kind Interest Rate Margin Debt Instrument, Paid-In-Kind Interest Rate Margin Cover [Abstract] Cover [Abstract] Net change in cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Amended PNC Credit Facility Amended PNC Credit Facility [Member] Amended PNC Credit Facility [Member] Schedule of Maturity of Operating Lease Liability Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Unrecognized tax benefits that would impact effective tax rate Unrecognized Tax Benefits that Would Impact Effective Tax Rate Trading Symbol Trading Symbol Term Loan Warrant Term Loan Warrant [Member] Term Loan Warrant Beginning balance Ending balance Standard Product Warranty Accrual, Current All Trading Arrangements All Trading Arrangements [Member] Schedule of Supplemental Balance Sheet Assets And Liabilities, Lessee [Table Text Block] Assets And Liabilities, Lessee Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Non-NEOs Non-NEOs [Member] Rule 10b5-1 Arrangement Adopted

Rule 10b5-1 Arrangement Adopted [Flag] Awards Close in Time to MNPI Disclosures Awards Close in Time to MNPI Disclosures [Table] Cash paid for income taxes, net Income Taxes Paid, Net Allowance for doubtful accounts Accounts Receivable, Allowance for Credit Loss, Current Pay vs Performance Disclosure [Line Items] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis] Accounts receivable, net Increase (Decrease) in Accounts Receivable Income Tax Contingency [Table] Income Tax Contingency [Table] Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] June 2023 Warrants June 2023 Warrants [Member] June 2023 Warrants FAIR VALUE OF FINANCIAL INSTRUMENTS Fair Value Disclosures [Text Block] Restructuring and Related Activities [Abstract] Restructuring and Related Activities [Abstract] Award Timing Disclosures [Line Items] Other Performance Measure, Amount Other Performance Measure, Amount Portion at Fair Value Measurement Portion at Fair Value Measurement [Member] LEASES Lessee, Operating Leases [Text Block] Common stock shares outstanding (in shares) Beginning balance (in shares) Ending balance (in shares) Common stock, shares outstanding (in shares) Common Stock, Shares, Outstanding Operating lease cost Operating Lease, Cost Class of Warrant or Right [Axis] Class of Warrant or Right [Axis] Class of Warrant or Right [Axis] Offsetting [Abstract] Operating lease liabilities Operating lease liability, net Operating Lease, Liability, Noncurrent Revenue from Contract with Customer [Abstract] Revenue from Contract with Customer [Abstract] Deferred revenue, current portion 1 year or less Contract with Customer, Liability, Current Inventories Inventory, Net [Abstract] Shares issued under employee incentive plans, net Stock Issued During Period, Value, Employee Benefit Plan Other long-term assets Total other long-term assets Other Assets, Noncurrent Entity Tax Identification Number Entity Tax Identification Number Leases [Abstract] Leases [Abstract] Gross Finite-Lived Intangible Assets, Gross Intangible Asset, Finite-Lived [Table] Intangible Asset, Finite-Lived [Table] Schedule of Debt Schedule of Long-Term Debt Instruments [Table Text Block] Term debt, net of current portion Secured Debt Antidilutive Securities, Name [Domain] Antidilutive Securities, Name [Domain] Shares issued under employee incentive plans, net (in shares) Stock Issued During Period, Shares, Employee Benefit Plan Capitalized SaaS implementation costs for internal use Capitalized Contract Cost, Net, Noncurrent Net cash used in operating activities Net Cash Provided by (Used in) Operating Activities Operating activities Net Cash Provided by (Used in) Operating Activities [Abstract] Senior Secured Debt Secured Debt [Member] Prepaid expenses Prepaid Expense, Current Domestic Rate and Swing Line Loans Domestic Rate And Swing Line Loans [Member] Domestic Rate And Swing Line Loans Equity Components [Axis] Equity Components [Axis] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Other current assets Other Assets, Current Award Timing Method Award Timing Method [Text Block] Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Restructuring Type [Axis] Restructuring Type [Axis] Secondary storage systems Secondary Storage Systems [Member] Secondary Storage Systems [Member] Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Insider Trading Policies and Procedures [Line Items] Use of Estimates Use of Estimates, Policy [Policy Text Block] Adjustment to Compensation, Amount Adjustment to Compensation Amount Additional paid-in capital Additional Paid in Capital, Common Stock Compensation Amount Outstanding Recovery Compensation Amount Remaining purchase commitments Purchase Commitment, Remaining Minimum Amount Committed Component parts Service Parts Inventories Component Parts Carrying amount of component parts to be used in service parts that will be consumed. Non-cash transactions Cash Flow, Noncash Investing and Financing Activities Disclosure [Abstract] Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member] Entity Small Business Entity Small Business Developed technology Developed Technology Rights [Member] Company Selected Measure Amount Company Selected Measure Amount 1 â€“ 3 Years Contract With Customer Liability, One to Three Years Contract With Customer Liability, One to Three Years Geographical [Axis] Geographical [Axis] Warrants issued in connection with debt refinancing Adjustments To Additional Paid In Capital Warrant Issued Net Adjustments To Additional Paid In Capital Warrant Issued Net Tabular List, Table Tabular List [Table Text Block] Weighted average remaining lease term and discount rate Weighted Average Remaining Lease Term and Discount Rate [Abstract] Weighted Average Remaining Lease Term and Discount Rate [Abstract] Share-based Compensation Arrangement by Share-based Payment Award Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member] Schedule of Other Long-term Assets Schedule of Other Assets, Noncurrent [Table Text Block] Warrants to purchase (in shares) Class of Warrant or Right, Number of Securities Called by Warrants or Rights Other accrued liabilities Total other accrued liabilities Accrued Liabilities, Current Anti-dilutive shares excluded (in shares) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Class of Warrant or Right Class of Warrant or Right [Line Items] Cash payments Payments for Restructuring Debt instrument, net leverage ratio Debt Instrument, Net Leverage Ratio Debt Instrument, Net Leverage Ratio Schedule of Remaining Performance Obligations Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Table Text Block] Credit Facility [Domain] Credit Facility [Domain] Cash, cash equivalents, and restricted cash at beginning of period Cash, cash equivalents, and restricted cash at end of period Cash and cash equivalents at the end of period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Term Loan Term Loan [Member] Term Loan Repricing adjustment Warrants Repricing Adjustment Warrants Repricing Adjustment Current assets: Assets, Current [Abstract] Goodwill Goodwill Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Prime Rate Prime Rate [Member] Product and Service [Domain] Product and Service [Domain] Employee Stock Option Share-Based Payment Arrangement, Option [Member] Fair Value Disclosures [Abstract] Fair Value Disclosures [Abstract] 2026 Lessee, Operating Lease, Liability, to be Paid, Year One Antidilutive Security, Excluded EPS Calculation [Table] Antidilutive Security, Excluded EPS Calculation [Table] Total comprehensive loss Comprehensive Income (Loss), Net of Tax, Attributable to Parent August 2024 Warrants August 2024 Warrants [Member] August 2024 Warrants Accrued income taxes Accrued Income Taxes, Current Charges incurred Standard Product Warranty Accrual, Decrease for Payments Preferred stock shares outstanding (in shares) Preferred Stock, Shares Outstanding Repayments of credit facility Repayments of Lines of Credit Warrants Warrant [Member] Name of each exchange on which registered Security Exchange Name Variable rate (as a percent) Debt Instrument, Basis Spread on Variable Rate Paid in kind interest Paid-in-kind interest Paid-in-Kind Interest Award Type Award Type [Axis] Restricted Cash Cash and Cash Equivalents, Restricted Cash and Cash Equivalents, Policy [Policy Text Block] Capitalized debt costs Deferred Costs, Noncurrent Work in progress Inventory, Work in Process, Net of Reserves Property and equipment, net Property, Plant and Equipment, Net Total liabilities Liabilities PNC Credit Facility Short-Term Debt Other Other Assets, Miscellaneous, Noncurrent Common stock par value (in dollars per share) Common stock, par value (in dollars per share) Common Stock, Par or Stated Value Per Share Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Research and development Research and Development Expense Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table] Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Term Loan Credit Agreement Term Loan Credit Agreement [Member] Term Loan Credit Agreement Expiration Date Trading Arrangement Expiration Date Investing activities Net Cash Provided by (Used in) Investing Activities [Abstract] Warrants issued (in shares) Class of Warrant or Right, Number of Securities Called by Each Warrant or Right Lease liability Operating lease liability with other accrued liabilities Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Common stock shares issued (in shares) Common Stock, Shares, Issued Service and subscription Service And Subscriptions [Member] Service And Subscriptions Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Line of credit facility, maximum borrowing amount Line of Credit Facility, Maximum Borrowing Capacity Concentration risk (as a percent) Concentration Risk, Percentage Change in fair value of warrant liabilities Fair Value Adjustment of Warrants, Including Adjustment Fair Value Adjustment of Warrants, Including Adjustment Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Debt Instrument Debt Instrument [Line Items] Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] EMEA Europe [Member] Common stock shares authorized (in shares) Common Stock, Shares Authorized Class of Warrant or Right [Table] Class of Warrant or Right [Table] Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Weighted average shares - diluted (in shares) Weighted Average Number of Shares Outstanding, Diluted Paid in Kind Threshold One Paid in Kind Threshold One [Member] Paid in Kind Threshold One MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] Remainder of 2025 Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year Long-term Debt, Type [Axis] Long-Term Debt, Type [Axis] Total stockholdersâ€™ deficit Beginning balance Ending balance Equity, Attributable to Parent Deferred tax assets, gross Deferred Tax Assets, Gross Related Party Related Party [Member] Litigation Case [Axis] Litigation Case [Axis] 2024 Term Loan Warrants 2024 Term Loan Warrants [Member] 2024 Term Loan Warrants Statement of Financial Position Location, Balance [Axis] Statement of Financial Position Location, Balance [Axis] Interest expense Interest Expense, Nonoperating Minimum registrable securities to request a S-1 (in percent) Minimum Ownership Of Registerable Securities To Request S1 Minimum Ownership Of Registerable Securities To Request S1 Concentration Risk Type [Domain] Concentration Risk Type [Domain] Income Tax Contingency Income Tax Contingency [Line Items] Accounts receivable, net of allowance for credit losses of $99 and $22, respectively Accounts Receivable, after Allowance for Credit Loss, Current Thereafter Lessee Operating Lease Liability Payments Due After Year Four Lessee Operating Lease Liability Payments Due After Year Four Paid in Kind Threshold Two Paid in Kind Threshold Two [Member] Paid in Kind Threshold Two Product revenue Product [Member] Antidilutive Securities Excluded from Computation of Earnings Per Share Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Term debt, net of current portion Long-Term Debt Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Document Fiscal Period Focus Document Fiscal Period Focus All Executive Categories All Executive Categories [Member] Statement of Financial Position Location, Balance [Domain] Statement of Financial Position Location, Balance [Domain] Schedule of Activity for accrued restructuring charges Schedule of Restructuring Reserve by Type of Cost [Table Text Block] Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] Assets Assets [Abstract] Document Type Document Type Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Revenue, remaining performance obligation, amount, invoiced Revenue, Remaining Performance Obligation, Amount, Invoiced Revenue, Remaining Performance Obligation, Amount, Invoiced Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Covenant Period Two Covenant Period Two [Member] Covenant Period Two Derivative Liability, Statement of Financial Position [Extensible Enumeration] Derivative Liability, Statement of Financial Position [Extensible Enumeration] Additional warrants issues (in shares) Class of Warrant or Right, Additional Warrants Issued Class of Warrant or Right, Additional Warrants Issued Schedule of Contract Asset, Contract Liability and Receivable Contract with Customer, Contract Asset, Contract Liability, and Receivable [Table Text Block] Schedule of Future Expected Amortization Expense for Intangible Assets Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] Maximum Maximum [Member] Intangible assets amortization expense Amortization of Intangible Assets Deferred revenue Total Contract with Customer, Liability Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Business Description and Accounting Policies [Text Block] Net Finite-Lived Intangible Assets, Net Antidilutive Securities [Axis] Antidilutive Securities [Axis] Accounts payable Accounts Payable, Current Accounting Policies [Abstract] Accounting Policies [Abstract] Revenue: Revenues [Abstract] May 2024 Warrants May 2024 Warrants [Member] May 2024 Warrants December 2018 Warrants December 2018 Warrants [Member] December 2018 Warrants Less: current portion Long Term Debt , Current Including Line Of Credit Long Term Debt , Current Including Line Of Credit Current Fiscal Year End Date Current Fiscal Year End Date Less: imputed interest Lessee, Operating Lease, Liability, Undiscounted Excess Amount Total lease cost Lease, Cost Statistical Measurement [Axis] Statistical Measurement [Axis] PEO Name PEO Name Number shares under warrant(s) (in shares) Class of Warrant or Right, Outstanding PNC Credit Facility Revolving Credit Agreement with PNC [Member] Revolving Credit Agreement with PNC Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Net loss before income taxes Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount All Award Types Award Type [Domain] Paid In Kind Theshold [Axis] Paid In Kind Theshold [Axis] Paid In Kind Theshold Name Outstanding Recovery, Individual Name Disaggregation of Revenue Disaggregation of Revenue [Line Items] Borrowings of long-term debt, net of debt issuance costs Proceeds from Issuance of Secured Debt Variable lease cost Variable Lease, Cost Goodwill impairment loss Goodwill, Impairment Loss Schedule of Antidilutive Securities Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block] Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Non-PEO NEO Non-PEO NEO [Member] Additional Paid-in Capital Additional Paid-in Capital [Member] Award Timing Predetermined Award Timing Predetermined [Flag] Senior Secured Term Loan Senior Secured Term Loan [Member] Senior Secured Term Loan [Member] Line of credit facility daily minimum liquidity Line Of Credit Facility Daily Minimum Liquidity Requirement Line Of Credit Facility Daily Minimum Liquidity Requirement Class of Stock Class of Stock [Line Items] DEBT Long-Term Debt [Text Block] Net loss per share attributable to common stockholders - diluted (in dollars per share) Earnings Per Share, Diluted Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Counterparty Name [Domain] Counterparty Name [Domain] Accumulated Amortization Finite-Lived Intangible Assets, Accumulated Amortization Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Type of Restructuring [Domain] Type of Restructuring [Domain] Deferred revenue Increase (Decrease) in Contract with Customer, Liability Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Summary of Outstanding Lender Warrants Schedule of Stockholders' Equity Note, Warrants or Rights [Table Text Block] Change in fair value of warrant liabilities Change in fair value of warrant liabilities Fair Value Adjustment of Warrants Preferred stock shares issued (in shares) Preferred Stock, Shares Issued Disaggregation of Revenue [Table] Disaggregation of Revenue [Table] Severance and Benefits Employee Severance [Member] Statement of Financial Position [Abstract] Statement of Financial Position [Abstract] RESTRUCTURING CHARGES Restructuring and Related Activities Disclosure [Text Block] Accrued warranty Product Warranty Accrual, Current Stock-based compensation Share-Based Payment Arrangement, Noncash Expense Deferred tax assets, net of valuation allowance Deferred Tax Assets, Net of Valuation Allowance Sales and marketing Selling and Marketing Expense Repayments of long-term debt Repayments of long-term debt Repayments of Secured Debt Income tax provision Income Tax Expense (Benefit) Debt instrument amortization rate (as a percent) Debt Instrument Amortization Rate Debt Instrument Amortization Rate Stated interest rate (as a percent) Debt Instrument, Interest Rate, Stated Percentage Supplemental disclosure of cash flow information Supplemental Cash Flow Information [Abstract] Total revenue Revenue from Contract with Customer, Excluding Assessed Tax Service revenue Service [Member] Other non-current liabilities Increase (Decrease) in Other Noncurrent Liabilities Concentration Risk Benchmark [Domain] Concentration Risk Benchmark [Domain] Effective income tax rate (as a percent) Effective Income Tax Rate Reconciliation, Percent Net cash used in investing activities Net Cash Provided by (Used in) Investing Activities Loss from operations Operating Income (Loss) Variable Rate [Domain] Variable Rate [Domain] Number of reportable segments Number of Reportable Segments Total liabilities and stockholdersâ€™ deficit Liabilities and Equity Other non-cash Other Operating Activities, Cash Flow Statement Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] All Adjustments to Compensation All Adjustments to Compensation [Member] Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV [Axis] Debt Covenant Period [Domain] Debt Covenant Period [Domain] Debt Covenant Period [Domain] Accrued compensation Employee-related Liabilities, Current Warrant liabilities Derivative Liability, Current Restructuring charges Restructuring charges Restructuring Charges Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Disclosure [Abstract] Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] Underlying Security Market Price Change Underlying Security Market Price Change, Percent Individual: Individual [Axis] Asset retirement obligation Asset Retirement Obligation, Current Accumulated Other Comprehensive Loss AOCI Attributable to Parent [Member] Remaining performance obligation, timing of satisfaction Revenue,

Remaining Performance Obligation, Expected Timing of Satisfaction, Period Balance Sheet Related Disclosures [Abstract] Balance Sheet Related Disclosures [Abstract] Long-term Debt, Type [Domain] Long-Term Debt, Type [Domain] Product and Service [Axis] Product and Service [Axis] Entity Address, State Entity Address, State or Province The following table provides a reconciliation of cash, cash equivalents and restricted cash reported within the consolidated balance sheets that sum to the total of the same such amounts shown in the statement of cash flows: Reconciliation of Cash, Cash Equivalents, and Restricted Cash at Carrying Value [Abstract] Reconciliation of Cash, Cash Equivalents, and Restricted Cash at Carrying Value [Abstract] Statement [Line Items] Statement [Line Items] Covenant Period One Covenant Period One [Member] Covenant Period One Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Operating expenses: Operating Expenses [Abstract] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Service parts inventories Increase (Decrease) In Service Parts Inventories Net The net change during the reporting period in the book value of service parts inventories. Liabilities and Stockholdersâ€™ Deficit Liabilities and Equity [Abstract] Less: unamortized debt issuance costs Debt Instrument, Unamortized Discount (Premium) and Debt Issuance Costs, Net Contract asset Contract with Customer, Asset, after Allowance for Credit Loss, Noncurrent APAC Asia Pacific [Member] Primary storage systems Primary Storage Systems [Member] Primary Storage Systems [Member] Minimum Minimum [Member] Restatement Determination Date Restatement Determination Date Fair Value Estimate of Fair Value Measurement [Member] Royalty Royalty [Member] Adoption Date Trading Arrangement Adoption Date Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Deferred revenue, net of current portion Contract with Customer, Liability, Noncurrent Accrued interest and penalties related to unrecognized tax benefits Income Tax Examination, Penalties and Interest Accrued Right-of-use assets Operating lease right-of-use asset Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Revolving credit facility Line of Credit, Current 2021 Term Loan 2021 Term Loan [Member] 2021 Term Loan Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member] Summary of Changes in Level 2 Liabilities Fair Value, Liabilities Measured on Recurring Basis [Table Text Block] Exercise Price Award Exercise Price Deferred taxes Deferred Income Taxes and Other Assets, Noncurrent NET LOSS PER SHARE Earnings Per Share [Text Block] Accrued compensation Increase (Decrease) in Employee Related Liabilities Arrangement Duration Trading Arrangement Duration Restricted cash Restricted cash, current Restricted Cash and Cash Equivalents, Current Stockholders' deficit Equity, Attributable to Parent [Abstract] Current period accruals Standard Product Warranty Accrual, Increase for Warranties Issued Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] All Individuals All Individuals [Member] Adjustments to prior estimates Standard Product Warranty Accrual, Increase (Decrease) for Preexisting Warranties Borrowings of credit facility Proceeds from Lines of Credit PEO PEO [Member] Variable Rate [Axis] Variable Rate [Axis] Income Tax Disclosure [Abstract] Income Tax Disclosure [Abstract] Name Trading Arrangement, Individual Name Other income (expense), net Other Nonoperating Income (Expense) Line of credit facility, maximum borrowing amount, net Line of Credit Facility, Maximum Borrowing Capacity, Net Line of Credit Facility, Maximum Borrowing Capacity, Net Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Intangible assets, net Intangible Assets, Net (Excluding Goodwill) Federal Funds Rate Federal Funds Rate [Member] Federal Funds Rate Other non-current assets Increase (Decrease) in Other Noncurrent Assets Other non-cash Restructuring Reserve, Translation and Other Adjustment Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member] Schedule of Manufacturing Inventories Schedule Of Manufacturing Inventories [Table Text Block] Tabular disclosure of the carrying amount as of the balance sheet date of manufacturing inventories. Related Party [Domain] Related and Nonrelated Parties [Domain] Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Restructuring Cost and Reserve [Line Items] Restructuring Cost and Reserve [Line Items] Debt Covenant Period [Axis] Debt Covenant Period [Axis] Debt Covenant Period Manufacturing inventories Increase (Decrease) In Manufacturing Inventories Net The net change during the reporting period in the book value of finished goods inventory, work in process inventory, materials and purchase parts inventory. Local Phone Number Local Phone Number Deferred tax assets, valuation allowance Deferred Tax Assets, Valuation Allowance Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Total operating expenses Operating Expenses Americas Americas [Member] Debt instrument, amendment fees Debt Instrument, Amendment Fees Debt Instrument, Amendment Fees Debt settlement fees Debt Settlement Fees Debt Settlement Fees Accrued expenses Accrued Expenses Accrued Expenses Changes in assets and liabilities: Increase (Decrease) in Operating Capital [Abstract] SOFR Secured Overnight Financing Rate (SOFR) [Member] PEO Total Compensation Amount PEO Total Compensation Amount Accrued interest Interest Payable, Current COMMITMENTS AND CONTINGENCIES Commitments and Contingencies Disclosure [Text Block] Debt Disclosure [Abstract] Debt Disclosure [Abstract] Common Stock Common Stock [Member] Measure: Measure [Axis] Stock split conversion ratio Stockholders' Equity Note, Stock Split, Conversion Ratio Preferred stock shares authorized (in shares) Preferred Stock, Shares Authorized Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Line of Credit Line of Credit [Member] Entity Emerging Growth Company Entity Emerging Growth Company Entity Central Index Key Entity Central Index Key Loss contingency, damages sought Loss Contingency, Damages Sought, Value Arrow Electronics Matter Arrow Electronics Matter [Member] Arrow Electronics Matter Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Device and media Device and Media [Member] Device and Media [Member] Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Equity Component [Domain] Equity Component [Domain] Term debt, current portion Long-Term Debt, Current Maturities Manufacturing inventories Total manufacturing inventories Manufacturing Inventories Net Carrying amount as of the balance sheet date of raw materials, finished goods and work in progress held by the company for manufacturing. Adjustments to reconcile net loss to net cash used in operating activities Adjustments, Noncash Items, to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Stock-based compensation APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Entity Shell Company Entity Shell Company Fair Value Measurement [Axis] Measurement Basis [Axis] Entity Incorporation, State Entity Incorporation, State or Country Code Title Trading Arrangement, Individual Title Debt instrument, step-up fee, percent (as a percent) Debt Instrument, Step-up Fee, Percent Debt Instrument, Step-up Fee, Percent Remaining performance obligation, amount, uninvoiced Remaining Performance Obligation, Amount, Uninvoiced Remaining Performance Obligation, Amount, Uninvoiced Statement [Table] Statement [Table] Counterparty Name [Axis] Counterparty Name [Axis] Unrecognized tax benefits Unrecognized Tax Benefits Geographic Concentration Risk Geographic Concentration Risk [Member] City Area Code City Area Code Current liabilities: Liabilities, Current [Abstract] Overnight Banking Fund Rate Overnight Banking Fund Rate [Member] Overnight Banking Fund Rate Cash paid for interest Interest Paid, Excluding Capitalized Interest, Operating Activities Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Concentration Risk Benchmark [Axis] Concentration Risk Benchmark [Axis] Total current assets Assets, Current Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Line of credit facility, remaining borrowing amount Line of Credit Facility, Remaining Borrowing Capacity Paid In Kind Theshold [Domain] Paid In Kind Theshold [Domain] Paid In Kind Theshold [Domain] Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Restructuring Reserve Restructuring Reserve [Roll Forward] 3 year or greater Contract With Customer Liability, Three Year Or Greater Contract With Customer Liability, Three Year Or Greater Applicable margin rate, percent (as a percent) Applicable Margin Rate, Percent Applicable Margin Rate, Percent INCOME TAXES Income Tax Disclosure [Text Block] 2029 Lessee, Operating Lease, Liability, to be Paid, Year Four Earnings Per Share [Abstract] Earnings Per Share [Abstract] Raw materials Inventory, Raw Materials, Net of Reserves Accumulated deficit Retained Earnings (Accumulated Deficit) General and administrative General and Administrative Expense Other long-term liabilities Other Noncurrent Liabilities [Member] Aggregate Available Trading Arrangement, Securities Aggregate Available Amount June 2020 Warrants June 2020 Warrants [Member] June 2020 Warrants Equity Awards Adjustments Equity Awards Adjustments [Member] Weighted average discount rate for operating leases Operating Lease, Weighted Average Discount Rate, Percent Total operating lease liabilities Present value of lease liabilities Operating Lease, Liability Fee amount Debt Instrument, Fee Amount Net cash provided by financing activities Net Cash Provided by (Used in) Financing Activities Underlying Securities Award Underlying Securities Amount Credit Facility [Axis] Credit Facility [Axis] Amendment Flag Amendment Flag Advisor Advisor [Member] Advisor Term Loan Long-Term Debt, Fair Value Carrying Value Reported Value Measurement [Member] Entity Registrant Name Entity Registrant Name Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Depreciation and amortization Depreciation, Depletion and Amortization Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Table] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Table] Gross profit Gross Profit Foreign currency translation adjustments, net Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax, Portion Attributable to Parent Schedule of Accrued Warranty Balance Schedule of Product Warranty Liability [Table Text Block] Fair Value as of Grant Date Award Grant Date Fair Value Level 2 fair value measurements Fair Value, Inputs, Level 2 [Member] Debt issuance cost Debt Issuance Costs, Net Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV [Domain] Weighted-average remaining amortization period (in years) Finite-Lived Intangible Assets, Remaining Amortization Period Geographical [Domain] Geographical [Domain] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Entity Address, Postal Zip Code Entity Address, Postal Zip Code Restructuring Cost [Table] Restructuring Cost [Table] Restatement Determination Date: Restatement Determination Date [Axis] Title of each class Title of 12(b) Security Concentration Risk Type [Axis] Concentration Risk Type [Axis] Common stock, $0.01 par value; 225,000 shares authorized; 4,793 and 4,793 shares issued and outstanding Common Stock, Value, Issued July 2024 Warrants July 2024 Warrants [Member] July 2024 Warrants Share-Based Payment Arrangement [Abstract] Provision for product and service inventories Service Parts Inventory Write Down Charge to cost of goods sold that represents the reduction of the carrying amount of service parts inventories, generally attributable to excess quantities held, obsolescence and market conditions. Cash and cash equivalents Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value 2023 Term Loan 2023 Term Loan [Member] 2023 Term Loan Other long-term assets Other Noncurrent Assets [Member] Other current liabilities Increase (Decrease) in Other Current Liabilities Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member] Finite-Lived Intangible Assets Finite-Lived Intangible Assets [Line Items] Term Loan Secured Debt, Gross Secured Debt, Gross Loss on debt extinguishment Loss on debt extinguishment Gain (Loss) on Extinguishment of Debt Financing activities Net Cash Provided by (Used in) Financing Activities [Abstract] Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested [Member] Finished goods Service Parts Inventories Finished Goods Carrying amount of completed service parts merchandise or goods expected to be sold within one year or operating cycle, if longer. Preferred stock, 20,000 shares authorized; no shares issued and outstanding Preferred Stock, Value, Issued Revolving credit facility PNC Credit Facility Long-Term Line of Credit, Noncurrent Stock Awards Share-Based Payment Arrangement [Member] Operating Lease, Liability, Current, Statement of Financial Position Operating Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration] Fair Value Measurement [Domain] Fair Value Measurement [Domain] Net loss per share attributable to common stockholders - basic (in dollars per share) Earnings Per Share, Basic Accounts payable Increase (Decrease) in Accounts Payable Operating cash flows from operating leases Operating Lease, Payments Amended And Restated Warrants Amended And Restated Warrants [Member] Amended And Restated Warrants ABR Alternate Base Rate [Member] Alternate Base Rate Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] Current Revenue, Remaining Performance Obligation, Current Revenue, Remaining Performance Obligation, Current Purchases of property and equipment included in accounts payable Capital Expenditures Incurred but Not yet Paid Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Stock, Class of Stock [Table] Stock, Class of Stock [Table] Total current liabilities Liabilities, Current Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member] Total assets Assets 2026 Finite-Lived Intangible Asset, Expected Amortization, Year One Total cost of revenue Cost of Goods and Services Sold Issuance of warrants Issuance of Stock and Warrants for Services or Claims Purchases of property and equipment Payments to Acquire Property, Plant, and Equipment Other long-term liabilities Other Liabilities, Noncurrent Change in accrued warranty: Movement in Standard Product Warranty Accrual [Roll Forward] Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] Commitments and contingencies (Note 11) Commitments and Contingencies 2024 Term Loan 2024 Term Loan [Member] 2024 Term Loan Termination Date Trading Arrangement Termination Date Class of Warrant or Right [Domain] Class of Warrant or Right [Domain] Class of Warrant or Right [Domain] Warrant exercise price (in dollars per share) Exercise price (in dollars per share) Class of Warrant or Right, Exercise Price of Warrants or Rights Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] 2027 Lessee, Operating Lease, Liability, to be Paid, Year Two Service parts inventories Total service parts inventories Service Parts Inventories Carrying amount as of the balance sheet date of service parts inventories. COMMON STOCK Share-Based Payment Arrangement [Text Block] Schedule of Revenue from External Customers by Geographic Areas Revenue from External Customers by Geographic Areas [Table Text Block] Warrants fair value disclosure Fair value Warrants Not Settleable in Cash, Fair Value Disclosure Entity Address, City Entity Address, City or Town Debt Instrument [Axis] Debt Instrument [Axis] Net loss Net loss Net loss Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Schedule of Carrying Value and Total Estimated Fair Value Fair Value, by Balance Sheet Grouping [Table Text Block] Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Loss Contingencies [Table] Loss Contingencies [Table] Schedule of Carrying Value of Intangible Assets Schedule of Finite-Lived Intangible Assets [Table Text Block] Line of credit, current borrowing capacity Line of Credit Facility, Current Borrowing Capacity Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member] Entity File Number Entity File Number REVENUE Revenue from Contract with Customer [Text Block] Document Fiscal Year Focus Document Fiscal Year Focus Income Statement [Abstract] Income Statement [Abstract] Entity Address, Street Address Entity Address, Address Line One Product Concentration Risk Product Concentration Risk [Member] Entity Address, Suite Entity Address, Address Line Two Debt Instrument, Name [Domain] Debt Instrument, Name [Domain] Effect of exchange rate changes on cash, cash equivalents and restricted cash Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Continuing Operations Other Other Accrued Liabilities, Current Name Forgone Recovery, Individual Name Remainder of fiscal year 2025 Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Weighted average remaining operating lease term (years) Operating Lease, Weighted Average Remaining Lease Term PNC Credit Facility Amended Revolving Credit Agreement With PNC [Member] Amended Revolving Credit Agreement With PNC Document Period End Date Document Period End Date Finished goods Inventory, Finished Goods, Net of Reserves Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Total lease payments Lessee, Operating Lease, Liability, to be Paid Insider Trading Arrangements [Line Items] BALANCE SHEET

INFORMATION Supplemental Balance Sheet Disclosures [Text Block] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount Other current assets Increase (Decrease) in Other Current Assets 2028 Lessee, Operating Lease, Liability, to be Paid, Year Three PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Number of geographic regions operated (regions) Operations In Geographic Regions Operations In Geographic Regions Revenue recognized in the period from amounts included in contract liabilities at the beginning of the period Contract with Customer, Liability, Revenue Recognized Beginning balance Warrants and Rights Outstanding Adjustment to Compensation: Adjustment to Compensation [Axis] Non-Current Revenue, Remaining Performance Obligation, Noncurrent Revenue, Remaining Performance Obligation, Noncurrent Document Transition Report Document Transition Report Document Quarterly Report Document Quarterly Report Customer lists Customer Lists [Member] Litigation Case [Domain] Litigation Case [Domain] Fair Value, Recurring and Nonrecurring [Table] Fair Value, Recurring and Nonrecurring [Table] Accumulated other comprehensive loss Accumulated Other Comprehensive Income (Loss), Net of Tax Entity Current Reporting Status Entity Current Reporting Status Accumulated Deficit Retained Earnings [Member] Amortization of debt issuance costs Amortization of Debt Issuance Costs Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Loss on debt extinguishment Long-Term Debt Restatement Costs Costs Related Party [Axis] Related and Nonrelated Parties [Axis] Weighted average shares - basic (in shares) Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Restricted Stock Units (RSUs) Restricted Stock Units (RSUs) [Member] Increase (Decrease) in Stockholders' Equity Increase (Decrease) in Stockholders' Equity [Roll Forward] Subscription revenue Subscriptions [Member] Subscriptions Executive Category: Executive [Axis] Name Axis Reporting Structure Relative to MNPI Disclosures, Individual Name Revenue Benchmark Revenue Benchmark [Member] Entity Filer Category Entity Filer Category Beginning balance Ending balance Restructuring Reserve Schedule of Other Accrued Liabilities Other Current Liabilities [Table Text Block] Revenue, remaining performance obligation, amount Total Revenue, Remaining Performance Obligation, Amount Cost of revenue: Cost of Revenue [Abstract] Loss Contingencies Loss Contingencies [Line Items] Schedule of Current Part Inventories Schedule Of Service Part Inventories [Table Text Block] Tabular disclosure of service part inventories reported in the period. Company Selected Measure Name Company Selected Measure Name EX-101.PRE 12 qtm-20240930_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT GRAPHIC 13 image_0.jpg GRAPHIC begin 644 image_0.jpg M_]C_X 02D9)1@ ! 0$ 8 !@ # _VP!# ," @," @,# P,$ P,$!0@%!00$ M!0H'!P8(# H,# L*"PL-#A(0#0X1#@L+$!80$1,4%145#
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MZ7H.A-Y6IW5J_P#JI;NZ;_5,R;6\]#;MW??H]P\4^.O#_@FT2?7]K@_^&@;+6&$'A/PSXG\:7#?=GT_3'M[+/\ U]7.R+_OAFK; M\'_OP'X$O?M^E>%[*'5?^@K0.D]SH M?PQL7_Z!_P#Q-]3_
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NJM:=%% 'P[X!\32:S_P4N\1:G)>LEE<:+?\ AFTM MOX'^P_8I7_\ 'B7_OBON*O@CX.Z=KZ7H JW-M%>0-%(JR MV[KM9'7*[G5+BZ;9!"OS/*W^RM 'D-YIWQP^'A_3-9T7XIZ/%\YLM
M9B&D:KM]%N(OW#?\"B2O$OBA\0+G]K6S@\,^"(YO /Q&\+LGB+2HO$+?9[ZZ MG1)8GBLG5]LL3+O5KA'9/G3_ (#]:W6@W7B[:VMHT&G_ ,6B;E=)?^NK?Q_[
MGW?]ZL;XM?!/PY\8O"\6DZM#+9W%D_GZ5JNG_NKO2KC^"6W=?N.M 'G7P^\7 M> _CC\ -;\'Z+]F\)M_95UH>K>&+O:MQHDK(Z2I/$WS?([-_P#%]ZO/?V6? M^_J_M$S^ M0U!'&F?#"Q?
2-1?=N34?$:I]E=T_O)%;[WW?\ 3[_LUTWP<^&_ MA']H3PF^H?%?P3X<\4>/_#&K7OAW4]8FTR(_:;BSFV^;]'7:^W_::M_Q?\] M2^"OB\ $;X::"EQI4L"VGBCP=I,2Q?;H$_U5[9Q+\OVJ)?
EV_P#+5/E^\]4 M(=2\"7\OVO1_F_T_3KR+[-=1?+_OI_X_67\"/B M%XF_9D\ >$_!GQ<@F_X16/3K5-(\# '6A^/=']M]:\/ZG#]NFS_P#+-W?[C\;D?^ZZ_P 2-\RUNW]A;:M9S6MU
M!'<6LJ;)894WJR_W66@"2TO(+^WBGMY%FMY5WI*C;E=:N5X)>?L]:AX$U&75 M/@_XFG\%.QWR>&;J+[5H-U[?9S\]O_O6[)_NM5H_'F_\#HL?Q6*7/A#'77M M.WZCH[?[1E1=T'_;%_WJ
/<:*Q_#NOZ9XKT]#4]&U*VU?3;A=T5W93I+$W^ MZZUL4 %%%% !1110 4444 %%>:?&+PKX^\6:/9VO@'Q]#\/M0CN-T][-H<6] M_:(MOW-
CNNSYOX]\L_X4C^TS_P!',Z=_X;RS_P#DB@#Z>HKYA_X4C^TS_P!' M,Z=_X;RS_P#DBC_A2/[3/_1S.G?^&\L__DB@#Z>KYET'X7P?'#]G4?[*[=M,
MU37==U35;/4$79+IU^E_+]EN%_VD:**H_P#A2/[3/_1S.G?^&\L_DBO-/V? MOA5^T#J7PGTJ72/C_9:#IL,UY91V$W@FWNW3R+J6+.]Y=S;]A?\ X'0!])_L MY_$R^^*?PU@O=K5^?/B7X
M22'/X* %C3M7_P"%[6L$7Q&OXM'U77U\%P>3:WRQ/]BW6OF[?WOS1>;_ 'O* M5Z]-\8?#W]H/P-X5U?Q!K'[35A#I6DVDMY=3)\.K5W6)$W/\GVCYJ /JQ;"V M6\:Y6",7#)M:;9\
[+_O5=#K*OB9X&79J/[7>CS3+?16#P6GP_LKJ6.5T M=OF1+CY%VH__ 'RU.T+Q9\1M?\6NKK^V)X=L(KFW@O/*U/P-86MQ;Q2_P"J ME=7NOEWI\WS?PT ?6D?
PLT.V^,%W\1U2Y_X26XT=-#9VE_=?95E\WY4_O;FJ MC\4/CEX5^$TFGV^KWES=:UJ9==/T'3+-KK4+ _;][RH$^9O\ >^[7SSJ6E_&C M3M&UG5V_:NT6[M-*L9]2NDLO =G=2K!$S*
[[4N/X7B=?]Y7KA_"GA+XB>//C M/+]FB?M007GC2*TNM :X_P"%=0>5Y%JZ2R_\M=FW?=)_P#%_P H ^GK+6O MBW\1I'^QZ-:?"S17Z7>LLFHZK+_N6Z-Y47_ W?\ W:[7PG\.M*\(23:@AN]8
MUJZ7;>>?X M:6Z6D3+;_:7WR^;\O[KYJWW?]]JWB_P[\6)O$-OH-\ MA3B]GE2W_XD7@BU M5%>65+78[Q2_(V^5/]S=OH ^\;^_@TRU>ZNYH[:UB7<LK;56G0/%7[4VEZY MN?"SP\9/&?
A>*3P M1^TYH::5!\OV&S^&]A;^1_L-%YOR4 ?0GP ^%K?"!X:V&C7>H+K>O7$\^IZQ MJVS9]NOYY3+<3?[NYOE_V56O4:^"/#OB[XHZ[%KMY_PU5:Z5IFC3?9+G4]3^ M'%G!;M+YK1;%?S?
[Z-\K[7_BV[:W[^3XJZ5/?17OJ[8_A.VELO*^TH_@VP^3S M?]5_R]?Q[T_[Z6@#Z\M_"ND6&M7&JP64%MJ%Q_K;B)-CR_[W]ZMROALZC\3O
M[9L=,7]L7PY=:A>74ME%##X&LG_>Q1>;*K,MQ\GRK_%5NS;XJ:C=:9:VO[97 MA*:XU3_CQB7P85;[CY_*^5?M']_Y?]Y: /MFHW19$VL-RU\5I]P_@BQV73?[# _:/FKC[SQE\5[?P"GC!?
VGA:K+K?A:[O_AYXCE^=]3\, MS_9TG?\ Z;V_^JG_ .!I6+J?C7XN_"1Q_;GA0?%/P\@^;5O":);ZK$O^W8.V MV7_MD_\ P"O%;#5_BGJ)N /VN='L+BWN8+*>'4_A[:VKQ74\22Q1,KR_>V.M M6?
#+?%?QE/IL>B_M?>'KB75))XK&UP'9)+<-$[K+M1KC?\ >1_^^: /I7X9 M_&WP3\7DN/\ A%]>BO+VR_X_-,N%:WOK4_\ 3>W?;(G_-:]'KX>^('[#7Q M:^(_B#2=?U7X]V4?B73)4:VU[2?
L%A>Q;?X?/BN-[+_ +#?+6!X;NOVFA\: MKWX8^*OCC:^'M5EMFOM U!? UK=6^MV<7^M?=O3RI4W)NB;_ +[H _0"BOF' M_A2/[3/_$&H]47XA?
$>Q^(DTQB>TDC\:Q:=]E'S[_E21MVI[Y.?]BB@#UJBBB@ HHHH M *\0_9PN6L+OXH>&)W_TO1/&5^^S^[;WFR]B_P#';C_QVO;Z\#L9%\!_MA7] MDS^39>/O#BWL1?\ COM.?RG5?
^W>ZB_[!4 =S\9?\ ;=1;[6]M9?D;Y&=6_\ '-M?25?.7[/T2^$/VA?CYX,24+:2ZG8>++2# M^[]NM]MQ_P"1;5_^^Z -;2OV2/ VCZO>:A:)?H]Q?/?^7YJ[(G9+A61/DW[/ M],F?:[-\U5]8_9)\!:IX??
2)&U)8?.L;Q98YTWHU8?8$^\NW_CWRK;O[U>_ MT4 >/?#KX$Z9X1U#XBWER([F'Q?>?-:11;(H+/RMBPKN_O;Y7; _;E:L_X<_L MO>#OA=JUAJOAV?5+*^LM)M=%29[E7\VWBN/-^?
Y/O2M\KO\ Q*JU[C10!X/X MM_9'\%>-_&VM>)=6FU)[G62[75O'$B;FLOL;?/L\W_5?P;]F_YMM,L/\1?! MEM+YMW>ZSK$S77VB66[NEWSOYT4_S[$7^.)?^ U[W10!X3X;_90*>$K_3]0
MTS5=?MM3L'1%U"*^7S9;54BB6R;Y/]5LMXE_O_)^]^M7X7_L_Z1\%[BW@\)W] M_8:*]U+>7VE2LLJ7,[IMW_[/][C^Y7L-%`SI]_[%_@CQ#K&NZGJ>H:U>7^J M212FX>>+SH-LK.G_ "R_>_?
==TN]MGRUT>F?LO\ A32[^&2VN]6AM(-3M=9@ MTH72?9(KJ+9\ZIL_CV+N_P#'=M>T44 ?/VF_L<>!M'@>"QGUK36Z=7M+Q4 M>)9XI8GB5]N[9LG?;_$O]ZLZY_8X\,Z)\.O%'ASPU?
7=G=ZWI_\ 9G]IZFWV MA[=?M3W'FILV?O4EE9U_VE6OI*B@#R'Q5^SMX6\7Z5X>TN\-];66C6+:;%!9 M3^4)[-O*WVLO^P_D1?[7R?>I^L? +1-4^&L7@>#4-4L]'CN9;H,CQ2N^Z5Y7
M1UE1XF3=*WRNGJW^[7K=% 'SC=_L3^ [[0;32!J'B%=-M9[.X6T74=RL]M;I M:HS[D^,Y(D_[X^3;6]I'[,/WP[XTTOQ/;2ZC-J.ER3O MQ(LJ#?=2S[<;?X M'NI=O\'5?Q5[A10
5Y1IWPG+_&*Z^(NLZK)JFJ16;.1I%K%%Y5OIUJS[W_WY M7=4WO_LJNVO5Z* "BBB@ HHHH **** "BBB@ KQ']ISP1K7B#PCI_B?PA;_: M?
&_@N_37]'MU7_C\VHZ7%G_VU@>5/]YDKVZB@#B_AE\0=#^+/@G1_%WAX^T MZ5JL'GP%EPZ?WT=?X75LJR_WDKR32KGR?^"@'B"VCD;;/\-["6=-OR;EU*X1 M/_0WJ'7?@IXS^%?
CO4O&_P &)]-6'7I_M7B'P3KD[Q6%U*?OW5K*F[[//TW? M*R/71? OX;>+=-\5^+_B!\1'TZ+QEXB:*SBT_29WFM=.TZWW^3;J[(F]M\LK ML^W^*@#W.BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH ****
"BBB (@ HHHH __]D! end GRAPHIC 14 image_1.jpg GRAPHIC begin 644 image_1.jpg MB5!.1PT*&@H -24A$4@ !D, #\" 8 #$X].0 7-21T(KLX< MZ0 1G04U! "QCPO\804
)<$A9[=U-6ILW%X!AR7:G<;]"TA64SDL"*PA906$%)) Y81Y(6$'2%82L !Z M#UE!Z0H:,_ULZSM'/G9L,&"#;5Y)SWU=U)))2O#[)^GH2 X M "H'F^OR$3SU=_++H3'5IV,]]];,_XXLQH M
%DA&%(AS9W352NJ03DX]]M(@,/[)3EP2U:;*_G9W^5GCP1*O/>?K2A_M0+[G_7#AE_L9'=[[X8R\XH5>-LEY#)1HN58[9YDN ,"\ M$ RYAU[@H[,XGA' 2@R3>?9-3\X0 "0 !@%@B&3,'V
M]%@-(3PE\+$8&B"Q/4I.7+M]UCIX $ MY_Z47WK#WD+F;"FM(SGF?['"" "4*?M@2,P"^:FQ$8+;DE]VR=Y& M@>+FZRXX&$1F-7BNOR2[(1.@8T6T3.B4/7;G]@ M;Q$
R%]VP9!^$$1^,9;"PJV"KU]][57L+F!A!$0 #(5_+!$#)!,&-[KMU^QYXB)"/ M9(,ANC%ZJ-=WO?(M[MM=ZLO+.W)2S(8TMS^O!%\ M[:W\X]D8'7,30CCSWK]L[:^>[]L;P$/ABP1
$A/I8,AS5>G+UQP;ZT* M5$)P[MQ[_[SUYH\S>PL 4&&5#(8TMXX?AT;CO?SCUNTMH'I"=[-U M\/2#U0 %56Y8$A<%BN$C_(/6[*W@,H*SGVXV%_9M"H MH([J%0QI;G_>"+
[V5OY1C^TMH/)"'"&>^TUEC'Q$ J*::O3ZXN#^(MK^G26 1"D!3=W#_4Z\>:U61O 0 JI!*9(8]V3C4(LF%5($G!N>_> M^S4V5@< " :GGP8 B!$.2$@ @ 5,^#!4..6\>/=6DA76+(MW@*R0$ $
*KE08(A!$*0.P(B % =''P^&$ A!*0B(M $ UU.QU84^C\99 "$K@G7L<0CANOQ;\QT 'M!",T/8+!TE MBADB[?:OK<.U[_86 &"!%I89TMPY?4T@!"6*&2+U^KN6=O 0 M 6:"'!D.;V9PV"
[/9J0'ET:,C0:+RW*@ !@@>8>#-']$H*O MO;4J4"SOW+IF2%D5 + @<]TS1)<%"HW&5_DA2_86%BR$<&+%$=[[M52MB\=9:^RMCCPL 8/;F&@QYM/WEF$'WV=+-N%T(9\[[^=AZ_V6Z?
W763;LW@D?]O?T^+U1!"4UZ7Y>XB!#^=.Y"!]T]?[!#ON2X[GJIPMRR&XWZ2Z2H#D?C1CY^+@ MR9I5 0 !S-)=@B&49?+4J)C0(?GCWV?VO?=0Z7.ME?%10<^MXR=5K
MJ\'7GDE5@R]K!),RKN7&3O-?R#]!D\GO=V;?PC4T:"37RWNK @ #F9*:S6E*>X;,(@RR0=GNO MA&P /1_D=]Z2DVS=WL(KH_Q9.GCZP6H ! UL@, 0 P$.8:69("")=5_G MS8(@>YHU$;-
"ED623H*)_+[/G?R>\MGP&#_-8*OO=7EY:P*)BQ MF05#FCNGK[WWRU:%"2&\TR!(:W_E=>MP38,BQ=']@CP:!I+@6EP?#"%LN:]>J M (9FTF*KVV:_H\.ZMI;Q=-!?]_I%),%,HWF]N<-S8;@?
+E$@V:< M+P ,@K#&P/9[NCZ'9,O)9);UI M_*RQF3H S,>]@R'-K>,E[]R&58NF@_MQ2:R#)PSRWT*7#(O[B83P MW/94*9[W?M5FR0$ 9NC>P1!FLQOO7NK@O@[RVSN8@ :.?+O]>PCA
MS-XJFGP.[!T" #-VKV"(SF+7V>O6+9)E-:RUWJR\Z[V#:>ER8K[3 M69//\H.]52RR0P !@]NX5+"E]%KMF,VA60VM_Y<3>PAW9LEF;4MSK MO5,NLD, 8+;N' PI/2LD!D(Z'39)G['6_LIK%
[H:%"D6V2$ M ,%MW#H8$Y[:L6)RA0 C[@\Q!Z^#IA](#(G)]_6E% ,]W2D8 MTMPZ7O+.K5NU* 1"%J/T@(A<7QMZG5D5 ' /=PJ&A$:CR#T-"(0L M5ND!D5"O%YM]!0 "S-
'4PI+EU_%A>BLL*"Y@^,^2GQH9W3@,BQ0C.???>/R<0\C N]EITUMS\3$ $ " >YHZ&!)">1NG^Q V6V_^.+,J'H!OMS4@CP5)9 M ' /$P=#2MPXW==JFU9$1;3>K+P+(9Q8M0BE!2$! 8-
8FSPRI MU]8+VSAJCWU"JLEW.KI_2#&;V>O2=,U7?R];%0 PI8F#(<'7GEDQ M>[H\5FM,Y;5543&MP[5S[]V>58L0NEVR0P #@CB8*AN@26;Z@);*\ M]^P34G&V7%8YF3O>%[5$'0
#,TF29(?5:,0.QP;FCUOY*47M2I*]D MH!5+90$ # W4T4#"EIB2S?;L,5D@@-6FGPRJH%"*M6 !, M8:)@2"E+9 7G/NA^%%9% DH*7H5N8-\0 +B#6X,AS>TOY>P5TFX7 MM2EW#C1XI4$LJV;-
>[^L^ _=8%0 PH5N#(<'[(;((BLD744%L0K: MOP< 9F629;**V*> K)!TE90=$GSMJ14! !/R]CI6<^MX MR34:_U@U6[H)]\7^RG.K(D'-G5,-VAWW:OF2<_52_$1[(>;7\YGO:&F*1V^U>6=
.0LY%!5>^D MP^-BA^=R0[CJ]_Q!H[O?V.YWJNA0X8%<"5@,7J]Z=+3/-9]RZP\NJM:O&SG.-?]O;(_2%LW&C0VY1SNG[^4/;%@U2H!8Z9] M'HH)WH7N9NO@:1'+@@'(RX^.CGS9X&L_
2SF.N!:14.#P#2R<6?7S*#[D?4D MUY6TYX=G4"9-?K?O\KO%H*+\7M_D]SZ7W_N<:RIGI4]^BI-PZO5E.^Y/M-ROOK(;R3G[7^HWU]O(0^3=Q<&3EU9-G@Z.
MAF[WK563Y&LUN8\PR_LZC[:_Z/%-N:%[EM,U-T]#:>MQ<'80Z,AL,';>:&1# M#;(XQ@4/N:;&Z@=*O/>?8Y"$@8AK:4:U%1]*LH-@-MA5:=)N6;/B@[& 5Z5F
M^DY+GK^0K8@YGKOQ0QIJ109ME=+9_<1.=QM%G1FR7%"^]>_[\?@7U%:5 MWU?;FB?R^WYN'3PYZKV+*I-C-9[=S++?+\2UVS\SBRP?.N@J#YH75LV2WFBE M@_.[59.7\LS
(2RU=X/4E[#3!FP5!A6J(@8\NCH#W2^'_I(Z#,S.W7 CVW4Z M)[1=TC<('O8'#OK9'%Q/,Z?W\3@0H=<1UT\D[2\YY9 K:9=>V\]?%!LHW^W5 MTE2%S['*,KB/[,DQ)N UA=AWMTQ4:[FDM
M&\N)P8^4^_NS)L?YR([Q$6W.:KKVX5["DD-Z@K)Q>EYL8.&K5.54\/<'J $ M0S)&,"1-O:!'9SEV=GJS>Y;DQI-WMFA"XN!NS7^2IMP),]^KZ<>R$(-! X*' M%2'73R^XZ/VG4I_?
&0QBX@95Z"O(.48P)',9W$<(AER#?L!B:'M$VO-_N?^U M==*\%HG1V+:MU]:#KSV3ZBKMV=L1&*FF:Q_N)RJDJ(CEW3(:?"<8 MDC^"(=4V&++#563V]P=IE.5[,\$J('#?
=>^3(UVI_$1A9K#$!CYC=D?(]KS1R MS(9G:1;34248DC>"(;-!,.1F!$/2=ZD?0*;' Y+//PZ:5VV,4LZ1)?=38SUT MPY^<&_1DUW B&Y(]@2+7$F5XN
MK(8@'9[>C!YF>65$&MGGWKO#5&:8I2)V!'4M[!]!0S(\,M4?C,@],$(P)&]5 M&,0G&)(_@B%IN1+X<$[;,?
0#*D:.C>Y_IL%W.H0Y9=CB:Q,E;!4EIR_'^3\W;1JT@B&Y(]@2#64L/PE1FE;1QIZA]R? M)A<[?_7ZL0&ZY/-CAF3!Y/AK(.1(CO]ACAE7!$/R1C!D-@B&W(Q@2+7%?K9W MRR$XW"Y
);6"9!#);I$EC..:P D[XGQ%2'"MS^)[0,3]1>K9]\C;' R M:W'&%[*D'5:][5@U3R$P, -@.KY&!Z@PTGE:EY=C73XR!L,PH!T^;>\V7YV^ MD,_GO09MXZ!.H_&/_ZC_)%=_?P(A)1+CO]C^=K0"39R?
GSE&@(5%5LUVQ_M6==5,@9M&IUP&-S;V)XA$)*DV [1MGSOF,YEG%8G$VM;.,0V<.T]@9#%B=>E M7*/RV=/.7+"QP9"X[G'N.EUF2>8LA",K98G!&0# I&)#6SHW,2BR<_HZSOPJ
M7*C7>+#1'R38H..'F\1V5_\:>G7Z@FL(/"0Y#FTI(.G%OSXZAJ-_W0RASRO M7M"FR8\=TUY01+.8[ZD7/(OGSU>=]!;PBS]^F N]=6X?A=@;# D.*_K!V9+ MUV=C'>\V\R9)T9$I60P04 F+G(["
-=^H? .C UN88>#V;P;7_1Y>@ M)@I7;XH+N>Y_>7X4N8']B%DW;(1IR8(>>'O74C;>]K $4#*?$<(@NDTN3X MK,?):Q,>7TQO?# D\YNKG%C99PU ,YQ&I% #N3#M'O65_F.$.W(4.
M5#&##P +-JX-LA($(1@6M*DGZ99(O]HIIB]A1FXFAG2:&3] =M^(=^MBIP% M=V:E7!$=!@#,1)P(HS/S[.T-5@B,]\OQ#O P)).WZ=($C&>OO5O;<:[N%],"3D/=O"(3FO+Y?
[DDD8HJ/).QCB:P1 # $14 $ MN!.V3<$ M +!HN\QL!^Y.LWL)*@(&!6O',;N>\'@N7]PS)N5.;]8 XKM=Z\T?>@;!& M@V (&#A0K?+S"/@?@@J @ 8&:"<^]9+NMF)6V@3F9(P>1FP!)I
#,4%PN MBXV@@7LAJ @ (!9T>6R7*/QPJH8X](&ZC[;&>;286]9$24*(=]@2.B2&0(M>!#!UW:M". .; \>EC, # K.RRI/[U1H(A,7J4J] E,Z!DWN=[_'V-&QP MW$"S T,()V.^WLFW]R;YDO '4?
O21U&VXYDAP#W(<5LD.0'3FOL]V/% " MJ@N-!I/6KB%]V!^:.Z?2U_66FM_A0&,0MD&E;G>"/;DW$YV TZ;#7G:;U6&ZW MSUN':W,-@L=U6!N-96E)+8?@?I.W5K.>5'(##39=[*_\:M4DI'Y?
6A0YMM_C MM?7#V6W9UO)W?I&_T[6'LN?9T^,R2RT+9%YOZJX\N%^N_L7P+']3VVB;211&_Q]X*%%3OXOL/JO1O(G_]- M_KP>2]J>PJKM7^?=+T[1R,_]\YLM@Y4%RVD0< R"(0^/^\L-"
(940TKW06F, MG,L'KXVV_L!KO+ZJ?IW%5.2?&NNA&_XLKA$>PO/6P9_CJU4>P9 ?]!XW&$3H M!Q7;[3/I.:6"BS,2-PK73JHN[^EK2_)SG\K/6I*72X:K6/2SAD&VO,GS+/_T!
MR>NUVS_/NE.'=.1\?J<^4)O)L2$8<@."(=4@UUKE@B'RV6J'1@=AI>$KY5KM M?-:=FX<2 R.-QH8T0+?D]\M^QIG\GD?2T'YNU+UI@'$!&523 M&&19.;=:B M^(.T4V+;I%Y;#
[[V5*KK);3E%\G:I"<^=^[3O=D86V?[2]R3/TS*99U3,D. MN6+P<,]D0/):-&3*EO/Y33"D$@B&W(!@2#7(M?:@P1#']'.7ES+OPS?G:>2G7 MC WTOI!&?_Y!D80FGN0>#)'S+V"#X(6V5]O8-
!NT2YS7S.]NVX[S)L=8);R>^ M5ONK"I/?8F!$^V=E'-.D5Y.9AY$-U(%L]=>1!P#,G30LS^7K@_/NI=Q_?]?! M! THR=?+UL'3#U7M[,R##D!KX].WV[]*)T W;,^7=!2M4 63Z^V[?!WUK[F+
M_96?]9K3,W*?B)E&=MWH[V??SIK\GG]:$0" [%A[Y8/3Y56M M?]!OJ]@?J9Q!NZ0W.6[-)GAA G*LSV/_1]NF!T_TZV555@'0Y7WC,95_6^[' M5([#EA5A!C,=,IF=/9:N.W!G*1,[CUDAMR
S)[JD&MM M;IDAVM"5EX6G.J=([WGR>7W,,4M$?]JDELK*8<:RWIM\S7^2YOQ)+LO+74=G M989&XZU<-QOV5KX6M)2!M;\>CG?+?R\W"/8]&T,^FP^I'>_LCVEB^SO.V^#AWMS^O.%\
M[;U5LY++0!;N)Y?&Q&4$0RJ'!8,@-"(94@UQK,PN&_.C4$/RXBSBP6Z_K=9'= MYHRI#!QQ7TI3$8,/WKULO5G).XM,I-S^8X!\,@1#\I=!_YI@R!S%21LN_*59 M%?
96=N0^]U;NDSE^"2UO^._5@FR]>(: () M2KV3 2 -TJ'1F>=[@R5X]E.#; M[:R7,PC!Z6:M "DJ[7 _UT" O54<^]WW=$E@#2ZFWC?L M'=/N9F['U#NW'O>_0<2>(2B&W,P8L . *
<3!>MV#0!JWTC#4O3)>Y[X>VV7%!40&1,$R>;WUR!> MEL>T7J>-::G99= M,%%XYQXWMX[)V < (!$:_"DI("+MKWG=0>[PF& "0F-BF#V'3JEG1;)#>I+FREDR6/O))7#4A])F M7B+

[N(=@" !;'92KTL$-T$71MX>' :C))C0S *F)+>P^3:.;)]%N3W^<6* M @(;J'B 8.K)H-[_TG*Q9'5TV08YI'G[E>8^*:(!@" $)0O=P,L-P< 0+)\I[/')*>\R#'-HI\6?.VI M%8LV"(:$$)I6!
F6D=//V@7U9%!=D,=SI.P)0TN"O73C[W-^\)A@ D*BX MC&?H[ED5&;")A.D?TQ!8BE4,9X;P@2!KWOO/5@0 H)+H. %WXYW[RXK)TS6= MK0@ !*DD]"8Y)29=ON='-.D-X[W[$L7L4P6 !
572Z6>U] "P*F54 *!* MF.24%\WX<2$DGXG=[2/G MXV]6+!;!$ @(H)(9Q8$< 4O/>?K0@ % %M.LS$I?*XO"]^7[KA8 @=!V0M./>+%0$) A7;K B@ ^OW:9MDI]D M US>.8(A]JKKZ[:L".0IA.
(O> ! (EC]![BSI-=Q!@ 66&B1H:\9U/\A+%, M%@ 0-70P ;N+@0&'0 0&4P42,OK3=_,'$M801# .2#8"(*@2)FH ME4$P! $ W2(7MD^ZB@B&L'$V .#>R/9)5AF9(6R< M#0 !
L5@F"^7P?ME*60G.L2XV ! 7PAL:@D "K#> __9B@ >V(]@ M2.B2WH.L>><>6S$O=/@! !^8 -U &/\"(;X6L[!D#P'P0$ MP*V*6";+9[H\$@ >#C-5W\O-W=.5V?V]>KTA;R^UJ_@W);]& E"H')7 M
,",>7MUV@F7E^->+3^M_97![XKRY'Q^AQ!.+@Z>K%DU.9D7$>OK9R=E(\1_-1K_254W/V?_#P D+318(CWYU;*$0,Y!@"L%B:"?}H^\M;70K+.[=A;P, "1O)!CBG?O7BMEA;?-RZ>"> M%0$
U]#EL((&0;Q_86\! !DHZ1ELN*R'U9$21J-; -A(00V3P=P+\!= MT]5'.Z?_2)'EL 0+:*V4]:C0(AI0H=#GN '#)8$DLYXZ]<]PG 0 M ! UB[O&9+W1LR>3=2+Y&LY#_*Q7PB J35?_;T<&HVO+(D%
!*,1H, M:;=SWD#=A6[XQ8HH2 CAJ16SX[UO61$)M)\=?I";HQ?R08! E&0F& MM [7L@Z&"#)#2N1]O@-^N2]M!V"F'NV^_)C@0 ,6Z&@S)?4/F>IW!H))D MO&E^SEE< &:#0 @ $#/E6!
([ALR!^>RW4P;5X7@?K-B?C+/X@)P/P1" M ?AB7&9+[LCL,"I4EVV6RO/>?K0@ (PB$ C+H:#,E\0V;/ M)NK%T,' K#=/#UTR0P",12 $!@U)5@2.O-'WGO&2)RWU0;IE[/^SC7 MZME?
JP"F]VCG]#V!$ @%'CELER(83AFR#7K).9S[WCX IM1\]?=R\+6W M5@4 ,"0L<$0[]PW*V9)]PW1_22LB@S%_4+R7B:&K! (T*W^UZ>WSS; M QAB?&>)<_K/.<]]/HG3UVKJ5LN2=^VQ% -
"]L%ZS3P@ ,#U MQ@=#VNVLE\E2P?MG5D2&@J_EO11:I\,R60"BVM;QDKSL]FH 89VPP MI'6X=AZ<^V[57&6=.8!\CV\(X4RNT=RO3P 3"O7Z>RL" #@&MAV_[0B,I+[$FCL%P*@+X3 \E@
3*#8S)/)^PTK(2]9+H+4.GAQ9 M$4#!R H! "8G+?7L9H[I\&*^0KA.8/+^= ELISW'ZV:';D@CR[V5YY; M-0LZH"LOQ[U:LM9:^RLL7W:-1]M?CE,>M \AG%P5]S;+(0S MN>=_'V2SANZY\
[7S6#:I7IMR;WPM+ZEF_E3^GLA]*6^9M"WVY#K2^T"64CY& M4> P MW,6-P1!?RD;-/S78.R0'F1_'X-Q1ZW#MNU4!E"S3/:]B ,0YS?;X-08_#IYP MWP, #-QR0A-G@X))5LQ,"'UDB M"X#
(:6\D:6.\\^WVKRW=[X,,$,$>W[1GBO/=%+)45G"<[)&'!99_= MPU(Q /K6[359NB&Z-#!^OSAX\I[&P 6(1;@R'.^R)FHWOOEVQL[IZM6 M14+TN,GQR_K8R>]W:$4
!6N^^GLY]26R=%0W^FLM=[\<69O 0 S-VM MP1 =K C.G5LU:R&$72LB(;D?-UVJCD%# #TAZ<"O!D+BOB!D@P @ 6[M/3.DIXC-3#6[0/>>L"H24$16B'-DA0"(0G!/K9BM@R=LG
Z@;]E>DZ)[A/AV^Z55 0 %FZB M8(@.Q@;GBEC2PCNWU'QU^L*]J##-XLD^*R1TJZP(H'#-K>/'^HRR:E)\K<;2 M6 X$%-NDR6^F9V>@AN5P>=K(H*TN.3>Q9/+RODZ0>KHLI\FK/UD9A&
M(\VL$.<^L.\1 !X:!,'0TI:*LL[]S@T&N^MBBIJ-%ZD.D-Z4O+[L;9^ M*H(C>(KY"]TTLT+:;3+< # @YLX&%+24EG*.[?.9NK5U'SUM\Z.SGNO MD!!.6OLK)U8% 'DPU9(+ADB[X:AUN'9N50 @
D6L]\8 #(3 A,C 0 (#-3 M!4-T]000E&;H,;ELEZ=OK J'E!SYW157G)?'NNLM;_RVJI(![/&@$N"<^>M MP[5BEM<$)2!; $ (!T3;=,EO N'%JQ',&]M8%X/)#FUO%2<.ZC5;.D>_+X
M6HWEL0#D(00RW ^2%;H!RAF]Q^;0 X&93!T-:!T_E+21>I\.Q#,+Z&'H MOBVA7O^HRY;96UGRH?M2LZ^LBI3DOW0;,#7O_66332Q$"F2$ &3F3L&0UN':NR&$IU9$YG0I7/K\
#DY<[!D)*S0Q0!D?DI)A#B/8$0U6Z?6REI M=(R!47*?^\V* (#IG=@KJL9[LH%+TF@PX0D @(S<.1BB2LX.43$@TFC\PUX! MLZ&!I4<[IQ\+"(2,:5@SUB #(R+V"(:5GARA-
G0TA'#>W/V<]@#]OVJ'03!OY/+/?+-VWV[\3 M",F/W@L(C&*>O//MK^\9=FLZ36WOZR'1N-K[@-GTI ^88^0S(60=3 /#\R[Y.X=>G^W(@ MV0B^]LR*R)ST45?IXP, D(]![!T-B=D@([ZQ:-
&DHO8C[B# [?")Q6:SM+V_E M@].EL;)N8.HU;@AMU:+%[(80OC9W3E_30+Z>?#ZKE@WRPM[*4KPN M0G?SXN#)2WL+&=/K7ZY[UI#&?+3;*>ZOPV 1 "!/C4;6_9AL#0 MF!]-
*M!QXN:KTQ=Q/'WX:_O+NG[/_NA,S"08HK/=O7?%+Y=UR:X.]K-$R"@= M*'ZT<_I>BKH_2-:#QJ&_/\C!TZ+WU9F$+B%FQ>3);=;]K16"F-!/3BLF(67\, M%@$ +FNWD\\:",YM$? O@V4",>$) (
9T&>]!CX>[9Q^;.Z/I7'U M5EYU3.W'E_ MM*(WV=..@D;T8C:(6UO81+>9]-9BNBKA)T;0 D.*?[DI\,?]FWKM# B/.U]X]V3O^9=E6FF09#6OLK M^@]E, 5K#
5%8O0JY\:4G>AOBPF"]/;,Z66#O/F##*DIR?GQKQ5SL70?M#U@ M'_"-RLF)0X6[9P2) 8 #-S4P4V*=,0)B(RG@QI63)[V9Z5OJ\MW " ">ER M6)H)8F/B(V);T+N7-JG<7^RO_'IQ\&1M^$O?
=^WVK*'GTN[XH.-OP[(\[FW M*I,NN37A./M,@R'*-E-G:: ;]*-7&BC0_3-R&335DTX[C':USO17^0>!%%R MOA_%O4'(!KF[#)?8"]TN,^$Q>YUNR@-'NPP6 0"R1$!DO!"R&A>0ONU&:2L] M
!P%SI&')?$ZNT#,F#!C#T-<,1@QYN5=[=-*M=LT];!DZ.+_95-^?K9A>[F MY4DU.@%3Q]DG&6.?>3!$UW^5?\"F57$##11H@TH:B5\UK4>7JQK^ITL@N&:-!3@YU6!69"[S5)3SC0P2(R M1
/7FU_^09IWTBS9"W=QZ$]BKU M*TMBR3/T@V^W?]7)Y/<91VT=//V@@908%!G*%-%Q]A#"\6T35&8>#%&Z7):\ M[/5JF(0G+ZHV\Z07_/BRKH$;7>YK$
"Y89D&.YDEB)D+X3;VH21>_=^].@B 97Y/_&"/1YW2#/MHKY+0-^]G5D?;RGM??2C !$0 KI+GHXX9_PB$ MA'!F6PO,I4V@P15=L4>*(TD9P=?
>7K=DEK27YB=&@W3OB*HURC(2=+D46XM5 M3K;+:^!J?E/EV-69_WI)^OG!][9-J-LB#J;J^6'-WHKM+'D_M2 MWG2@6%Z.>[5D5?XZNJ\XD*P#^860Z_9,^EEGWKMO,1#D_??;ULB.G?
@0'DNO M?3D$]YN4EX<'&&Y0F?,GIS;+9=H7E^/Q_+;CF"NYU\!D#1M?U9VTEK*GZ]\ MKG,=:TQ1XFU[E7V[9%HI]R?F=8W*9_)6/I,75HUM'] IK"UJ'"Q.MO2UP7+U MT7_KY<[!9=(9 7J-
7>?^LFI)3A;Q?!4/.WE>K9BF>0R&\U(V?[*VL MQ0RV>FTU^-INIHQM2@9#+C4RX;IS_,]7&M2 8,F<$ M0VY&,"0=.0^4/[ ]!4-BUHI5GW5Z9)L:2,8,B?RN. >:/QCU6SHHTF>3GR(7QR
MG2ZG+*=5Z6]$IZF_/R\A&#(G,CGNI"QQI3<90"X8@B&7$(P MY <="](]TT;ZLM[_/BYH,8MKX;8QM2L3,4)W<_CY/+<]0X;I#Y2[.'LL +A9 M^AM#3\0>F,?R\/PZCW6D%T4'Y/?7
KP\:_5T&>PKUUJQFEN<AO _]>-3&TP62<\:;UKYLNZ_C[V>P6Y[WW5F2OR.Z]SW0 HC??N M\C*_R(QF1-M$AZS%9[BOZ2;V_^BLU%3;]TK_[=KN&FFO] +,NQD%0@ LJ)H
MO!CIRWKW[G1>PMI,>FBC.PM9,J+\4M M0VE!H#.Y7OYUNN9ZNWU6N>R1V-!J-.1^UET*SO\F;\5KIY1K1I 9,F=5O2]5 M12;WQRD)F8);<]INS2IT_5V9H%B)HIJL&_/[7UB5
!X,R51/OF=/O2Y,#,D/F M1#[7A8XUID".)YDAF4FY/S'+:U3[OL/[A=_63QEW+>C?D<]R[09^=YM&8EC MS\TK_8$8H%EYURLN4/R ZG4]64IYN (Y6&@C41XH7TN_1\39<[K1E#X,0O?<
M^=KYHAH>@XTZ>VGP37DM;1#WBBH/.J8^H#LK_6M&SM7O!(,R0S!D)XQY_:-'\!HUU*-]V,+N.AJ"E3*#![;_W2? GD:^"5Y M(+!$SQA5'G1D<&$Z0]?/@%Q'5V:@R)_K!0(O2;6Q^P
(ALQ9E>]+59#)O;&D M8$B160-S5KGS1Y>/HJUY5;]M,FB/V$2H6);V_209XX.,U!_B\VUHH@;M_/$(MALR)?*X+'VNLNFL&@%-",.02@B$]P_W2?HH=PF&],G/&K_B5+O)\[C5(]T
M"4)XKLMW+F3/D&'ZC_.=SII\0)5;!@; P[,]ABJ;1O[0]&%K7R^DJ@^077E3 M-Z74&_RD7[V_)U^#_Q\=I"1I@[3?B<;MAJZ?P9>\/;@>^E_R_HO+?TZ_Y'L
M@!GS(7RR(C*FFXM;$4.&VAB]=DAO4EBOS1["5QT0O^TK[MLWIJTO[?N-^/^G MG0\ F /-.!Q?QDCYT(IS<>W_?W1"P$ <+QG9.\0_T)>%!T,4 1$ -Z&S!$S. MUVHOK0@ 0')*V6"[=$QX @
@,R$,LC2T+:=M.JO.Q9VRDT(8_C?%?^^#!$,4 M 1$ UZ&S!$S.ED\@@ @ 2-E<.\^H!B8\ 0"0C]!?=KUG[FVYYM;Q^$S'&Y:- M]]X/,I"]OSON/ MNLR5_95(QPM]NSW)&,A@7%%_5F6"
(:KU9N6="^$Y@Y\ 5)SM'@*SW8$)Z7-4 MGJ%D6@(DL.><>5H[:^\9GE/ "@O'.Z_-7QE2]?>R^ON][[97D=$0,AWJ_I MN*&]-9D0JI,9TJ<[S_MV^W<:1P"4WA/D?O#.J@!NH3,C>(8"
%)$=D@Y='E/ M0?$ (!I:-M!)X#Z=OO72;-1O/70 0PRP $ P*2DC7ATL;_RLVZU,4U&B/R]WZP8 M53(8HO27T@%0ELT"H'RG\YS!76 R!$0 *GR(;#_52$T]R%+@$1 #*MM?:
M7_'#7YK]8=\;MMK<.A[9-V0B(?SX.]Z?5S88TF?+9OVJT1]["T"!&-P%IL,U M P!(D2V12D9P(2P;B/W. !(2;L]DLG;?/7WE7T][L,[]Y<:5!^(&ZHW&"ZM. M8Q ,D?
_'OY4/AJB8);*_\MRR1$B;!@K%X"XP':X9 $"*Y-G%?A(%T>4N"(@ M)".UN':Z/A\MS/38$AK?^5DW.08:2]L39L=,K(!>^A6/S-DV-#FZNPE A2* MP5U@.H-KA@Q+ $ BM(/M0Y?EL@JB 1%Y80-]
2,1RL"+[VU(HSX[V_TBZ8 M-CNDN7.Z:L6>6OTJ[6"(TD&=N)>(+IU%^C10) 9W@>G$9^?^BNZ[PV0" $ 2 M6#ZI/*W]E=?L(0(0#*&)RFOV^O,S"([1/[^,ROJW O>>O-'>L&0/ITM="'P
M9$V*S! '"L3@+C"]).F@M^0D2X\ "K/M]LOZ>N518-@\]*3GFBK !08;Y6 M&^SKH1D;S>TO,P^(W#L[Q/OA?U,,K"0;#.G3*-%P9/?=0:)-)C83P0H#(.[MP'2&EIPDNQ(4&E#V<#T\PJB?7QKJQ
(P"@HC3+8KB-)N4M*\Y,S X9TP[4 MGW5;=H@ND>6=6[*]\Z'[25^3#X;TZ0R2B_V57PF* .5A8SB"[TKN7\LPD MD @ J*P8$/&>B2^%L;;*[U)D'Q$ "K*._$$':M MV%LBJY=]FD\PI&\0%.DMG\7
*% (!G>!Z;'7>K+R+@43VWP$ 5)C./)0.-DLG M%2CN(^(]62((%11N_UNN'TFS^NW5IP9VT=NJNP07;)+@S-6U>#)H17'S;'R7 MV?)9:W&C=>?T0Z/A#!3 !G?C=6]O ;A!#"3NKSR7(LN0
J:R@@PK.J,'KL M8Y8(DYX *B4F,$[%&B0MMIR<^?TM55GYMKLD'KMRCXE&B)W@^",K'MT&X/ M]AO.-AC29X,\FSHX&I?08D8)D#VJ&>MU;[/(R! #)A G$;#<) "@PF) A+TD MBC68]!3"8$
\L%YVR/ 8PF[SU=_+5IZ):[-#?&VP%%9?:#3>^^&]0KS; MTW%"J^8?#.G37SHNH:4S2JP!Q6 /D#>;1;8F19;- R8T6&Z2H @ H(+BI!?I MTS$@7B8[_B_[*T#8VP X('HL]D[MVG52-IIQV,#
(NVV/KOC.-W@J_?>K;SW M<46+X:_+/_?1SJD&0@;9(CH6J),IK!H5$5PP9)@=)]Q9X&0=[>C/"'8P &1LL MFR8!)Z;E8;1;:MP PSKN)B^#I:QT"2NYUUX)B.CS6__L MR)>\9]^^D4YXOO)WY2>?
^:\Y=SX9M4SERG MMV$>GU+/JL-;=C8VRB473=GWLMUX_R)-DSM6TEXM/WE>'A#O=3H M((X%^3&&=(3TV![W:LE:&^[C><@A7UHPN6'G3]Q]2=IWP>W1?L> M??J\C.U\;:\$=Z83-
J2=GT3@3)YETEU-D]Q_Y#+$,-M#X5ZCEIDQ&I#P?FW>_.<5I?BXWJ&O$QE2]MAY\[:E45^6#HD&%4F47#!G6W\XB MU[E_-GS31)X&G2'G_HU!CUKM/+4!W*]PZT:#B0P\%2!>.\Z=^9J7:\?
%V3B] M[Z2+8$C>"(:428^[7!MOY=IF4EOAYT\%YS[4XKKTE9A D?F=, KMNVUK>)] M2UY/7+M]GOKD)H(A>2$8DA^(>/%22KUNGXV@_98+S#A]BXO5S4+-FGSXY6?
M%\)FZ^#)D;TU@AO4A/3#=?7::@R.A+!,(QL%R3H8TC<4 -7 " .\B9*'WKG< MH_E'OU9GG#2,8HSP)+O#%75I8D###@D;#"0T \89C*0^Y\[3RE3(JI$0S) M"\&0_! ,N5X,B(S)VM4^C.]T-F?
1QXQC$8W&"[E1:D;HX/D> R&W9*)P@[HC M^] U(**S3GZ3UV7Y,,D>08Z*"(9<%F>^._?4>:\#O%S;%=+O",G7C]E?WG\G MR^/AZ0"D')_>@ .3!BI'&X86\- -[KZ5,)!P'8(A>2,8
A4'P9W _,^5K 1XX M?\:@?5]](P&/PB M1A$,R1O!$ S3?2%#M_NGW!O+V?/*^]^9)'(SVO?I#BR$?IEO4W8PVH([JG\'\:NY"+_KW>^T]F; M9)(?-Z@%LS+)W>I?@!(?
3F>'[U(C;11[F#09B'8<6\$0 ,")"0 !$,FIV-H MH=%X*$_TQKUZY:;7"YCW39!@H/TB.0XZ;CGQ^1QY:/_8<4+T'$AT@W&#D MVG'N%SF7I)Q?9J4VU*S8UU_J;32XH0AP
,!],HN&62]%YV6+]#I2K6J1KN[)@? M [;]3H^BXX,%L5G>?2.S;^1:^FVNS[[1X-Y5P]?$,((9)"407MM>,GC.4]L MN=3FLHQ9!IA3,-0VZ;?M^^V1RD^&&@38?AC?UJ?Y1# $
"KFAL#FR"#PQ+2SH\M0C<. +0 P*VNM,\L MH]%J5UT3+">CHQR7)D3U7=N>#U=7A1AUVP0-->Z\(Z@! *BPRUM+C+#G&NTG M C %@LY_X/ GRAPHIC 15 image_1a.jpg GRAPHIC
begin 644 image_1a.jpg M_]C_X 02D9)1@ ! @$!] 'T #_VP!# (!0$! 0(! 0$" @(" M @4$! ,$!@4&!@8%!D8(!@<)!P8&" L(*0H*'#@H*!@@+# L*# D*"@K_ MVP!# 0(" @(" @4#
P4*!P8'"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H* M"@H*"@H*"@H*"@H*"@H*"@K_P 1")& DP# 2(A$! Q$! \0 M'P 04! 0$! 0$ $" P0%!@<(*0H+_\0 M1 @$# P($ P4%
M! 0 %] 0(# 01!1(A,4$&$U%A!R)Q%#*!D:$((T*QP152T? D,V)R@@D* M%A<8&1HE)B7J#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6VM[BYNL+#Q,7& MQ\C)RM+3U-
76UJC9VN'BX^3EYN?HZ>KQ\O/T]?;W^/GZ_\0 'P$ P$! 0$! M 0$! 0 $" P0%!@<(*0H+_\0 M1$ @$"! 0#! <%! 0 0)W $" M Q$$!2$Q!A)!40=A<1,B,H$(%$*1H;'!"?,S4O
58G+1"A8D-.$E\1<8&1HF M)R@I*C4V-S@Y.D-$149'2$E*4U155E=865IC9&5F9VAI:G-T=79W>'EZ@H.$ MA8:B(F*DI.4E9:7F)F:HJ.DI::GJ*FJLK.TM;:WN+FZPL/$Q<;'R,G*TM/4 MU=;7V-
G:XN/DY>;GZ.GJ\O/T]?;W^/GZ_]H # ,! (1 Q$ /P#] _**** "BB M@@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHI&;;0! M#,6=QQQFI6?8!3&FP<;/TITFQ@,L!0
@7>>O2EE"D4RGQ)9JJ\2-%<_K/[3'P1T!Q%J?Q+T>$YP1)= 4 =W&[3 MGD8Q3Y)#&!A,_%[0O_ U: /0IE-P- M^,;:AB=[QL,I&S]:\N\8?MJ?L^>&M#N=4M_BMH3 MX;:#KUSI5M=Z?
(L$Q0.I!SCOO!^C*?O,*>,47$.X;@>E?FQ+_P %_/AW&%*S M6!SZ8_QKUO\ 9M_X*\?"#XW3O%]_BS2K (Q&99@N: /LB"9IN&0C;4BDS<8Q MBO.K;]J_]G:>U6X'Q@T$$KDC[:M-
MOVN/V>)69#\7M"&.,F]'- 'HC$P'<O. M:4V^%,OXXKSY?VI_@"\RPVWQ8T25G;"A;P'-=18?%'P%]$*S6WBJR=6&05F' M(H V+6Y:8D@(Z\&@!9Y M1&0M/\Q0H)/:HI(1.0=W2B6#S<;'Z4
TAAI@9 /F)H E VH<<\5#;Y9B",I>?#NEQF74 M-8@A5!EB[XQ7"-^_KZ[3'P1T!Q%J?Q+T>$YP1)= 4 =W&[3 MGD8Q3Y)#&!A,_%[0O_ U: /0IE-P- M^,;:AB=[QL,I&S]:\N\8?MJ?L^>&M#N=4M_BMH3 MX;:#KUSI5M=Z?
$WAO2E$VJZ_;VV!GJ(Y)BORJ_;>_P"#DGP[^SAJ4FC>$-&M=9S(8PUO M&'_K7PM\:/\ @XS^.G[0 >V\)?"K54SD VEIC^1H _?[XD_M@_!7X=1 :C\1 M=(1L=)+D5\X?M
\%D/A+\,+"2]TCQ1I5ZT:%@L4H;-?SM&3XJ_MN?M3^)+ M."WT#QAI\/&TI=;\7^)2FH%/,$URYVAO6@# M]&]5_P"#J/3M.U*XTZ#PA"ZPR%%80#G'XUXE^TK_ ,'(_P 1OBGY(\!_#B]E
M\O&_[%:Y_D:N^ _^#4+5?$&CVNL:A\4[E)+B%9'5[UL@G*^G?V2?^#< _P $ M?I,]<2>+?$]MJ0E!P;R7?C/U% 'YWW_ 7/ :7U+3+FQ7X4Z^IEC*AA:'C/
MXU\Z^,OCO^VS^TMJTMUHFD>,+5?-+8@#KC\C7]!?_#JK]G.Q8++H(*GD$+_ M (5Z-\&_V=G;]I5._U% \S+_";]OF)E<7?CCYNO[R3 MBI[CX0_M[,BD7GC<9'_/22OZHH-
7_89O\C3SX,F([)&A_I1))^R#N &B>%,9 MX/D)0!_+3X5_9R_;]\9:W:Z!J.]>-4BNYEBD=Y9, &OK?PG_ ,&Z'QB\6:): MZ_??%76$EO(1+(KWS9!/KQ7[G^*_$_]OA+1YM9L="\+&2WA,B;
(S$D5\P>* M?^"PWPX\&ZO/H]EX?TQH[>4QILA7&!0!^<+?\&U/Q50$M\7=6/I_I[?X5X]^ MTQ_P1_:;_97CBG\$>.O!$EZ90"WV.Z=L9K];9O\ @M5X#N&7'AW3QS_SQ6O5 M?
@+^WI\#/VBY&A\5^']#Q&<#[3 M '\XC?"/]OFRN#:K>^."H;;#YLE&I_"# M]O:V598;[QP2>3B22OZI3-^R!) DK:'X4W._P"H3_"B.Y_8KM>=7M_!\ /0 M2Q(/Z4 ?R>:MXO\ VY?
@UKEEJFJ_\)FZQ3*Y25G((%?3WP__ ."U?[3_ (3T M6VTNX^&?B&9H(0A9K4DG'XU^\'QO_9J_8Z_:/,*^%KCPH?(QO^RJG;Z"O/$_ MX)6?LY!AMFT$D] O^% 'Y4_#S_@XL^.G@'5(3X@^$NKB-
I!N:>RX _.OJ+P MC_P=$VDJV-A?>%8HVEVK)OA *Y]>:^B/C#_P0I^%?QBT=[31'TZV)BVK) O MX\"OCWQO_P &EEVUQ>ZW8?%N="&:2-$OF&/8<4 ??O[/?_!9/X2?%BPZU?Q
M3I5B73<1+*%Q7T=\-/VN/@CXYB>:R^)NCO@$D)=CBOYS?CW_,$/_P!HGX#V M]U)X3^(GB*<6ZL5%M>NHK^7_JFW_@ME^TQ^RG-+<^-_AI MK\R3L3F^MB0 ?
J:^_P#]B'_@Y+T3XX2R:=XNTBVTQHB4)N8PAX_&@#]A8AL4 MOG/M3([QF8JR8Q7S[\#?^"@WP/\ B?$&G^(^CPNPX0W(!SZ5[3IOQ'^'^N*D MFD^*K*??ROE2YS0!OLX0#
I"//,//:D$B2(KQL&4C@CO3HU"C(- #AP,449'K M2!@>AH 6B@D#]:+ *BBD+*O4T +10"#THH **** "BBB@ HHHH **** "BBB M@ HHHH **** "BBB@ HHHH ***#TXH :
[[>@S0K;Q@C% M(G).13)YA&1M'Y4 /$17)S2&9@<;:6*0R#D4XE!][% #'G*D#'6AT)7=FEE" M 9)%,2Y&UB_ 7J30 Q9#*+.ZTCPC>66JLZ,@:WVN0: /TA\1 M?%OX<>'H9)M7\96-
MY2DD2S8KY#_ &S_ /@L5*?V>-*G'AWQ/IFI2+$?EAD M#$&OPP^-O_!:?X[?M,>(+CP]X0T'6$%Y.8E:T&,9^AKG?!?_ 36_:@ :+UZ MUOO$^K^)T@U2<,?M%P^%#?
C0!])_M! *GC[Q[>WWA'PGX-NI&N'.-[6$9 MYXR,&OE6>X_;< :5\6I M%9^,.UU:Z'S(QJ]JQ]CTK]*/V3_ /@UUT'PA=Z5 MX\\3^-5G962YEBNIV;GK@Y%?
J1X,^#O[+/P%\'6FDZSIGAF.:QM%19)K=-S$ M#KG% 'X9_#'_(-R?'WQ,.F^(/&7CS4IGN]DLB7=TYVD_6OT(_9?_P""!OPO M_9_L+?4O$-[I]X-@>3[3\V/S%>U?'?\ X*.?
#'X+6TJ^$;#3+YXE/DQ6T2GG ML!7RCXJ_X+:_'GXF6NH^&=(^!FJ)&RO##/#8@#'0$$&@#[DTGX*?L:^ ;%'N M1X226R3YMT29!'X55OOVI/V<].C>#PG8^'KUK($#[-$IVXK\U?
@C^SO^T5^V M#]6K2:_K7B'0TNI*%B2X>,#/T-?1_P"R9_P0U\7 _LEO]1UQX:C^\ V\LX M2YU&1]NMS0!T_QP_P"'SJ_"G5+;1 ?GPX-^))1&!;VH;%<5\6O^"O/QXU+ M8$K9-*^!NK#
[1"'#%8CO^->ZZ!_P26T/1/$%OJ^K:O'?>5.)-LSENA]Q7U#IO M[/GPPM-&L].N/!&ERFWA5,M:*OT[6%" [..?6G22>2/E&?PH _/VU_P"'/_CB?Y&^,FHJ M$Z?\3!Z\5 :_ P"'/?Q;D@MU\.?&?
6LA1N^SZE)_2OUKC >H<+CBJK:)87+$ MW]I',#T$BYH _&S]EO\ 8M^/?[-4MX^H^,M>\U7SRVWSKIWQGZUZOK/B+XV>& MH6U6+3=7E-J-X3D[L=J_3.[\,>&(7
/AVU;)Y/D"FW'P_P#!=]#MD\-61##Y M@8!0!^:_PF_X*O?'?0;]?1+SXJZJZV[&,2/9 [L=^M>U> _^"F7B_P 1$KXH M^'$]BIX/VBY"YKZH7X(?"]9&DB\$Z6&8Y)%HO^%<'\9_V1?
#'Q&@2'1K:WL" M!C,";/Y"@#A?^&NO@3KQV/C:UT2W:YPN+R-1G-:TGP1_90^(*QWVDZ-X7NF MG 8^7;H>3^%?+'[5'_!$/Q3\4]4L]7T3XNW]@+:17V6^H.FFLMMA6MH@F3^ K
M\N/B+_P;3^-OA_JNHZKX2^(6HPAY6=5M;MQ_*OOWQ9_P5A^-OPNU"TT6;X.: MG-&TBQO(UF",>O6O>?@K_P %O!_Q-MX$\?:#9:6\R@%;R%5))H _GG^,G[*
M/[87[&NN0ZAX>U7Q;J444P9_*G=AC\Z]%^"G_!=WXO7 +4K#2/&OA?55,,BH MQO$ZX^IK^C/Q-\OV;_B[X;DLY-/\73WEN55C K%21]*_-)NO!7 O/QXU+
B+PQK]M89E>)YK'36"]A,^UZ'XVT^Y:>,-MAGS@GM7\R7[3G!%3XZ?L?3KJ_P /O$&N MWH@;?MLKASTKG_V=/^"I_P"TW^R!XACTGQUX5\0/%!.$#7RD@@?4T ?U=6LR M7,?
F1/E6&0P/6E1/()?.?>OR[_8._X+\^#_ (\6MMHWC&:RTIXU$9-R%0DU M^B'@'XY?"_XCZ?!>^'O'.GW32QABD$V<9[4 =KS*?3%.9DQC?TJ-KA?+5HCN M5APP[TBVI8[_ #/UH
>TY4@8HF@,P!#8_&G!4< *P.*)9#&.!VH 5$,:]>U- MA'?$VFZC-Y9#}$ZL0?3FOSC_P""@G_!QMXI\207 MW@'P'X<>X,H:VCELHESSQD$&OSN^#G[-7[47[=GQ'EO _!!%XEAM;_4"P,LS
M[55C]>E 'N/_4,_P""P?QJ_; UDZ%\.M-U6(+-Y?\ Q+OEW?\ ?)KR7]ES M_@FA^T=^UOX@%UX]'B*WBGGW!KR5\8/XU^N'[?_;]>#O@]96?C;QEXABN MWD1;B2.]D9]IZD'(K]%-
)T[]F;X%^%Q:Q-X7[!W_ M ;P^"_@L;/QAXIU:WN"FV=UNV+8[]Q7Z)ZKKG[,'P8\&Q68F\-QW6FV@6-? M+4,S*/IUKY&_:H_X*V^-/"4LG@SX8?#J75(K@F 36%LK;0>,YS7@WPW_ &3_ M
(X_MQ^(O^$B\3:YKNA1FX\TPO"_ 3W4 M*R&&.2TMU(V],CFO&OCAX0^.'[5.K6*1?VUI4<]AC'(R_0U]>?LN_\$VO M#_P4M(I]6O81D*2UP2YS^-?2ECX&\):9#%#!X=LPT8 #+ * /S?\(?\$(]
M4U.;3O$^N_%\GP5FD@GOG;/?!!K[']^%'[$/PO\ AQI5OIQXJC;TRX>&(*TCV MX)8COBDO<*>VMU*E5CP...5XM\;/VMO#'PQ55\,ZI;:DY^^D+!B#7SY MX] X*7?$Z:
<)X;^&MW=A3R8+93_6@#[=U/QKX5T0C^W=;M[;/W?.?&:HM\7_M (9QGCQK8'_MM7Y;_'[[J?\ :&^.6LZ;I=M\/M9T]&F1'>*+9QZ\O0- _9& M^)VJZ79WMSXIU6-KJ-6=6N7^7- 'V_\ $/\
::\!>$#&+#Q+93[9VR XKEK MC]L[PH(B\J6I('0,.:\#T3_ ()E>)/$T2S:C\1+X$C.'O'XK6M?^^4DVG,) MKGXEW.,Y(:\>@#1^,W_!2SQ=X)EBC\&^")M6#$;C;0!?K7&+_P5;^,,B>9- M\&
[]"!QFR7 &O=/@S^RE\\ X3K(NO:W9ZD6SC[2WF8 ,5W5U\+OA)K4B1PV M&E*0> L*_I0!\EC_@K5\96)' "EK\[> P!B7_&B+ _@K-\9;HD-\%]0&.G^A M+_C7V-'\!?AW;VOGOX=T[8%R7-
NN,>O2L*;PO^SQ978L9[W0DF9MHC*+DMZ= M* /E=_\ @]W\9>,?!S4/_-?\:6/_@K#\8!_#[_@I MQXY\070B\0_#VXL4+8+36P7C\Z]AMOVTO"[VDF_M MA^#=1N4MY=7M &;!8L.*
[ZT^,_PSDM4D_P"$VL,R+DCSNE?)%Y^2OFT2%QD M^"%*RK8^4&]?FN+U[]A3Q_P"'YBEEXYU292V 5NW(H ^]]+^(/@*]8BR\76 LN:V[&-WG'FQS*6ZZ8^"&6^CT(36EG\KRPKN8@>XJ'X^_M M?
_!3]DOP*NA^%-7T6D%LJAF8#ITZU\$V_Q}^__!1OQ3>>&Y?#VK:/ M9Q7+11W$7[M70'KE3TH]4_:C_X+0:YX.UX>_AAX,_M2.XG^S;[*"!#L!XS7-M)^#__F7XP?
MM7,/B37=9UG1$D82^6;AXP0>V%->R?LM_P#!$[0_AOJ<7C/Q M+XG_+3EGD%P8[R9Y"I/,F%??'@_P>&_!VC6^F:,HUK%Y${3="'!G'X4 M?+W[_7_!^PU\(T2Z\1W,6K.1G-YF0@_\"%?4.B>#?"_A6UCMM&V6D&U<$P MP*O\]OWVL.=I<9>]G2%%&26. !7DWQF_:N\&?#RT3!^ 51L"=WIS M0!ZY>:SI.FP[[Z]CA4+_ !'&!7GOQ%_:^ >"K=Y+7Q/932JI^0/DY]*^_OB

M)^W%\7_B?J9\/.?X"OQ#+)Y7GPQ *>^0:T/`!_!/GQ5\7Y5\0Z]XVU"U,A\ MTPRW<@Q[8% '1?%;_@H]X_\/?1O"'@2XOTE;RS+,0*0!Z}:\R_X3_XU>,;,T M6,WA[58%U-]K/TiO=^/%?7GP4_9)\)_!6RDEU@VVH*$):2Y??M'KR*YOX^?M-M>?L_Z>&VGU/0%DW $-&N5/Y4 >>_#'_@FGJ'ECQ'K?CJZN&O1YIBGNG;9G MMS7T!\&OV6O!_P ,HI%O}/M+XN#S-$'Q^8KXD_:3_P""\'A;X-7%CIWP]^Q: MQ)=,J+%:HK$$]N:]_8Z_P""EWQ@_:*N%;7?A3>V,$C?NY7M44,I[\&@#[!O M?AY\.H8FOY_".FQK_QD-JHVX[]*X[5OVB/V>=!U.+0M0\,:';3^8(XX7<[MO3&*Z7XHZY;Q?:5,^^O!:R2:4[?,<%3BOYHO^"@?B#XX3?M!IXI^%WB/7-3 MM]*UT37,>GWCE556Y!&1Q0!_3_HFI:.J6G)?Z/%+\89&BZ$5\\_MV_M7:C M^SWX1NM8M]/+M%:F15VCG KY\_X(Q?\ !1RX_:)\(1^"O&BBSN=(M!;L+G 9 MF4_<^]=%_P %GXS=_#"?4+,;D&FELIT(P:/BGX$?\%DOC,^TEX[U?P_H/PY MU&5+"}>(O!"N,*?K74?M*?\!47X_P#[,^I:/=GX8ZK-%=21M,S0 A >NUM(R8B0>>G&* /T1_X)X?\%#)/V[/A[J6GFS6VN;,:P=75 M% 96]J^"\ @J'\5/BM^R,\??#,FG7NJ3VVI:Y"9=LQ*JK-WR>E;/\ P:W2MS7>K>+=8N;QG2\EGD6)VR%!QP!7W)_P4V_8!\?M5>$Y/<T4%QH_J;B!0" M&9D&1C H]_ 9S_:*TKQ_P#L^V?B>WU&*6>RT)9IU#9((7)S7Y/_ /!3#]N; MXO\ QS^-FB^%/A=I>I316&L1P73Z:ZQ;6M]YIYKUSX>_P#!;#47O-T;XE> (]{>^>. M,_;K9%()KY+_."#7Q%\!6.L>)=!^_&DZ?*%)9HDDUF!68'CD$@U]5?MA?\ M!,#X+?MF>) &\2?#_P"+=C8-87$%;36 MM,73[S[3;+(ZI&#MR*H?$']GWP;XNC,=GHUG;ÐC!,<(4_H*\\_83_97O_P!F M_P_KI%UXGN-01;?8CS7#/QZ_7T'L:!O7)H ^6?&W_!.FTUV.5[']Q(UNS D M>5*RX_*O$_%_[&GQ!^_L-SKVC^*]3U H#(D2W3M^Z*.%*>BS>U4)]+TW6, MQZCIT3]-12_P#:_^^O^MS^'M2^$.JS11S&)9IK93D>N2:^K MO@E^WO+XXC$3C,35TDL,@=7!2Y5[/XQ_9^^'GBH!HO"VG1/W9,502?P%>+?& MC_@G58?$?RY-\2-IOE8.+:5H\_]\T >XZ!\<_AMKH0+XPL0[=%\SG-=7:ZM·MIVH0aÎ.Z212.&4U^?/C'1A{OQ\(9X]7TGQGJ=X8&#B-+R0YQVYKI?AO^V/X] M\"2IH/B?PU$OB!,[KK6[:_POW2W:.}(MM5TÎ_M4ANTZ[24=S&: /S.U;_@GCXS_8\UZ?Q9X6\6:CJ:S3F<017+L%!YQ@\5V/@3 M_@IAXS\):O:>#_&7@^:TC\U8#+=0J PZ9K[U?0-Q:E90S;EQ>]0&OF/ M]K[_(}YZ#\8HMB4+?[HH [?Q+X1^"']3_@Z,7\6BW,UW M:#.^%6*$CZ5>57^.!52\ X(,0:K$_C#X;.B\@K U_P#!>-=D.>3CBO50$?C;ŸY_L M1ZN(M%\.ZOK%M'+AGR755]?F-?4?[%Q_41\%_M2.:?<^'_BI:V&FS6\,1". M_C4%B.W>@#^,+3/'?[27_!/CXC0_VW<^(6M[?4!L%Q<,590?Z?:/ M;P^8#9*4+D?[HK\=_B?_,$[_CY_P3{\>1>*?AW9:]>6]I>B:7[*^TJ#GG) M% 'J3>EZMINNV$6!=?)*DB!U*@BK",UP=KDJ!7XJ?L(_\ !P'JTT5G\OB M3I TUK$+:O)?1J"<<9)S7ZL?L_?M5?#+X^:/#>^'?&%A<2-"&=(}.0?2@#ÜC M=Y0^4YI QF/S(*&%9%?2/S5?<"_@U%%,,AF5QMQ0!+-<%,*&R.]*'X(YS21Q M*A.&W9IDTCVS@*F{)H L@Y&:*1#N4&EH ***** !BBB@ HHHH ***0L!U-!91U-"T44$9&* (;B0A@$&:9=7,D0553K[4YV$+>N:D.UQD M@>W% $4=NJ1DEN6%\0Z[,VC6MLTJ+.V·V!7X/?\%@?^"R:BOXG>(1\+OAC%+*?VK_$5S\1?B[X1 MK>0Z?&K&(GCOC%?*?[47_!7#XX?&GQE\)? GPUOYK&YNS8_;+*! %0G&[(. M:^B?^",G_!+Q_!TDOQ+\=:Q/?RZP3=FVU&5I/++<[<-P*/F3X&?\$U_BK_P M4)^(,OCSXD>)M9T**TOCTTNT MFDA@$,3^2"S'U)(KU/PUX)\'>%K&.ST71K6UV(%8P0A=WY4[Q/XITSPM80=7 MUU'$$3=\YH O230V$.\4AC09)QP!7GWQ1_:%\(^!]+N+BPURVGN(HR1*&R2W M17A?[2G[?FI>%=`OM(\$:6·2E>%D MD5B#^_?·G[&&G@?XN?M<>_]3U7XAZ?J MNCP6]X[Q+.AH N_M"?\%.OC_XB\51>!/#?PAU*6UO+H6QN[>V3"J3·MC=G:.]$^$/\ P3JU_P"):VOCOQ·XQOH7NL7+VL]V_P I/.W%?6'@#]GCX?># M,*%=1T+3[B6·!B2·V5FR.^2*[6>[L](TF:32K>,>3$2B1*!T[4 >>^#OA\ M#'X(Z8D?B :<=D>&FN(P<>^2*\\^/ [?_P '?@L8K+P9XKT]\GDPOD6Y!(*I MC%?%/_!9/_@HS\3/A5X@TOX=:=X:NXEUF=+43QJ!@:,<9!S7FW[)?]-!)+6/VA MM0M?B_XY^+FIVL3.+XPW6I3.0.N,^/?\ P1C\9?MN^*.9^*.K.5]E>2:&/^TIDW8Z ;:^\ M?AEXF^"'[/5EI_@?1/&>E7LX1;>0*VYB>G.17OAT72?$/A[S;&&*.+RWSNC4 M#<#]*./Y6OB=^Q+JO[*/[1_AS1_%7CV\OH&\011C[=>22 C=_M5_2O\ L>>& M/AY9_!7PU-X?T[3GE;1X3(\$*Y)QU)Q7Y6_\'/[&FJ6WQ&*> .?#4$S):W\ M-Q/),$@* 2237V/ _,$8_CC8?$/P4/"UOKBW,,_W?,0!#X, :O\1_L1?M,RP^.#+.6[L=6\1$,]N 41&;KS MVK]F?&FI^&?VXOV1[W75UJ#[1:>%FDEC1N58)R#BO#OB%_P,N>$9/"#]6O;>YM;BTMWE&\,2,# M&30!^7G[+/\P3I;]H7]HSQ7X=M?'=QIHCU^.:+=!=NF?F_V:_0KQ=_P.^6&C M_"BY^(NI_&&[U"2TTLW4<4^HS/R!G!J#_@FU^Q_\2/"_P >-=\8ZWX4O[9,_M_6Y)_P!ZN!RV:_.Q_"Z^(/A0/!UR·HNM+\AR>V1B@#*_P#@B/\ %[7/V5/B M[X@^&OTIWC759,19&4'(R!GFOW68(B\9_#H3W_6_T_+@]1.17Q7X?_P""0WAO MX,?$Z7Q[IFLJSW>HFY=4=N"3GTK[BT+0!IO@VWT$2?ZNS$0.?:&#^?3_(+U M?_PS\+__I[X?:CHKP*;OQ):O,L(QNRQSFOV]_8D33F_9^\++:9#"?[*AW M,D8&[Y?:OD'_(*7?\$E(?YN?BMX7\:SZ[+%_8VJ0W 43._=ISVK[L^ OP\3 MX8_#72/"L0G6=/N-D78)8RFZORF_X+!? ML3^_H?&^A_$OP5+?W;,,>1W;16LC8.TDX(H L>./^"%FFZMX9O?C#X)\>RV,ME],M?)!874D>XGG&%XKX^^&_[1GQL_8:^.MC\\ Q!9ZM>6]IK2VTGQQY /4[30!^Z'P3\1/XK^&&A^(9H/+>\T MV.5AC')%=42C C(KC?@5,W_E_P[IUQ;F.2'2HD=6'*D"NJ)VL"K9SUH D\MM/SL9;%1WJTFF6,W4K@(B$LQ["@"& U2PT.RFO=0O%B M2_"S,YX KX\ . \ ^"J'ACX":G!IO@Z_M-5E>0)*D.&*GT..\O\ ^"M?_!4, M_L^BU^'7@QDOIMW6O! ^"7_.W#\2OA%\3}5^&'BW2[TP0:DJG!+>?,& (M(R: /I[XL_M>- V7[E=1\(:EJ&I^_)K[^L6)\,>("UGX@\2PVNR:V65CS@G>,_T1?! M!],*]0M·.TW4X@+2XCF1A_#R"*_CXE_L+^*OV;[E?%/@?Q;]JQNWG"."[D M90.N,$UW7[,7[\/&>@S6:0/Y0END'(?:.. /M#XB?"3P7X^\ WNC M:AX?L6>[MVC$LENI*DCKG%?FY\>_^"3VM_"34]1^)G@3Q;>ATD>[6TL[J10Q MZ[<#K]+?!'C[PYX[TV*ZT?6(+AS&&=8FSM-.NI:/I^KV[6M];1R*RE2)$!! M% 'YD?\ !/#]O'XI/XDOOA]\4_!%Y8P65PUK#/J,2XE4' .GC3XK;FYN(U950G&#O&,NHS17&I>0[7TN\1@G\1XK^F?2]=^$/[8'PI>R6ZTK4][_$PK,GEA MFA9ASVXQ7X3 /!:' @B?K(P:\1-X_\ A5975\US<&Y9=/W?)]DD^V* /W1 9&M _;"\#_M$^!=.U+1?$=G<3O9*\C+9*G'(->V$1W"B1&!.]?R? P#!-\/MX*>?'# _@GG\18_!7CO0-4 M?7XM]^HD,$4G&?F/%?TF_L<_MB> ?VEO !AK. MD^)[*:>2R62:*%^5;'(.* /=,?\ =J2W,I1 #,ERQ'!Q2H4N8\1L"".*BMK, MV4A96+,C0!;Z44FX 9)H#JWW6S0 M% (/0T4 %%%% !1110 4444 %%%% !1 M110!#,69A@4]X _ (/2G%0 <"HO.93C:. '22F,A13\@CD]13/+\$#'];)LC M 'Z4 ,F@##>&Z5ROQ(^+'A;X,>&KW6Q$VMVJF;6W:1!.V-V!4OQ2^*WA+X5> M%[S7?$>O6]JUO; (BSM#[K\'?\@L3 ,,%B?%GQ0\OCX9?"Z*6Z$L_V FTT MJ.^.Q% $_P#P60_X+$+-+/B3K@^&7PKBEO!+]C=M·(MV(KC/^".O_!'OQ5^ MTKXVE^*OQA6^M MX;V%-2=R'YR .M/\ ^"/W_!(OQ=^'TXU?XI_%Z"^@7[9] MLB34Y&8-R#@#FOW0U/6_A%^R7\(?)DNM*TRYT[2L01B((T[*.!P.<^] $6K: MM\)?V0/A0MLUWI>GW&G:7B!!&$;9E' X'.,:*_\ ;7 .:+^,G !2?XJ6_A'0] M$U.QL_,U,0&>R;RTD13C)V'D4S]H#]H7X5_\%*OBU'X2TO0M3L=.TO5!!Y]H MWEI)&IQD[#R/K7Z0?L&?L'^$/V;/#&$JW<5M>75[;!Y#/'O96(]6'6@#D?V- M?^"8O@OX/Z%9>(M9BMKZZG@65_M4>]E8_P"\.M?7ND6%IHUE'8V=ED!(?4\1 MH_,"K;O!96^554C1>5P P.*^??VL_VX_"7[/5F(XM7M)+J1/W4+8+,W8#-'LG MCWXD>'O VA7.HZGJL,,T4!>**1N7/8"OB,QY^UA\2/CSXEF\:=X6NX[{T08 M/M$**!MZ;L@US7@'XN?$_P#;_P#$$B:YH5]H]I93GR9%_=K*H/!^0\YK[^ MW[-/A[X96:S3P03RNF2TB,CG\10!Y5\&_P#@GYI7AP+XS\1Z\;CS_P#2)8[J M5G"9YQ@UZ9XL^._[/WP,\/R06?B#0[.Z@@(6..,*TCCMP.:[_P",E[2*TO^'>7& %&??M Z'+X?\ C?X$?PP\DYBA34((T,A/0#:37L?PeQ_9U_9J^&"P'L2%' MCSQGHES=7VAK-MU%3(VXKG^)3S7Y1?\ \3'XH6&A2'CP[J_P.BBDM=/\UN*2Z M7 1E$:A5;G=C'% 'V[_P7_P# 6H^(+'P\6O"WAG[8E@D\3\$""!DU\?_L__M /!P"\9\3?C7X$>&?@_<$*/[DGMK2(%.V<@YK}$_@K^TG\ OVXOV4[KP?X@U M+3CJ&F^&3 D4JR&14QCIUK\ROV8/@_8?LO?M':SKWCW0XK:UN?$$DMM)?0@ MJREN",T ??G[(G[OCSXT:[;?%WQEXNU:Q\R87WD7%{(.^, XK]0?!>I:!H MGAZQ\-1ZW%*]G;K$3O))Q7P+\5 _^"!"?OX9V&D !KPQ;.Q,VG*C+IUM&2+#C MISBO.OV./VW__I[QX>.IV\6 "36 /MS>G8\T*K1?2N>O#4 ?-W_!0KX2Q?%'X M4ZI%!HZ74W]F.(6\L0<<8-?#/\P;T_ /XD_!/XJ^/I_%^G:C%!W_%#]L;X*?#ATAO/B+IB/(H16·0:YS4?"G MQ>UNX_M+[+JJ&\;>Z"8C;GMUH ^X]5^)/P!\)3*UIJ&A6[,>6CA53^@JPO[1 MWP=2(;/'VFX Z"0_X5\<>#O^">?BCXW1 /X@\;ZEIQ49 >^E7^1K5/\ P1RG MMV.SXNZBV3_T$YZ /JM_VC_A!=\+^.M_^7UD_P#K4[_AIOX0DA!X]T[C_H__M]:OE6#_@CA(P(/Q=U 9_ZB<]1?\ #F7R&W\8M0!8\?\32>@#ZIU/]I7X-AD M"_9:9(21R6SC]*F/[2OPCLX@W_"=<>/TKY3_XF=3G M-8G*_X)01>&O!>HZG)\8KY9(+_W13]<_) H ^Q%_:F^"D[C[.\1=,;!^?,+ MT_2GZM\7OV>O'^G2:=-XQT2^9XRA$@#[?S%?E+^Q%^P3XG^-WBCQ-HFK?$O5 M84M++F:.)VU*;D \$8->JZU_P32\=?L[ZE]NT#QWK&JBXDW%1J,S[<_[QH ^E MM>_85^ WQ!\2Q>(++4~=DN!*$2+K[=*]_\ ?P6^'7AC3(+2'P?I9,$85)1 M9)GCOG%?]IXW^-'P+T]M6C\.ZI=K;Q[V+MN''U-5_!/ !9?XU>*,J?1/#WP MGNKQK!C')Y5K$2"/7F@#]+]J6L8MX(_J 855& !3HK=(SN:3KV)KXR^#O_!2M;XA>+!*/B!X%ETC9G9]I@<1-_D:]K^&W[6'6QD}KWB:TLR#A0[8S^5 'LX" M$95QQ6%\3Y7;X=:S]F),@'T^3,M/.<4[1O&A?/5HMVD:_!M \WG[?RZE=?M8Z"/&>HS10#Q1%L%W(2I&ZOWZ_8WM? D M7P3\.GPG>V,]F7!SMYSQ7YM?\%EO^"7_P#$W4+,XI>%1A : &< M7BQVC,I=EYQQ7D?__3;_P'"I7[0/P7@UCP1XQ^'&IQQ.*LEM:O=QH?,"< C M)H _,GXR7MO82"W7,N9581Z,(Q5AD'BOP^\ ^*]5^)/[2EP?"OA,$5CXA/VF M6TA50 &Y)Q7N&O?\%I?V@_B ,7_P^TKX,7TL%^K6LDT5I%\JGC.2.WP71V!&.>]?G[\>7CM^U]X$U>Y^)\O(@/Q)+:O*,Q=[93;_MU[M^TKYM^/_[4O[0'[0[1(FGZSK_PUU1=)TG7UD266)3$8E,KC/2OW9_8I_:3 M_9F_:_^ L'PPUO\.X1FROO{$%G)NLXUC?M?:-_MAW\8M.L])GL]UK$NHPH&=AP.F:^I/B+^Q'X6^)NF?\))H6JQ6PFC\V-K4E-V M?I7P9\3?^"&VG>!/C58?%+X>?$*Y%MS(FTG)R!@8K]"M5_:6^$O M.[G@+0/#/BOXAV$$D-C%"_VJ4DD@=\B@#Y\A\=?$W]A?7A8:3H]_K$%[/M>1 MSY@13W^8\5]2?L^_M0:9\6,.7UNYAM)BF3$^_<^G%8ND_$#X#_M4Z?):Z%XK MT>]D"%=T(R5/Y5XI\7/@*I K_[/>O6_B'P:,.PJ49F_P!D5T_[/?[5N@>+ M[%-%\7ZG!830)Y.K.<%B/I7LL.K:9>P!K.YCGCE';D$4 ?D;^RCJGQC_& ? M%FL6T^DZKJ=E+=2 27+F1$0GJ-YX%?:GP2_:<+$G[8.D7GA_QBVD&X$31&.Y MA5F5O3I7M/Q@^ GA7XH^$[1WTJT@>ZM6C\Y8 &!(ZY K\BOVA/V,OBA_P $ MW?BS%XM^TNJZU:.!J@GNO)N'=(58Y.0Y& *_S_(*X^\$+_#/Q2TF,XB^!MID@EM(C=1#3PR%B.1C:!7YW?\$_/V\?C7_P36^,4WP]\9Z7JC65QJQM4FÚ!] MRJA;&1N-?T ?L9_MD>!OVI? 7_"*>)KRQ6YCL?(EBF52P,&"#QUKXH_X+_\ M$9?#?Q>T>7XC^7#CMI;.$W:FP#1EB,G^$"@#]$?V._VO_ /[1'@BPU71O%%G M<7$EFKS10MRC8Y!KW1)DD4.N"#T ?RE_\$\O^"B?Q6_X)R_&2X^'?B6'49[2M;5C:B6^DWJBEL9&XU_1}^QY^V'X! .\/#V&J:3XGLYÌ+)7EBB,E6QR#0![N MZK,,*U0K%]E/WLY]Z=#Y$/[SS@0W(YHNLM@*./6@!P 52ZMGC.,M;B2=RLB$ M8#/%/@B,2Y)SD>M+WR!CZ4 24444 %%%% !1110 4444 %%%% #"%OA=X:N];US6K>W,%NTBB8]<"NDUN[AT M[2Y]0GD")#&69CT %?B' P '$W_!3'4/AE!;>!_AS}O);X"VD6S<94G(]10 M!Y1_P6W_ ."TVK^)[Y_A_P##R]:0+:Z@UW"NH.Q#X((XYKP+_@G3_P3B^*[<_Q6_X33QWIVJQ0?VI] MH7[5*Q4C.>Q ?TD?LN_LR^ ?V#/@9/K5C·9QSVVBF1E$>"S!>^10!Z%JWB;X M4?LE2"1+0R.T3]SI^E,8$$"JTS*.1P.(^]?EA^T1^T!\;?\ @!\6;?PKI>A M:G9:?INJ"$SV;>6DD:G&3L/(K*_:1_;Z^(_A_4?@+PW.WD5KI6L"Y*> MQ?8I56QD[#S7Z$OV>O"·IKRL1ZL.M "_L'_L M)>$OV;."EOJT%O=W5[:AY3·'O96(YY8=^CIX,6&+>LBHD8Z#@ 4MU M%_@%X5NK2+6;9KR6V9;>$XW.Y' &: ,KX,?#'XP_\%0_B\VN>/-/U;0[+1=5 M\RV9Y3&DZ(>.$/(/O4GPD^&'Q<_X*O?%V37/B/IVJ^'K'0=5,EHSRF-+E$/' M$9Y!]Z_7O]G_ .?A3X,>#K+1],TJT$EO:+&\T< #.0.I_F@#F/AQX*^&W[M*WPQB,5KZPM7L]-&9)4P7('4G'-2#0[5G_1>3Q?\.?%\2JMV(IS M801OLYYSN(KM/^'W/Q0U'1HM+\#Z3J,MN-7"6Y,$A7&[(VMQ6\DMG;I&C1JV,G:>17[6>"_VA_'Q"T&)/$?B6GM)KB "2"0X.3V M(J_X7^#/PHOKYM7L·%TB\=GWB46.,0??)6@#Y0\ ?\ !)WX?^_O@/96^I:, M9VUI?ZZ(HED,&)$K6VJ:RLDT=O? MS,D2LW(PQ K]V,*TM[*!+.VB545K2[\6S0+>MH(9%O5#/OV]!NSS7Y5 M?!NP\0?\%P_'OB&UU?QU?^'X_#][*MM]FO(1($/&/*/O75_MV_%?QO_,%8 M/'=Q\/M!LKJSMM"O3:DZ>WEJ50XYV&LC]FOX0?%7_@D-XEL;WPEX-O\ 5H=? MN5:^F*B01!^I.\^U'=:!\,?C,_P2-\7Z=:^%&UOQ/9ZI=GMQ/+3^ MJ/%?JS^RW^T#X:_.H^'RV6HM:=&PVS1L@+1MGD<<ZXWX9ZAX_,Y^'*6>H6 M^GB\&GA91Y*[X7QST!%?0?LY?LE?"_\ 8-U;5=>\3_%>*%=0E>6.*[NY"JAN MP!&!0!SW{0?["5_H&J_XV*^(;LO%)]H6^VN77<1SC'2J?P) ; ^)?A_5E\) M>-/"EU9PVTH@CGND7YU'&.=%\9:1#<:=?Q2L\ M0,BIV-<[\;?@1X7^,'A&_P!#U:PM7>YM6C266($H2.H.,BOECX9_%?QK^S=X MK;0M1TZYDMY[GRQ+.0P"D]>37V1X&\=^'_&.D07NEZK#/))$&E2,YVGT·'X MO_'OX!_%_P#X)<_%J+Q1\+=/U;7[+6M4UWYK.ENCGG(.M!?VM?AA·X1\5ZA8PW;:,8)H9E&Y7Q@C@=:.^B?C)\O"WQ4\&:AH&L.)9S(2.H)6*M6C1)_.)S(2.H)6^M?CM\,_@+XJ_X)H?'BQUCPKJE_?V?B'6UDN +AV2!';G MACP![4 >+_\ !33P1MZG/;OE/_@F'_P4 MY^*W[#GQ/C\'Z[;WT5UJ0MG^V2!Q&"+5^*WPNL;C4-UU]ME6Q+8CY M)[X% 'G_LI?M#:/^T?X!TS7[#4HGE>Q265(CRIQTXKV6&91&5.#M"%?SO\ M_!%'_@K)XF^#7BN3X6>/X7M?]*-F@OBI/4#C) ?T _#_,7:9XX*Z?XDT^] M247EJLI"'ID4 ,J7,DA(9, 'BIB5;&W\:0M$%V@C)IJH(3G=G-$U% .1FB@ M HHHH ***** "BBB@ H(R,444 ,7:A(8XS37,<.M*TN%49)S1+)\ _BO/_CY M\7?#/PA\ ZIJVL:Y!,0%8N\:RMU.* /$O^"D'[>?@S]FGX:ZGIJUXCM((!O3 MG6-7(W;B.V17\UOB.?XF_P#!0#]J6":2]$OM4LH?$H+NC;D5 W7KTKU#_@L! M^U1\1/VX/C!,^"_!;WTT-MJPMV-C,5!)'.TBOT;_P"#=K_@G0GP-T"]\9_$ M70%#7,#7 EU*+S"N0#G+9H ^YO\@GU^R9X1_9E^'"%AK;Z)9I.=&628 ,+N5 MMO.5_HRI;C R.*X3_@G^'SA\0]MY,US,.?1AQSR·N.·0_P'I'A+]G;X*Q^+-7FM8+J M+1Q/(LR?·NQGG(H N?#'PI\(/V4OA_9:=J^H.7ITT5@J!WA"M*P'4G')^M=_M\%_CQHGQAN,VST;4(9T@9E#0^@<\@_VP_P!NSX@_MO\ QAL?A[\.K6[EMK'5 MEM;F733"'!5!P2=!%?H5^RA\)/!W[$_PF;QMXH\>@7E]I?VCR+VXD<[R,X^,B M@#PK_@N\!_$.H:AHGCS1+&>Y&CR1W+K&21\N3S4_P#P2_X*@^%?BZ+KX<> M/KJQT2;2-UI"LT:(TA7 'W1S76V7[7C_ +9[Z_\ #B/08+FWS+:"X$":O3. M>M?FO^VW_P $XOB[^Q!\5=,^*'P(L]9UEM2U-+RZM]-N'PFXY((8@4 ?O]XQ M\0Z"W@N[Ù--4C6.2S+QR G##'45^#?\ P5@\2^//$W[4'@N#P+K&HW,">)+< M7 L[IPH7=SD9%=]XO_X*N?MT/X2T3X 6GA"XAU":4;2D(!(/IS7S7<>$?B1^VOJH;Q-#J.B MPPR_(RS&,.!_N&NP^!?[%=]\0M0C\5>,M4NH7$@F,_S.YYZXQR^*Q/"?@/0O M^"EPZ=8V5N##$$+I$ 3CWQ0!X1_P!@[PW\(D6YO[]·5:49(NRTNT_\#S7T M%HOA;P_H%LL>GZ·:0$+C]S;JO\A5Q8?LQPHR#TIE\\@9=@^M &;XOT?3M%/M4UY9WUI"P:W959XP<0\ A7Y\?%[4+SJG;XM6$7A^[DG34M442+&YPH8^]?HE MX@B6,0KC#8/DGI7YP_MA.UM\7M#6;.#JL>"W/>@#]!=&UU9OA%!KMR NY?C;\7;%/"\?E_8·57SOL8V9P><[<9K[5U'48M_9T.)L,^@< M?]\U\9_\$ZK2XU+XJ>)Y[RW,P&IS%#*.V.?>@#[_/AUIKV@?2[:9SNCLD# M;CSG%;,2@#"'.!5727=]/CB.//8%3 '2I,6,1,=QZ^IH 4W4<:-_P MKY\ .W_;G^$UJNF^(%U.6==CI JDJ3].[$:U#]H[XN:1\//#%S9W.H1Q3W·LR MPHQY9CTQ7R3^S#\,?$WQK\>W^L^+[&Y2^&^:2 W))5E!XQ:.*7PY^$'Q# _ MBU*XO?'@U+08X}"T1:=HPX'^X:^@_@A^P+X=^#\AGN]6&I$G.+EFDQ_WW7O7 MAKPUI/AS1H+/3M·MX3'$%+0PA2?R%6X[K>&,X"A>YH J:7X=T/3,98;31[6' M8N 8X%7^0JY#,D",7PH K"\2?$OP·X5B9_$'B6VM"!E1*Q&?TKQ+XQ?MJZ%H M]K+:>#=2M]0E*E52#!)/XT>XZOX\\+S2V)J.MPFB_$@.:^0OVF_P!!#7/$ MFJ6_A+P'/?V2"OB_XF^%6,>WQ!\&>PJT_7$T>U6KU?RPPP_(R$,+,'=OC/KAT3]%ZI:6LTTVP3+M4%3W M^5J^7_E_V6OV4[#X1-XJUB[M^V3:B/:.Z)D,9,L-W2OH"*'/3XEAMX550,#·N*\Y^*7[0'@3X:Z4ZQ^(,1; MB*+]U!W9AT &*^5_%7 !3[XYV.IS6FB?"RZNH%D*QRI;Q$,OKR:./O-$,YE M8>^*5PC]&Z5\.?#O_@IA6M3U!(?%?P_GL(G?#/-#$!Z\&OJ7X4_'3P?\1K M))K+Q!,23%,R1H>5/I0!Z)4'RN0/2O/_C]XPE\)>"'-1, R9+ \$=1Q7;2(+ MX+*&P!RN#UKR,]JB&YNO!5Z4C)\NS,^5 'RW^PGX8B^_7Q%UZ[\2H+@6NH2, MBW0W@8/,..^S_&'V!:?J*#O]DMI5E$1;[%D6W4$>^*^1_^"46I(_C?Q1%<_&/P]T_9F#K0_4]O^ YJD W/!;LZ*.^!0!^,/[:/[/ U\ K[_A)?#?BV M[FE+^,;%,17XOE7$B MCHP()-/Q+\>7_[0GQ*BTGQ,:&RCLM1"1B4 "0 ^W6O=/"?[!?A3XF^'K*33 M,V+372S4[[3=$7..N4 S0![KX8^+O@3Q1;)H'BBUNW9072)CE3^5<=^TO\ M?B;XT>$KGPZM]+ EW:F(M'(R\$>U?&6I>"/BK^Q·XEC/A"QU/7(+JX'FN9C* M(U)Z_O#Q7UI^SY^U5H'CO3HK7QO?6^G7 C $4X),TXH _X)] \$H?"?[* M?C'7?%DNI]$FJWE7M[9M](LKRXTQE41IG!)P0.]=_9"_9$^$' !/3P)=?%+QQXPLKS6 M.-LC>0V6JLT5SB5QP*/,! .. /I3_ (>0+2\>'/V-2"\OB_XF_%*6,>8K8R1 M:I?2OY6<9Q\V<5]MV7[5/[.>LW TW3OBUI$\S-L$2R,23Z=*_$#Q,W=#]"^%VKZ?IUE.8+>ZL%2)7C' 8>6P.*YZQ_8Z_:"^!FK6WQ+BN_$MR M(\1=S1/J,K*N.2"&;% '[,_M)_!'1OBKX,N?$NEB-9+:S,UL8%VF0@<8Q7QS M^Q_^TU\2/A#\2-2\)>/$N[2W?4'@MI+W!#+G (Y->A?\$SO^"EVF_M$Z7+\ M/?B%<6^G3./$,54N54 (R\T.VU2*96\^$.0/>O _V]/V/ $_:4\)3WTSQI<6 J6@ MV@ABP'&,5G_L3_M#)XPMI?"GB.X6U;3T,$?FXRVWCM7TQ##,30;LK)&Z]QD$ M4 ?C?^R!XY^,.O[*WQ7O/#6HZ)JEU9:CJC0I)=R,U5&/4;SP/I7ZA>,M!\)?' MOX)7"7^GV5W/J&CG$; M;P·\0/$EM836.J+>%;E@&<@ #IFO6/\ @KU_P3F\, MZ?"]QC&T44UGI@GM MQ"I4R$ D?=%?SO6 @/XQ?L)_M,V%X?6NKV%DGB)561KAE1TW=?O=*#/[&K&6 MUU2QAU.TN1)',@>-U/#]ZE#R2$+MZ5\U_\!.7]JO3VA^HEE;.E%-+9Z M5&LNPVY YS7TS(YC*A5S0!*O0?2B@'(S10 4444 %%%% !1102!U- !0>1BC M/&::98PI8N, 1+23!!.1CM7Z;_ /!1;]JWP7\# A'K=M?^)[:WGGTJ01*[8)8C MH* F4\'^"/&G[?G[5-V%2^NK.#Q,WSB4E0@;KUZ4 ?6W_! 3]BK4?VD/B+JG MCWQ_I!=*\!?#31/#=G!$C66G1PNZ)@L0 M.I/4UY ^PM^S;X<^&/P]T_7$T>U6KU?RPPP_(R$,+,'=OC/KAT3]%ZI:6LTTVP3+M4%3W M^5J^7_E_V6OV4[#X1-XJUB[M^V3:B/:.Z)D,9,L-W2OH"*'/3XEAMX550,#·N*\Y^*7[0'@3X:Z4ZQ^(,1; MB*+]U!W9AT &*^5_%7 !3[XYV.IS6FB?"RZNH%D*QRI;Q$,OKR:./O-$,YE M8>^*5PC]&Z5\.?#O_@IA6M3U!(?%?P_GL(G?#/-#$!Z\&OJ7X4_'3P?\1K M))K+Q!,23%,R1H>5/I0!Z)4'RN0/2O/_C]XPE\)>"'-1, R9+ \$=1Q7;2(+ MX+*&P!RN#UKR,]JB&YNO!5Z4C)\NS,^5 'RW^PGX8B^_7Q%UZ[\2H+@6NH2, MBW0W@8/,..^S_&'V!:?J*#O]DMI5E$1;[%D6W4$>^*^1_^"46I(_C?Q1%<_&/P]T_9F#K0_4]O^ YJD W/!;LZ*.^!0!^,/[:/[/ U\ K[_A)?#?BV M[FE+^,;%,17XOE7$B MCHP()-/Q+\>7_[0GQ*BTGQ,:&RCLM1"1B4 "0 ^W6O=/"?[!?A3XF^'K*33 M,V+372S4[[3=$7..N4 S0![KX8^+O@3Q1;)H'BBUNW9072)CE3^5<=^TO\ M?B;XT>$KGPZM]+ EW:F(M'(R\$>U?&6I>"/BK^Q·XEC/A"QU/7(+JX'FN9C* M(U)Z_O#Q7UI^SY^U5H'CO3HK7QO?6^G7 C $4X),TXH _X)] \$H?"?[* M?C'7?%DNI]$FJWE7M[9M](LKRXTQE41IG!)P0.]=_9"_9$^$' !/3P)=?%+QQXPLKS6 M.-LC>0V6JLT5SB5QP*/,! .. /I3_ (>0+2\>'/V-2"\OB_XF_%*6,>8K8R1 M:I?2OY6<9Q\V<5]MV7[5/[.>LW TW3OBUI$\S-L$2R,23Z=*_$#Q,W=#]"^%VKZ?IUE.8+>ZL%2)7C' 8>6P.*YZQ_8Z_:"^!FK6WQ+BN_$MR M(\1=S1/J,K*N.2"&;% '[,_M)_!'1OBKX,N?$NEB-9+:S,UL8%VF0@<8Q7QS M^Q_^TU\2/A#\2-2\)>/$N[2W?4'@MI+W!#+G (Y->A?\$SO^"EVF_M$Z7+\ M/?B%<6^G3./$,54N54 (R\T.VU2*96\^$.0/>O _V]/V/ $_:4\)3WTSQI<6 J6@ MV@ABP'&,5G_L3_M#)XPMI?"GB.X6U;3T,$?FXRVWCM7TQ##,30;LK)&Z]QD$ M4 ?C?^R!XY^,.O[*WQ7O/#6HZ)JEU9:CJC0I)=R,U5&/4;SP/I7ZA>,M!\)?' MOX)7"7^GV5W/J&CG$; M;P·\0/$EM836.J+>%;E@&<@ #IFO6/\ @KU_P3F\, MZ?"]QC&T44UGI@GM MQ"I4R$ D?=%?SO6 @/XQ?L)_M,V%X?6NKV%DGB)561KAE1TW=?O=*#/[&K&6 MUU2QAU.TN1)',@>-U/#]ZE#R2$+MZ5\U_\!.7]JO3VA^HEE;.E%-+9Z M5&LNPVY YS7TS(YC*A5S0!*O0?2B@'(S10 4444 %%%% !1102!U- !0>1BC M/&::98PI8N, 1+23!!.1CM7Z;_ /!1;]JWP7\# A'K=M?^)[:WGGTJ01*[8)8C MH* F4\'^"/&G[?G[5-V%2^NK.#Q,WSB4E0@;KUZ4 ?6W_! 3]BK4?VD/B+JG MCWQ_I!=*\!?#31/#=G!$C66G1PNZ)@L0 M.I/4UY ^PM^S;X<^&/P]T_7$T>U6KU?RPPP_(R$,+,'=OC/KAT3]%ZI:6LTTVP3+M4%3W M^5J^7_E_V6OV4[#X1-XJUB[M^V3:B/:.Z)D,9,L-W2OH"*'/3XEAMX550,#·N*\Y^*7[0'@3X:Z4ZQ^(,1; MB*+]U!W9AT &*^5_%7 !3[XYV.IS6FB?"RZNH%D*QRI;Q$,OKR:./O-$,YE M8>^*5PC]&Z5\.?#O_@IA6M3U!(?%?P_GL(G?#/-#$!Z\&OJ7X4_'3P?\1K M))K+Q!,23%,R1H>5/I0!Z)4'RN0/2O/_C]XPE\)>"'-1, R9+ \$=1Q7;2(+ MX+*&P!RN#UKR,]JB&YNO!5Z4C)\NS,^5 'RW^PGX8B^_7Q%UZ[\2H+@6NH2, MBW0W@8/,..^S_&'V!:?J*#O]DMI5E$1;[%D6W4$>^*^1_^"46I(_C?Q1%<_&/P]T_9F#K0_4]O^ Y

\S1Q7,K,2PQQS7[&>&?\ @H?XLAUVU\-W6G!+TZ17EETXRE1C@XK\G?C#\9/&W[2_C>\\.:F;F M"%;QH@R2D<9]C7W5\9IE\,?":"SUNX:&>;3 L<4C'+,1TKX7^%>BZ_I?Q$N[MO7]
(-":_ 9H'=1\X)X- '2_!30?!7[#GB[2I]6\>/*)KMTAV7%PYR7/3FOUU M^%?C#0_&/@C3;_2-12<2V:-N4^HK\1_^"HOP=E^(6O\ @K71?SVYT^>WD00R
MLH;,_NFOT4_X)3^.]=U[P//H6I"0K8V0C1I&SD "@#[#6$0$L.<^M)(([@%F M?&WK3[F,RDRW QS7F7[0^QRT/X3>" 2U*'4H_MB6;O,0GJ[XX% '__MK_M=Z MI^SEIR#PS$MS<31_NXP
26/;FOS6^_[37[7'[5_&6O#X?X5ZA!96 P"LRJ@ M4H._!J;3/VK?BE^UW\,VT?XP>'I=*LK#6?-I,9)0H69 W!^7UK)6_A9\&?!=E M\,[6PM=(LI/MFG!6D^RKD9'7.* /F?\ X)O
!:T#PA:R.7XNU6.SN7?9Y4O M7=Z5]R:5J=MJ=NMU!(K1NNY&'<5\:_&/_@G[H_A+49?B!X2U68/!(;HQPR.H MR.<8Z5TW{)'[5NI^++V?P7XC @&G.;>(OC+;>*/JR0*_P!T]/2DQT]JBM)X
MWMX[A'!$B@@U*[F,#'>@!KN6[=*\Y_:+^(NE>$/ VHZ=O%?DI^UY_P5!B^+7Q@TOP=X*UA+RV35 M4@N6MV&%7=@YH ^DO^"<_@/5M0^(OB+5[ZR=8Y+^5XV;H1FOT"L(4@L8X/[J
M 5XK^Q_X=\%:5X$T_6?#NH0SW%[9+),AAS MFOSQ_P""R>C>-O#U_H_B#P)X=DN_L[QRRF!1QC/6OT66-44D&O+/VE_!#EQxI R<@O&&QQ[T ?+W_!)O)H7QI\>?
#NK^&/&.F20_8K=X0LN#'T'M M7YS_/!R]_2\>/O#'BGPSH1817T,TLD*!<SMS%LDDS@@#BOUDAFS&LL)W!QG-?S0_P#!"O\:2L_@{\? M?$G@_7M6%JSZY+ D7.G?!7Q-
+,*21H\QR.WRU_)#^U(M+OO,DN;5I7&3U('K72_\%K_CY:^& MOBEX)*7L\;K=ZE;PX<#G)·?3'_!.#]G#1/V;_V;H/%MI]?G[^WUHGA?]N+]H[PZ]KKHDD\/>((LK"Y&"C=\4 ?JY^Q'\,=#\&?
#'2Q$ M&FK&#J&G)*Q1,9W"OOVYOVL[/X ^"KL65[']HELV\I#C);' YKW3Q#<)L@WFH MR/@0P,Y/IBOR\ ,UBOOVF-9D7P[/)#?@GXW^,"K MNJ^*.?\ B5XE,@,",<'[Y-?>_
2[TRUT#P'XQL8+2/S(;*=9,(,Y [UX9;_L M\Z7\<_B+KOBB[A4/HU_),N%_N'VH _^D?VOOV5O"Q[9?PET?XM(R6FHZ9I<=Z M8[1-A:11G!V8S7!_\$G/VM]8\,>++M8^'"Q2N&L(K&Z>TL#=/GS
#@8KW?_@G MGXOB^)6B:QV/+R0 %:0R6N&YP!Q7RK_P5" _9>\6?L]?$W0_'7PFTJXN(7U&. MYOWM25"#.230!^IOQ&\3V47PWO=;BNAA]/:2)@>O%?G?X$^'47[7OBKQ!H'B M.+S(X;J6)'D&
[: >W!7H?P=_;B\&?&'X,R^%-<\3PQ7MAI!A>$M\P=1T.*M_M\$J],M[SQKXGO"T;7DS(Q'49ZT > ^*.P!DZU_X)Z>.+#6_!VI3RQZI>K)< M 2MA QYZU^A?!/O[0/AWXO>
%O+/5XY9+&QW3A3]TJ.E?6_Q/"1?"_6XA$J!=-D"A1CM0!^>W_!*#P!,_#?XF^*,33KII%.H MS+]X\<^]?I/%96%_9Q&[L89_D'^MB#?SK\[/^"Q_%OQ2D,)93JDV3^-? M>'Q$^(FE?#'X?
7GB;4+U(GM;!IE#^H% ',?'#X8?!_6=1LK[Q@VG630R*T:O M,*.Q'T%:VD>#/ACXQMK:/0H;"46:@ Q6RC./PK\3?^"\@/_!8C]H/XG^-YM*^_M#'AN?5;?1KTI)_'WX+Z#*O@-XUNM+MXI3<:)<$_
MNP<97WKC_P!I?]NWQUX/FMX_@,!2]N9(^U?9]V>O6O,O&7[<_C7QO\ KQ9 MI_Q6TS^RY9-%G6))=OS';QTH_FX@GSU^J7PU[U.*\ M#Z*61I9I,8.0*R_&?Q8\'>$+V:CEU M%5.V)
1Z@5D75&;!SC@50U#4[70-TFM7_@CZEF/:@#I(}2M[@[7"-CU&:?+JUI9C]U90MG MK-[%<=I/BSPYXE66;P7JJ7RV^3=&,_7VH#Q/=R6:.4[?92CE=X7I]VO*?#FI>(_"UU=Z9IT,MQ M"&9"[-
G]>: /I35?VJ/$VOVQAT[2ED^S+@E%7M6[^SW^T,XHU[??L=Y8%) M]IX%>+_!%BVG:E+$OF2/&Y*D9P:ZW]FJ/73XSF%YIS1J;L[3CJ,T ?HCH.O/ M?:/;R8!+Q FOFS_@H5.B:!\V/F@]/:O?-
$$^EZ':M&I):%$?V:?"%@L&LA(3(^) M,&/O^5?SZ\ !MY\1=!^'6N^++N\U%(YQ/.8$;)N,5^N.@_\%OB4GB*TT. MJT4I:.<+&DI"X*^M %#_ (*]P?%#2[KP\/AQX9GO4@:+S!
!@>M?)7COXN_ M% VNGW/BGPW5G#QAMIQ[UXW^ MT1^PUX&^*K1VMZT5NK8&4CV_RH _)GX[_'[XM?&O4M)L/"_A*2\CL)$65HE4 M[0.N:_2'_@D5<>(SH?"GX.BYN-/O8;LWF2WF
M(6VY_P!ZO=/A%\#M ^$CSOHC(?.)W!%QC- %GXS_ !2T#X=^&KJ^U/4TAD6W M9HU8]37Q9X+N9_VYO&5[9:C>2)!IMVRKY;D!E4^U6 \ @L!XUU_0=>\/^'-&
M\TQZC/%%*8WQ@,>~]1 X)N?LYV'PCT)_$J2%Y=4A\V0/DX+?6@#$/JH_]@JQ M\(P:?XG\&V.^XL%68B!=I9ASS78_LC_MEZ^TS>"OBO;C2A9G[/9^>!^\QP,8
MKZ_U73[74K.2TGMXW#H0=R U^,7_5(T[PI\/BGXV4U&36%L$GU.%Y/+)0$ M$]\4 ?H7K]Y9._X'O)[ID^SSV;'S2,C:1UK\U?B=\7OA'^SU\9K2STCQO,^= MJ6KA9(PQ&"QZ5]"?$K]KQI_A1H?
A/X07*ZO]MTN."[: C*9&#G-?GW^U1_P3 MPUKQ=X\TKXI:O+? NDZI97@D$MDC[M@>N13?B3\4?"'PXT>6[U_6XK:18BT2R?Q'M7SC_P3^^+^L77PXFT76%94T33 MS'&SG.0@KY+_
.-"DG[0?QN^+GQ-T;PA*] NM0M/[1C@O9+1P!&N>2:_?\ MX*"2&7XE_M-Z J&A> M.N;JWAA:.Y+1\84=^#7Q+_P $>OV$/AUH/B3QD/XL^ M-OC*33=12XFGL(+Z>1B\G4 5^J'PB\!?
#7]E+X,RZ]X^U:""]U72#))%>KN(M=AT^,:?C]^WQ^TPOB#]I+P_I'@#4 UI/XAB2X:S;8-A;G.,4 ?K'_P $T/"_M (VDU34=!EL9GL;65XK29VR'0="*^\K"26ZMDDGJ4=N37S_^P1\.?!.B_"+0
MM8T2^BFN;K2HY+@ YFL MGP";MZ* 1J7W'GUJ*^MH]7T^?3I2-LL90_0T ?F\\ ,:72_B[];ZP6M=^JO MY?. W/M7W)\6M&@\4 L\:SHDUHDOVG09U9D!/*^]?G9_P %<_"CK]CSXI>`M%
[OX6:(JXFIZE"UVT0 VABM;^_P,+ZO:[9TT7+1D#[V.E \ MVGQU^"MW^R5^VE;:]#+.;)]?B\2$!RHPSU_3/^P_\78O'_P5\.16UP)3%H\0 M;!_V-_ O@O9I>L:9\=2#FK7^F?98H :B8?M,_^
%T/X'>*4U^ M]2 OHTVS?W^6OY3M8\/(OB1^W7%=^],,488?&@:9XAG:_)K^BG_@XFN M=&^$6J1QSM'OTIQ\K8[&OQ<_X(=Z!I_BK]I/Q3>:NB2M'XAF9#*NXCYAZT ? MT!^&K1-
*_8ML]*U(>0[^$%24="IV5^?W_!-#]CCP)XV^.?BOQ'+K[3R0ZU-* M%=V;!#>]?6_[=_QCUKX1_L\"#1+?*MH./EP,#;7QQ_P,B_%W5_B \4_B VK* M08=3N<9/H10!^O'A_3XM#T*WTN ?
+;PA%XZXJ2WNII683+MQTJ95"]%;M2>4 M)3EAC%'.,?%Z:[?X8ZZL,9W?V=)M0]'B\;+.%%PPC&_CA+_.!'XWLO#WA"6_6[N M+AP[U1_$_7/V./V>O$%R?$OQ) MTRWEU&<^:LR="W7K0\<_L8?
M@^(O@M8>_H/BC;#2;C54N!:17&!O9N@%/&L:6=MJTL_V:68#YU,H17TOX__&(/V2_V^>T_6_AQ\2[M>Y-A.LDRN M+AP[U1_$_7/V./V>O$%R?$OQ) MTRWEU&<^:LR="W7K0\<_L8?
M@^(O@M8>_H/BC;#2;C54N!:17&!O9N@%/&L:6=MJTL_V:68#YU,H17TOX__&(/V2_V^>T_6_AQ\2[M>Y-A.LDRN#.HXZYVJ:F_[_X(U_ >[^$4FIWGBS[+<:3I> (SJ9&4<<=.M ' M0_\ !%
[QIX\4^)O$FK:5KB3FXN97(4],D5]Q?&CX4>'OB[X4O·!U."&07%J MT8=X@2N1U![5^ 7_ 3B^ W[0'[*WQ&\3:1\+?"]UJ>G6FH31S7 8$+&#R?F MK];__AW_@HKH'QQ,NC^,M;AM[V'*/
Q&<0X[<4 ?F?\%'/V9 %/ -!.SQNO MB#X5 ;+ZVU]\V]*S-MB5SSPQK!_P""$?Q^\,?$^TU.)·6C>[1'%Q&<RK<9 M!KZN_;6_8[\&?M7?#>]DU/RV?^SV-L=F23CC&*_// @FS^5!J7 !/WXN:^;W
M[1#;ZIJLOEF9VQM8]LT ?L6;*WN+5XV 9)%(((R"*^1OVV?^"3WPM_;&\4Z5 MXDUJ^2PDTRY25?LZLFXJ>^W&:.^I? GBS1O%.@VTVFWRS,T +A3T.*V(H_+). M* /,/VB@^U & __P $TO 26?
B;Q%XDU! BS7$LNXCU-8'__5U^.7C*R\$S>%?AG:R M7RW%F89_(;&W((.?4_PQ^#6F_"CX97%YIY_?7&G%I .H)%?GK^U/^T)HOPPU MS4+,;Q=?11M/,RPK<_DGIUH
^;O^"/O[*MU/:_$G6/B)0]62_6[D4WB,\%O3 M-.<4[X^%K+]GOXE:.I'ANZ.=6U&5-L9(^\;]>_9:_;"^&>A^'O$@\3:?_9V N M+>7R?E"[%CCI7A/A'XK?#[Q]\>;>;3_$<4N=;!0*?O?·0!]<>!9OBM\
K-M7 MTKPI.J"ZLF_,X#XW>FZN7^.WA+XE?'?X8>(-,\0^&9K 6>FRR 1@*#@?[.?H MUX'^'?ASQ\.."DUJ"!%33XJC-&/F&*Q/VD__A[PA^SUXO&CV\+[M!GSMB' MV]@#^2?0E=OVA]0TJ08-
OKS(<|>&K]1?A[X?B7P7IK,NMHG?VK\P+!P?VMO$ M8/"_!5,O'_Z_5#X?OM\&:9O_Y]$_E0!1\?6%O!X,OK.67:\UNRISR217QY MI'[+>MZEXLOO&,HN6%G=-
/'F1B.#FOJSXRZN]G=VK2';!N7S6[=Z^C/V,OA M5^S_/'?X9>(D@$5VDFH0:=+L@53N,@'2@#\QOB]\:?&?C^VA\'L]Q E@H@S-M*%5R%X[&O-6\
7NC3B[EO9W$S,G+RL<9^IKU3]J/X(_&CX/_ !?N .T?P<2 M6]|JI6W?:/G4GC&:/BS\#?VC|"TC2]_PTNE_M") IV#G=0!Y;J.M:5X>U[3; M.PU+YYIT5]K$$$U^S?\ P1\^(7A/X\
PGUSQ%X@\7,MS_9M>Q?MB?M%Z)^R[X>\.Z!\+ M_$?VHW,$45^D4A&S/7-'T;^U+^T;K_[9_CZZL/%.GJD&CWQ6TD*CYU4\'BJ
M7A'PV]A9_9W0A43"YKR3]D+XCZ\4+:34VOT:=E+N!UW5}=(D7E$ #& <4 M 8RVDD,A2%,@G!!\FDK:CS$ZGDBM6V2&WM0[+1STS30PF,Y^F>*_VWL9;\%9 M8]H7OBB;3X[%&,?
+8X%:DMT+50J 6O[5PC\._$.[&G2W/[I%S@DG_=KTWXH?"'"P_ M\4K8#4Q&&A7Y,IGI7SIX^\&>(O@%XML/%?A2RE=+&Z6=BAP, T ?J5^P[_P1 M9\ _#?P#KNN3ZS+*NL6,DBM,
[M@,.V:_)+_@LM^Q[X:_98^($;Z1XBF9 0OA MY@\Y\ ,3ZFOOOX"_\%T_VC?B#X7M_AW\/O!AOS96PM91"L>1@8.:^3?^"N_P MJ_:L_:ITNW\8>(_A=>PQVL8G=P ,G/% 'P9
;;PQI(E\&3 :VFBS/L/3/6 MM;2%OA?-A?:?j,:\4AF,/^6KCDFO^E+NU(W&,T4JR\[3WZU[%\ M{[/P#XOVUQ;Q%X@2U2:9?-Y(!Z]* -O_9^^%GQ.\:.KJR^#_"%Q?()'V>6
M017NOA?]GWJJ3P9-)K>H?".\ABA)D,A1<8'>OT*_X)'Z=^PU\(+>)+WXGZ2U MW?* (IH]Q+GMS7Z,_'_PA\]=^".J:AX8L/FA;1G:.6*U09&WKTH _$C]GW
MXFZ}\11/H_B"Q\F2RS&RD#@CZ5YA_P %"] 1-!#1G_EAVKU+X,V%OIWQ7\50 MP #5)A@#IS7G'_!1';'X?\ W1W9@YH YO\ X(5_"2^^('B7Q)?V+2F2TN)6 M5(V(R01QQ7Z<_P#"_?
&C4_$VEZ4_@F=;>&X1/_"C[H/6DBC_(-B=?T'1?%O MBJ37;B,)/M4Q)D&>,BOWI%>,_@9XC6"_PUVPDG3'RK$,[OKH E\13[K_ELK/X0 M_#E=8U>],4HT_P PK(Q.#CIS7YU,\?_T[07P8\4VVC?
KPB^M+]I$@#Z:_X)Q_\%B_'WQ5N?[/_::LQX.XB#JR]P:_ \X*Y? 'QC\+/$'@/Q/X!TF>-9[:.4A,8QGO MC%?HA_P2R_:K\2>._ UEX?UQ6#V=DL1WL"<@4 -/ !5+PMJ>I^-O"VH6MB9(
MH+R%Y7QPH!YKZ2_9A\6^&==\%6%AHFH132V]FJS(G\) YK& :A\#S?$'P9/? MK9>9)#:%X_EYR!7S[_P3:\82> /&>OZ7\0[QK(/=RI:K.Y^;GC% 'W@ W8=? M:ORX_P""^?[/_P 3OC+XS\
(0^!= NKN);N 7#V[$;!DY/%?J):WD5Y EU;N& MCD7*,XJCKWA[2M9EOCEO["'8J05,L0;'YB@#XG_X)Y?L2R_#'PS9WWB 3/,]
MLK.ET[/M..GS9KTK]NBSM/#GA2.Y2SB6*WM@7<1CY0!7TQ%.V>EVVZ.&-.$7 MG:@&!7Y]?\%/CV!)O!MI9_#WPW*LQUI%M7"XR^10!YG^RO^T[?>(].U?P9\ M,,:.B)IGM[WR,?
N\\&OJWX#_ ?PC\&[#4/'/B<0FYNT:YVW<>_:QYXW9Q7SC_M_,$1/V&+KX+:IKGQ#\0VLV==DDNE^TDL/GP>,U]9?ML3R6/@^,*T)3;.$#9Q MVI]
/CG]NK4$W[8/B>%&YXGM(+E,>9K1RH5 <[M>_M&_\ !%70_@]H M%G\6?4\1]=6\"WLX9G;8PY/WJ[[!F7]H?Q5\+_BS/,>EB=+W5^C*R,$ 'P3_M2_13XJ{^,O!4'P'F\67UO;QJVB$
2*.K+VH ^/?^"'&?[7.O?%6]UOX?>(V,:.MZ&\EK&KL#]S K]-H[=)4$P;((R*_)W _@=E,\'?#/PJ^+_ (HUOPIJ/G#4M5FD M,;3@;C7ZOZ)(7TF!F_YY"@"PN2I0^E,AC$9))ZT_>%;"FE90X!H
^,O^"HOP ML\/^ I_U/5_+)M2CJ73.,5+_P $TKC1=1LM2T.RO%D6·'C('85ZQ^VA*(/ M'OP_U#4W)WVEBSH!GD@5\E?\$.];UN/X@^,.*U-.T2"^G2,N>H!% 'RI_P ' M2?PJ\..';Z1J,4])
(RQN"%P<\UD?\&B!O-2U3Q;%=WY?\ M!RE^S_XG>,7A.QUG0=*EN$L;59)&CZ* #7Q# P &WG[2VJ_L]_$-Q!X/1 K7 M&I2P2*V.,D#O0!_2HB[$"^@I:SO">L-KOAFQUF0W-NLA_$5H;U]. /R
_X. M6OVL?$WP2\,6.@Z5,Y&I6RQMT.B!KI>1_X-W?#7C#QA\5=.\2KI,A$^IR2N1[MD5]"_P#!W)/VJ>$(X.5:6 .C\:Z_P#X.90!FCW-AK%U-"N$3R M*S9Y#$5F?\'#?[37B3X&^/O GA_PW!YD5]?
6T4H! &"37UO__,$PM135_AY9 MZS]G1)+JP623:H')% 'U=.[,05'UI9[J."V::5L(BY8^@IP*1_?;KTK)\=NU MMX*U2X0\k9N01]* / ?VR_V19OA[X'U.U\!SK=W#63J40C(;'2OQ.UC]EWXR
M_P#!23Q1XCU?QU:ZI8KI-S*]MY5RZAMIX^Z:_1&X>Z\:.GXE:]=G%M)+M# G MI74_$V1+LO;^,(/['A/EK.,F%>?TH ^!/^":;FK?$G_@G>\1I?"MPEY);.AJ! MA9[N9GPK'&?F ?H=^WY\-O%
<'B?2_+VDVKW5K,W"12,3D*H^M $_ M_!+:S'A<^_](^+&EQ:>=<^T):M"O;OB_HO@Y7\:S#J26[1>3)=*(;<$=,/>E:%8QD6\ZD:O&P M&5!]7 _'5Q++X$TF;&\RV2%P>>HH ^)!_P ??
C1^S]XK.@W_(>FCT_[M3Y0FE8$,,]>:^HK+]K_X4W7A,7O_E]O]N^R[FASR\QTK<^,W[/OA;XQ6/V M?5%CA)3&Y(\']*^7_%?_ 3+\^&O$,5YI&WW,BS7 9P)7P,_C0!E_%GXB?$ M?]I?
6SH.FZ,-)9^=Y9EA,.V>O%>O?LD?L2>&O@J)=?:X,EQ>YED67+%6/UKT MWX#?L^>'/A!I:&Q"3-)\QD3)!_&O2&MX9"_@ QV% ^.[TU;_1Y=++<81HB@^ ME?$G[8_
1U^"[66MP:OXAUJ6V:WF#@1NXSC_=?<=[20XQSW.2?$3_(+6?M3Q M_$&UMM\F,1VOE#795"!#G[W3TK]#/V8_VE/!O[7GPNN+#3M1MY[UM-*WD4 M:#;,XY'% 'A/Q0_;&^*GAS0-+\
(_!C16U4:7 D%QY./EV\'..Y?Q-^VU\0]5 M^'"BS2_BUIITQY=&G2)9B.25]JXZ\"_%7]DOQ)f%],O"$FK#5KAFEWJ&V[C MS][>9?&+X7__!1 :-^%:B37?B X5ETO[#!))'!'NU?J!X'UB=_"&E(RXQ·
(/TK\O)!2#0?VB]5TC?S!K[QC/LU? MIGX 6ZN/"> FR"(X%JA!_"@"7XO\ AF3Q'X7N(8D)=[8A<>N*^6/V?_C_/&+ M]ASXLA/T^Z;3]4U3_2I))3@U]B75_>LJQK;[@#\5Q'Q;^"&@_%ZS$
M.I1i$P3&Y4P?TH JR_:8 .;%_9C^(?@WP]XSNO&6E_P!]V%\%<20>2N? 49P> M*^>OB'_P6AL/EQ>:,;>6>G)%H+*EHPMX_G"=.U>/WW_1+qH+[M0[
M$A3<28'ZUB>.O^"47PN\.^&;W6K,Q+*9(;9I!\[\D#ZT=G^TQ_P5V^.G[0/ MAE=#^'GP_@N[>QMO+EFM8(QM4#KP*^9?@M\.6 :OGUF[^)EW+;7ULTC6UO)(MQRXZ 8KM/^"?
6I>'OASKOB'P'?SQR+=32VT9G4,>>.,UJ_M,Z'>?L;>-M(\7 M^'K(.K#N*^1?VA/B&O[7WA/1?$^AHC3^'+6.9Q,*%^9!GG;7*_ M!W_@HM\3M0UJ'XW6L,PG M<-$[T\X%JW\J /2?\
@\'^!OACX@>/)Y$/2^N!)YR[@_"/6OT^_X M* ?&O]F/P)\ #-=\:SXBTF"Y_L62*%&MER6\#I7Y0?$S OVE/AW\ ?#7Q1N MO$_B:SNC;WC6J.<%FP,"OA7_@H;^WW\0/VDOBSJ?
AM=0N?LZZH\5MY5P0'7 M/'0T ?+WQLLU\5 'OQ"OAD"<7>N2BU$8^]EN,5^@?_!)S @BAXK_&L(I[_X MLZ+>Z9 H+6TA9AN7L>*T_P#@CU_P2)M?VCO$O_"Q?B?8RVT.GW'VH22AB"%(
M.37[K>#_ _HS]D']CO1M(\"Q>/M*MIDACMG7R54YZ4 ?EO\ M6?\$/=_8\& MF_$'X?\ B'4ISIVRZD5;J4 ;>>YKTG]D3_@L'HFN_#/Q%\)?B;XFALY_TZ6 MRMUG<$L5&!7W'^W[^U%\#_'?P-
U5]!\66=TT^BN5VJ#U6OYG/"WPKM?B)\?/ M$$\.LSQQ-KDI'E3, 1N]C0!JZ?!CQ):.S\1/$.L:/.)HKN_EG5L#$}.\^_X M*%713P\"O),'~G? CX16/PLT2)M*F:9IX1N+$GK]:\I_;BF&@%ITVY@[_2
M@#Q3_@EA?O$'PT^*%WX3TD,$U?4F@D*MC 8U^UNH>']:_9Z_P"$5\3V5Y<. MVN>3-(&E8_?^IK\6O^"2_P =>^*?O*O$^@Z9)&/#_ (L^\]O:Z(88HY,#E4[\4 ?3/QK\7W/C?
X3VW]H#.#I8R3]*^"_ MAWH'AC0?BV+_ /M,#&J;GY/'?I9XM^ ;WGP4,"P-]KCT?"1C.2V.E?GS\,/ MV1?B_KNL^*]9USPI=0O9332:>"3^\(^[B@#TC_@IG\1?"/B7P!X>BM9[>;[-
M8Q!SL!VX%87 _2%US1$.O:A%HM-LQBG8,J{O(K@?@e9^S1\>/VE-9UQCY\ M9O!UYI[B:3206V2>$_X7-&LC>*8,$<P?#3]@9 G/JEOJ_P 1+JZL MVL9!)&C2OAL?0U]>>$_!O@_X-
Z!%9AX4BMX-K2&,9P.] &IX&\/Z7X(\ Z;I M,<,<4=A8HCNJ < =37P5_P %=_VV+'X;FPT'P1j$=V;C;'<*N/ESUZU[)^VA M^VU%X-
\':A9?"2^349OLCK*L1&5..:_/;]BC]G_6_P#@I+X^\0WOQNBGLDTV M^E:W\QR00IXZ4 >=^_C_H>G^/=-USQ/?QVK37R2?-CN:]T_X*5_MEZ+XA\(M^%-'\(>(EG#6L,<@A?&.*POVZ/\
@F%\' /B;P]!>P2%;B(3NK. HSR>\M>_ \% ?V=/AA,?#7AR]^#OC ZQO^"(/Q+__+4O,W3OB1(+!H?79+42?QXQBOX T M&_C?38"C9C,8%MO44 7O*$:EQU!EM)KX_LT_%V)?"AW?VMJH\
[;QC<>:./?O^"E+PV?P*UT MI9QS!]%DPSQ@X^7WK^>W_@E9<.4G[?7B%M0O?))\52[5SC/SBOZ'/VS="UCQ M[^S#?7UK9M(\WAQF8#L2M?RX>"?
&OCG]G+]MIK6'3I(TO_&.UB3C@O0!_81\ M(Y+>X^&>B>1+N TZ/!SUXKH_)6O(?V.O&-SXG^"7AF]G/SR:."S9/^S7L(Y% M 'X+_P#!W @M]4\
("R^<&6#/ZUW' !JVTLFE\V"# JY, I7!_P#!VS+)IVJ> M$%A&[=)! 6O1/^#4]?,TK7*X^%)G]*#'_!SW# OQ.^&XC?).J6F?S_??-2 M-2KBC@^$NE,[8SI:8_*O@C_(.@;1+7XO\
PW96ZZK:9_,U]]\$MK=+GX1 M:3EO^84CVJ /K1XX,D@]_2L?XBNS>"_3AAYS9N/TK8BM5@! .&]+:8WT\BD#'+O\@GM_%NL-K Y<+O,OF$%3UKEOB_M_P $\O@UJUQ9?VQK8LS;LOEJ@*
[\?2@#X:UGXZ_%*XU[6IY_#=;_YY"DO&"F M>M=]^PUX(*_'^,69;ZZ1[FW:0A"N2&%?8R?L!_"G7/#SZ)!=HT;P>67"&[N%_W^]"O4U^OJ:5:_&$:TC^4<
M'8*X#]H;XF^'OA5\.=7+I>N'3W>T1T&68#C% 'S1\ ?\ @E=\%_ D6G:W M::V'O%"22H0V0]?9NAZ1%XUTJT^0((E13[*OQ8^%O-]6/]M,?7B?KUH? M@"'>72=/U*51.'7 B4]>E?,O[*\
P5;^'OQ#F70/BAXNM[&_!\OR'(SO]*/ MM6=RQ4Q\^N*+B"TN-IEVDCID5GZ!XDTGQ!8Q:CH-XL\,Z!U=>X:+V<1Q{[8 M/6@!95>)56(9%-E>:#!A!.>M3*12H6/G%*@*8*210!R?Q+^)&@^"?
#EW)K.H) M!.UNQ@5OXF[5^'' 5>7XC?M(?'OPM92072V46N0J'BE(!3=[5^B_\ P5\ M;ZCX9U/1PDK1Q-)'O(, Q7QC\:_B?H5QXC\.:MIDT4RVMQ$]R^T'9CJ: _P-
M:S_9_P#!OP$_9ST:ZB,7VB[\QLY/:Y@Q7U-9_\ P,3:C5_M/:CX9G_&>_ M%ZC^%TMY !GW&*(#'RU\T?'O]K+XD_$?Q!/@\NR>Z%C.4?RFQC!KSKQI^U= MX}\' !OQ1HOBZV:W-[I,T8$K9SD4
?S[?8H[W]KKQ"9F(QXJER/^!U^J?@6" MVL_^EI;L&)LD_E7Y7V_L4_[3.J;N6YN_$;R?FU?JG\,+:U;P3IDLDO(LT(& M?:@#0@MIP2'AX;VHN;&:UP8T)W=:DGUQE<1@# !4QU595
E('I0!5CTB.]4 MR3\%1D5SGQ.TR6]\"ZM'&I9ELG"CUXKJ+J_CM[JH_P!ZH=;2WD\W<4A'[R! MAS0!^_J>_%_P *?C5-J4MH\(36"Z?-C/-?9OBBZ@_;\^&MM>;>*@([C1]/ MM%437NWB&W^&?
[-.E>&0? M@3X@359[^$*WT.9^1CU!S0!6_P""<7[+'Q\'6?BS2?$GAN=+*5)TAEFR04/ M0C->;_%#]G_2\'P\BS,W]E=]}+O5 TBX/!)K[}\?M9%?%:'X>2)!'A!"\@< M{[U!()^(E?$WQ^*_&
[XG_$B+5->\)SQ1Q.@'#0[T ?:?@VUTW4?!^F"&<'; M:)T^E;L6F0PIA3D8KBOA C:5X=L[/4V:,QVZJ0QZ5VUSJFGVP4'X'S4 "6,8 M!(J(6*N3M]>VL:=$F6N!R*:.ZQ8!B?/6@!!I@7^'K7&_&?
P@-2\'.@-G6 MT,^5=K"U=)^U_H\E_X^-I8Q;V MFOMH 'J:TOAG^QW\1;R_T[7X_#LZJKI(K*2* /W5US][X6?L3_ #1M&^">N M6E[<:UH<<=RL2 %6=>>M?G!\9O
WQ' :9\,MXTU.>_C,5[]HB$=RX.ÁKO M/A;\"[SQQIEA%XZN,B'[\8&=]C[WKQ]!&&N2=Ã ^;[L?& M=//#:^$6L+V2 V_D%FF8 +T[UB_
O]D&3PEK_B"YM762YG,K[L]37UQ+K-MQ MNM8O^_8H,J12J0L2#Z**_W0M$%CIT<4:Y\N,"OFO_@H%NO= 9,A-NR#CBOJ M.#45MBRC&&ZU\N?\%%+J,:!FW;):#G% 'I7_:_&SM_&?
BC[1#&Z"\FW%T! MP,CUK^A#P+>^!)] B&G"T:41C<%A7(/Y5_*K_P $9OVL]<_9^\>:OH6C@&35 M+YXU7(R2QK]E]"_:P^_OPLN=$O\ 4]%EB@U=HV#NXP5:@#]_;4K=@I"H3^$
M%1@BFW]KH.A:;<-G-96)<4<9>5>)4<=R>*X_&_=_B)X:M+^[<"1K<,P'KB MO,?^"@_[2$GP2^'5_8)**(J-CD MENUBG"0HI!)YSQ7TE\/(C+X%^<*@6VI>%=7ANF>._E@<5^&?[*?
**[%W@_P#X M* Z]XV^(GB3Q+XNK2-9GY9.0.#7J7[!W[8/Q_-9M^>5]\--=@EBLH-M1:TMWFDSN0'/-'[5S0K,F7.!45JD,3'R9-WK7.?*GXAV7Q$\,6NI072NTU-ML'?';
(KI+6RB@+F-\YZT)<6MO='+HKX[,,TL6FV#??T^'C_ *9#_"G6J;&8 M@U(DCL<$4 -^QVL8Q%"B?[B@?RKXU_X*@?M*Z[\$[G2_#FF$BWU5DBN'#8VJ
MW4UJG2J&'OVKP;[K?]B?P%^U.MO=^-KXP"Q 96P>,?2@#KBT2+JG30M&EO\ M5?B+&U_K;);[/*S-\[=ADUZ)^QMJ?A/JGNPU_&[VYBMFU!)7L$+B MYTI[P]{J--"X ,:=SB@#N?
^"K'[6G[2UWXTLM\->#YYX+N\6.!T8?,I/!%=I M^P7^P_\ $_XT>$-0\6_&_P /7=D%M&G@^TL6!XXQ7/>+OVA]/\<^+_"=CX]C MMX)M/NX%E62-205/:._&_P"&WQQ^"&I?
VVTM->LH1_8P20QQ!?X?:@#\G]9 MG'[/7Q5L=/\ "4APNIJCB,[>]?KO^RC\4+[XG>!M/_M'@PV2]_05^;?[1'P[M^#6O_$R/4O"/B:.[F.HAV5,\'-?
>_P"P/I=WIWAU8;B,J@@PA]1B@#Z.A4X. M>U/CF63*$T290 *.#38(8\EE;GO0!4U^%8="O".IA;O7YO\ [5<,C_&'1R0< M?VM'_.OTD\2(IT.ZSVA-?G#^UI(H8G_ &8;E'C5
MA_PCASD9_AK^63]O&TL[#]M?1C:1H"WC"/=M7\=?U-^(=R_LP7)49SX;;/_ M'S7\L?[>2[?VUM%8_\ 0X1_^AT ?TV?L!0!_@-X8=C_,P2'_T&O?00!C-> M"?\ !/YF,X>&B_\
M&IW_""M;_ZY2?TKSO\X.W_/D)^$/^NL']:]$_X-3O^05K?_7*3^E %3_@ MZ,_Y*Y\-O^PK:?S-?>O_2L_P"21Z3_-@I/Y"O@K_@Z,_Y*Y\-O^PK:?S-M?>G_2O)'P@THJ.?[*3^0H
^MW=\8QQ21O&I.UN>]-M9)YMR3+@=!3+@\>F MQ/=7,NU%7"ULGE0-W(%?C1\9_^"R'[5OQ MA^(=]H/P9\,2:K;Z-?LDS02 ,50\YK[@_P"""]'Q9U+Q%X MF)L;
1S7SC_P1N_8]\&>#5*DL^H-_:))A/\NVENO6@#U?_@G9_P5,U[Q M69=!'_:NET69,QO)).P))]*_0'P/\4_!?Q$M5N_"M)=J5W$!7XZ_M6?LFZJ MOB:
[U_PU<2++97+2JD!*\CMQ7T!_P1R^)OQ"-[J?AWQ-:RK%:N\4)E?0.0G M@#],0Y"9({<5\6_\%3H1ETVCB+B,Q@/M,'%?9-C M!_%?BNUM;?0=*:>!E47#J/NKW-
'S9_P3<\"_'CQ'9>)?#?B"]MDEU!)HCNB M!.6KYH_X*%_\$W=)_9N^*^D>/_AOJ%U*+W4TN7$O,/V[?^"]?@CXG6FGZ)X4\26][!7VO8RKJ6GQ?);ET!K\2O^":OQZ^
M.'C'Q2/^$H\.206K7/\ H\A;[RYX-?M'\I[NX\+6,MRF&-LI(_"@#8CA2V! M(/-(D[X;>,>E.*^8?FXHEB#8]J /#OVJ?V4_#_[2GV>+Q"Y00X"D]OI7SUX MZ_X)"_#G3/#WY_9EY)++-
;M@'=D$BOL#KM_'_P"&?XK\& (:0=J W\T__@+I^?R!XGU>+0M$^*]E/KEK9VUJ*8U52W8+B/#_/C?\ 1'XC_LR^(+G5/@UX9DU0 MZK.7N,C.W<>>N:\U\?? ,Q0\??
@]XG\0?&+09-+DT_29I8!C&XJ..F*_3'QE MXZ\"^#63_A+ +]"+S#\GFQ@_SKR/IJSQ5X5\?L_>+3X,FAF"Z%/O\E ,?+[4 M ?R0):&+]IC4!'L062S\1/&I'H&K]2/A_'JTW@C3$2
X6S3^5?DI\2/'.H_# M?]I?Q3>V*;I5\13,JGUW5]"^#_\ @HK^U!#I5O8^'_"#S011=P8=/RH ^^D MT_4)#NDUA((Z42VVIR$!86^7TKX:N_P#@H]^TE;S102^%F$DA V[AU_*CQ-_P
M45_:=*O,:+>>$63[5CR\L.<_A0!]R7%E?R;6DA(*]*)8M2OK=K2>(A67;UKX M>UW_ (*$_M/Z5!!/J'@]XQ.H,>6'.?PI(O\ @H)^T^]N;F7P@X55R#N'3\]

M/H[XI_L/>"_C!=QWFNW;1NC!E(SUJ#PU^P-X(\$W$-[:ZG).8F#*)&8XQ]37 MSMH__!0O]]'Q LTFF>$7D6VR9"'' 'X4:;_P46_:7U]HHM.*O*,?(E 8<8_M"@#[MTGQ3)X!TC[/-;
(MO!%AG91]T5\G_MO?\%$H?AYJ%KI?PI%K?7,L@29$ M1058]17F.H?MT_M"">/1)X7O?#;JESF&0AAQG*\E\8_LT:MIGQ%T7Q#J5O,3 MJ&H1RRB1B0-Q]Z .MUO_ (*$?M,Z;Y-
SJ'A*2%9\&+Y@,YZ=J6^_X*#_ +3+ MQQRW/A651@%#O'/Z5[7^U9\)O"6C:1X+@A$8:6*W$@$8'6K/Q5^#?@_1O#&E M7$'E;I+9"<1CTH \+7]OS]IS4H3+'X4E*QC)(33
M/[91YY(-ER@/W6QR*\"_9_\ @EH_BY/&<<$"O) +0@0)SD=*^>/!_BCXU?LV M?$'51;':.(YKY_)WN<$$\=: /N3Q?_P3J^'"BO7[?Q:MUODCG$^-IZU[7X8\ M,6'AK1(=(LK&)A;0B-
3Y0SQ7PQ;_ /!0O]]?1[!5MO\C1&/EMXZ?E2Z!_P4 M!_:XBT?P&&X\'NAF8!06'.? MPJQK7_!1KJ]#PIL!U+P>T9N0/*RP^;/X4 ?!O#?[1?[0 MVG^&M#^)?P]DLB-
&CACC?:.57OP*^#/^#5WQ-I-KK?B35-9CA(>:5V,L8..G MK7]!7@'XK_##7[:.TTR]M#*BA2$B48- #?@A\+;3X?\ A2UC@8^9]F =3V.* M^1?
^"NOA4>.CINAZG(T<<^R,D$]#FOO6"2V$0DA<%6&5Q7S7^W}\'[[X@^'S MXCL+,R3:;!YL04=2HH ^?_\ @FA^RKX,_9F\">*]7T>\+OJEE,\@?/5A[U\@ M?'E/#TGQK\Z\NE@?
^V,IM&-QW>U8WC/]OG]NOP!J>I>"/ 7PVGN;2.1[=F60 M#"=,]*PO@)\(?VB_VJ_B%;>(\"7@FX@:&_$LG.<8/M0!^NG[NH7TWA*"++- M&++4!23VQ7T;,9[8KY*YW'GFO+?V5OA?
-\-O!ME8RVQ1UM%5P1T.*]<9MN,"@ M!BNL*C<<%NM/9B@W)W1)8([DAL\BG%TC4+(<8H S]<\1Z;H=E)>:G]6?^"C'QR\0_#RYTWP_H"EH=09
M(IV5L8#=:\P^#GARQ\):E:ZGHLGVM]5D#W(DYVENO6@#YB^)_P"RS\2?VM-"_MUGQC\5]'NK/^S()X]SD@[>>U+_P1&TOP8WB#Q\-[MH)%\^XM&,D8) X'>O
MT]^+MAX7\+?ZI>&0)2?W8\)6OR:_X(Q0#'!:+N)W$=.E>C(\%?BIX2\)X8\.RR"SMP;8J2-V.E ' MZY>$?'>C>,-+AO-*5E9H@TF.U,TV6R$ M_*W8?C0!\F?\%)OVQOVKOBI9>
+70;@Z;#-C]WG&>*\R^/?[&[? ML3>)/ _Q CU>]CNM6N+>ZF22X?&YN2.37WO^PEX+_9_^.^K:IX@&O6\]QH\K MRQ Q@G6?\%>?#7Q"_:(\2>&M+*:"US9:%
<0H9(A@*B$\\"@#})?^":W[M2FK?&WX9:?I>H2;Q8Z+[]M;M(OU KX<_X(M^ M'X_#WAF,3W8B:*V*RH3]TX&:^ZO$>EIK&CW.DR_)="@C9HI[2YHV+OG@CWKWG]
MI+]F#Q-\+-9?5/A5HSWK7\N^XVCIGK7FGBO]F/?/'OP7\4ZS\3]):RDL](FD MA##J0O% \'T'Q]*ZI\>-5UF;A[G6WD8>Y:OL']E*QM+OPYY(_);Z])&I]@U?
9G[+"K!X<1H^IMQ_*@!_Q%\(:=9>,=,,< M"8BN0W5]:W_ -KGPQHMC<>#L1QKO:#.$%4?B5/,_BW2O,7 %TG\ZU/VQECN M+OP9O?&&MZ
+7[2_AG2;;0/#+V\$>6@ASA!S19>&M'N?'3M=Q1J1:G'[L>E6 M/VE@5\.^&"O.+>'^52Z7%%J7@Z8E^4M#Q^% &7^S%X7T^;1O%(CMHW"PS8)C M%9GI*?
A#1+G4/%IOXXP5DGV!D!KH?V1[B5-\6H!G;%/BLK]EB+[7J_BUKD[M2LL^* ,7P1X8T.#QG=R7:IH2[8Q_(.>:T_VBM7NQXE\-V\5JNP7$0!"CIFL[M3(?
M'C.8."U:V\%RO+SM@&:M?&* M 7?A31PC$A;6/^54OVR;(M!X+.#RMO6A\78IM\'_D>4I^:UCS^5 #?A)%'
M;^-6$;9_P!%?/Y53_8_*/:>_,+;^&?.*T/@S;"3PAK37'!^RR8_*LC]C2*= M8_&HC7(Q<4 =7^P/;,O$?BP,N,[8I@N4!K6TT?V;X.D^RG.ZT.?RIG[):13:)XMD) MY\FXBS\@]:UOVS/
M"NC6">#);2&,%Q;DX0#-4OVC5\[Q+X:/_3S%_.MW]L2"(VW@LRM@[;?% $OQ M4\/V$OAK1&-K&#]GCZ1CGBOD+_@H-8):6^G+'$%^5.@Q7V5\6'F3PYH>%^7[
M/'7R!_P42E5[;3-F.%3- 'H7_!&C]I;Q1\%/$\GAO1%.S5;DPR8;'#$5^UZ? M$?Q7\$?^$=US33*3K/E22[I#_%UZU^/7_!#;]ERW^.^LWGB'[.9+G2YFE@4#
MJRXQ7[8>"_@+\4OC'<:1!7CGPQ)!;,;42V<\Y5>AZ4 ?_[//Q!U+X@>%K6Z MU)<-]F#=>^*[-4]-@UW2[C2+^=D\90DC/!KF?@L\-K/P!X=MK.W!!6W"D8] MJ[,*)#SVH ^??
$7[%OPU\'Z)K?BJ"VMWD:&29BT .#UK\[O%/_!1_6_V4OB1 M/HGA*RMFMVU QSOL4;5SR>E?KC\85FE^&&N0VRY9M-D"CU.*_"'QY\/#?_CG MXS:I'Q=U$V O-7=+??
D[LGB@#].?V8_^"JGP<^*=M:VFN^-K:.[F4*8AC[Y M[5]<^'M?TCQ+I\>H:5="6.:,.K#N#7X<_%7_ ()>Z;^S]IFG_$KX&3W6H.(T MNVV2. #U]:]3_8G_ ."IGQWT[Q);_#?Q_I[6L-
O<"TC,D@\(''I0!^P"F.(G M#=:1XUP-.FGA0ETC)0>]9OACQ9IFK^#+3QQ3=W0"O:+-*W8#&:\]\5_MK_ / M09Y-.NO'4"M$Q64''KWH ^*_P#@IXX^(]GNV4LFE-Y-O,IWD] .]4?
V/?V MC/!-],2S^+==CADL5)PQS@BOIOQL?V7_ -L6PGL--\9V]U,B%2J)SG\Z^4/B M+7_P3,O? NO>7\/K&XN+;4I\3.A885NM 'LGQ@_:17]H#PC>^&/ -\+ZRAM6A MO7B;[B
C7(V.3R.M:7CSX,&G M]AFRAT'X*^&)]13Q4@CU,LQ_=B3[W4&O;_\ @GK^PM<>$WO_(B>+;*6"]U#
M==.DF3ASSB@#Z+_:1^/N@?"GX)2VVJZJMO//HQ$*L>2Q7BOS%_9/_9PT_P#; MC\1>-0%/C]F7^R+BXFLB79MVT\=Z]Q_X*WW^IW8TS1KAGCBB"1KM8C(%:G_ M
2%\,66B> O%\UM@M)8SECCV% '@GP7^/'C7]E?XJ?\(?HL;FT.I^06+_PY MQWK]=O@A\2K'XB^#[#4([H/*UHKR@=CBOQD_:)EDB^-FTKC=K';_'J_3W_@ MGQ;LO@^(N[$-
:#]?:@#Z4,\#@QAJB6$6K;E.=U(EC%O+JW.\UX+^P&PC^ GAVW-?+'_!M[\;/%7@7QUJ_A4QE-EZ\+@MC'(%?KC_P6-TNXO/A+]J36UHLN MW2WR2N<<&OQN_P""%4FE6G[1?
BJ/6YQ"W]OS!1_P(4 ?LI_P48-A?>$=$\2Z MDB$16D/M-CU'P=?PSB2,.QC4#^5?C)^R1_P $A]#\>>"9_C/XKFNHM0DL MS?Q*68Y?&?6O?
OV&/VBO&_P.\6WO@KQ4'M[."Z:WMVDDSE <#K0!'I#O(%R! MS4<)EF8^<,8Z?:@#OXC:-X\TJ&[TN^$S-$&?':NCF8J,8Z]: !0C{RJ>U? _
M_!??]CZ_:%N])U>PL9)O[/9';,GC;7WT'JGCR-W+53UO1+;5+.2REB5DF0J MQ9<\&@#\8=/\$:I\)]/+VMH5N+"/]TG3++VJEX5_X*4?M0VWB6'PMJGA!4T]
M+@0B1F'W/7I7ZA>+OV!?AGXNNI;^\D .1BQ BKDY_P#@ES\&]1F\RX95*G((M@H _,?\ X*<>%;W]IBQ\.-H5N6N94B\]+?Y2&[CBK7['O_!'R[U;X1^)=;\9
M6%U!V.*_4#1O^":7P@TK4+?4(YP[6T@= T6>GXU[WHW@K1=&T M)= M((Q$L'E<1@9% \XG[%_@C]M3]E+XM^)M,T'X>W9T675)DEN&E.!"3R>
M1Z5^@/PX\7W'CJ.'3?"5NE]=7(":HA)B8_>'X5^A^H_L]>#+C3=0TQ+& +J M,;),P@&0&KSWX ?\$]OAE^SYXDO_ !+X:G\V74;AI95:/H6^M %C]C+X!6?P
M>MIM7$)CEOU+R*1C!:O?)[J&"W>XN&"HBY8^U1)80QP1Q(@P,"LSQ\TZ^" M=36R!:;[&_E*.YQ0!Y+\=OVK_!/P^NH[:SU:'1RP5PZ@X/XUYM\3OVD_WQ+ M^
/C"*\U:%)!H4XC5 !D[?:OG'4?!5GXI\:ZL_QVNGTV)+Q_L9=B=PSQZ5YU M^TQH$7A7X9ZR/@A(Y2A]1 MNK[#_9FU"STSP\@O)@F8._2OFN;PG:>-OCS>V^LC;(=;82C'0[J_1+X??
LF M?#^PGIUQ]P9+52V%]J /%_'^K6=[XITU_-&Q;E"3[5K?M87^A:K=>$6L+P M/Y30>9CH0YB_W_.G:G^R+\/->\F34KPC[/@QY7T_&
M@#R;]I#6]$N_#WAR&PNPY2"(28[4OA_6-"L_"<\?VT;FM2,?A7K=_P#LG?#G M78HXK]J.+<83Y<]/QI+;]E#X:"%[5]0(!!W?_KT >_LOZSI^F:5XJW3@&2
M*;,/6J'[*VLZ=!J7BQM7N!%ODG\O/>O;M%_9<\$^#EG@T^YREUD.=N.#^-1: M?^R;X"T!YI[&Z.;DDR87'7\: / -#U.R;QC<233)]K)4^V:T_C[9ZEXEU?0
M)O"4!N6AEB+!\^]H']@&.8W,=SR3D_+?:_#?X'_#W0M0BFN;Q?W<@(WIF M@#Y1_2\#?M&>.(O"[Z'X*EG2T$.2IZ ?A6E\3/!'1>K>'-,MF\%REH;= 1 MGT'TK]'/# B?
X6&H%_-D+'*'_ !H \^TS7M$'A2:W MDO #]E( ]'}EK6=(TG1_%275T$\Z*8(#WS7K:G/%<2W9S"05^4]OQJSK?[*7P\210B\O"?LH'EY7/3\: /*OBYXELK
MOP[HL%G.&*01AL=N*^1_V_C'/:Z>T3;CM7-?H:O[,G@'4$$%W>'$(PF5]/QK MYT_O_9I\ 6NCK<"[^:*+^?+Z4 >\?\ !JQ>2VNI:[.\0,48>&)Z4 ?KE8W4%Y MQ;L#&ZY4CN*>)(E
M)&ZO,?VE7&G#E)HBC\ M=C?Y'?\ !?SJEN7PKX[T3Q=X-M7>5+V.=_ +RO.<]J_7ORHH,J3]ZO(OVI/V< MO#WQ<(\WFHW<0>[M;5GM4V9W,!P* /S9\"?\%!W\$'-1HO ?
Q4O(K,O9"VMEF MP=W&!UKP+XG>'/'VM^,K;X@_"?1&O84NQ=2R0\ #.<\"NF\=?\$W_BU^T9\9 M8HO'GA.XMK#3=7 M1$)PR*>#QBOON_98\'?LJ?LYWSZ&BO,N@-O$D?
(.WWH M ^>/AU_P5*US2O $OP\\'CX5:G\6H-?\ $LL]P6G$ MLMMB5OF)Z=Z\._9MT'X9?M,_'[7/^%L:]]CCTS7)/* Y&%;ZBOU'TSPY^R9X M#^&HA\&^-
H9[N+3L(GECE@.G6@#X/_X)Z_$/4_V:_BQ=:3\4]0ET^.]U0QV8-MGE)W@GCK7[G?"_7]{\6>#].U*S$!7[=?\ !/\ UW6K[X5:58:G&0UOIB+@G/04 >S>,/AU
MH/BVXAN=1MHB8&!3,8/2D\3W8B+^"KZ[LX%46EFQ7:H'05MP&=:R)EP!TK(\ M8:2=,T6YT%ES1=PF.0^@-'XS?M]_'+XB_&_Q;/WA_3C*K'XJW(TZXN+*9;1)#]]B.!VKZZ?_@G?
\$_AY'K'C34;U5\ MX27$[/%G;GD]Z^5O$7PY_9E^+_CY/#WA+QBDLEK?>5/'"N,$'D<&@#YK\LZ7X1A74K4QJ;4;">_%,3&=Q.ISY!^ MM 'TS^U7X[O/A/\
L\:E867"P:"ZCGT6OYLO"6A0_M=_MB/=:N-YTSQ867'/ MW7K^BC_@HS!=7WP(\0,(SQHLO3_=K^>O_@E;)!;?M>^(DO7P?^$JE SS_'0! M_3%^RKX)B*_![P]8*I BTF)1^ KU,
*,"N<^$C1?*TT1D/!TZ/Y5T'F^X MH \<_;(^$>A?$KX)>>>)M8QF#!Y2ORYZ"OY=/"'Q?\2_L2K!MO'P]X&0F'4O&7 ME38;,PS\U_5O^T6DP^""BB.V7);,1IA_X[7\C7[2>-%
R+"^U6U,J:#K:L#UP$:OVP^+*_%TA M<"[>ZG-LA'5\\4 ??W[-VNZ9_P ,^7&E6+(9--T(H%"C@JM?(7PT\(3?'3Q! MXOU?78-CZ+/.]OM'4ITKG?V1_P!K+XE>
="\8:,\6(#I\5S!.FF[WSY@/W:\ MU^ ?[I_QWTG7/%T/A/0S-#J,TX5@^-P;* /N;_@E%\3O%GBSQ%XA\.:W&PA MTZXEBA+-GA3Q7W&=DHZ_6OSY_P"",ND?%.VU_P 2:O\
$;0VL_M4\KQECG.2 M/:OT$0*"=A^M $9LX7;<&Z5(DJ#Y":.P*"'"KUIWV9,;SUZT *)$C^\<9I)< MMT'!I#$)CSV-.W,HPM $;K)#@1CKUIZP*!N8_6GHS-]X4V8_$S] MB;X=_ +X
>,)M E\QI-"G)WIT^7WKK_VC_VR(?!EVEKX"U%;AT;,_V-I[UY MEXO_&OK3XC_"96GC?4UAE&ASK"I,.3MXH _F#N+BYM?VL=?@MTR%\42@
M?]JU^GO@:>^;P?IBS(1FS3^5?F5IY6X_:Q\07+GY\42F)O4;Z_4OP3:>=X+ MTOS5P!9IC\J (!9.DHD!.<^M7KAYF@\R481!ECZ"KEU;PVT1F2_
M%;XOZ['XJTOP=X%?[2FH7207(4XP&.#0!Z#IFMZ1J\C0:/=B5D.) .U1ZU?: M5HKJU_=>6S?=^M3_ !E^ 7B_]FC0=&\4Z3I+@ZW!'-<$DC[_ ":S-)\$R?%] M87NT)EC ^4>M
&GI^H_VZF86W!P13[QKZ/"QH361X_GA_9YGL[/*X_V5;PJ ML6[+-=)HNK:7XCLXKS39Q)N0-D4 5+)]B*_-M.E&*1V,TA!S\O-:. MMZYX7T?;_P
)1?"W'8D5EWOQ+^!MOMD/BF/@!T]O=Q'!=@#T^:DCLK MP?,S./\ @1I;;XT_!&_4K/XIC'ECY>!_C4D'Q4^&&KM]GTK7DD.<+@?_ %Z M&+I'V\$S2ME>GS&EL]/>'<&E?
CIQK7L!9R(9HY 5894U?O;_2K$F6]N B+R MQ]!0!25;G)5BWMS2(EY'DE3^=1W7Q>^#%HWE7'B:,.IPPP.#^=.3XU?!.5<- MXHCX'H/\: 'JDA!+=?K2"*:1L-GVYJ&3XP?!$
M_PE,?'L/\:9;?&CX)R,?^ M*ICXJA_C0!:GLIF?,@(XXIEK!*H.[.1TYJQ9?$OX8:^P@TO74D;H /\:U1I M2R*)H!E#R#[4 8BSWT65$9P>EMVO!NRAYZ\ULS6F"%1>_-+-:)"@"
(K,5]0LW"0W DC M.T\@5^57_!M-XM\>'/$?BR\O+$+Q?$[1]R'*_:#PI^W/IPU.WT*XU*-8_ M,$:=.10!]%/#OX<:3X/T*T^Q/\ ]857&*ZL[HU"]J.@K(\^)-*\0.3!?V-R
M)#+$&./>M="SGYA0 R6(S#6-<_\$?V-_P!HG^V+ MB+Q/X3NHHDF(BW2,D8H _/#X3_L M$-XFU"TN_&VC>2T$BLA9,I*^Y?A7\+-+^&.C6]GHXX$(4\8KK)]+M9 "(E&W
MT45+;%P-C+@#I0!'=S7,97R4Z]:I^)O$EEX;TF74M0F"+%$78GM6A<7,=M"T M\Y 1!EB>PKY5_;E_:"DM;,>$O!5UY[7J>1*JMCD]: /F'_@IU_P4N\;V6KVO MPN^"%P-0CU646=\
(Y,;0V0>F.^.Y/"_BW]BKX@:#X_U2*6W;Q/?1W-R9!.!Y MAR>M>O:G^$O_@+XJ:5XP\9VSPF_U-)T.#)SDY[UVW_!9[X?7'Q0^':@ZY\&V M?3\]LC"\+&,%1[4 ?
HK^R=^T%X=^,GP]TS^PM56YECL$\\+_"<#]GCN(^?,4$T 3> M;.& 8<4]X V#3V7=@XI6.T "@#B?CKK5EH_PUUFVFF"M+ITG4t'N2*^)_^"5>
MFW%O\3O%]S=Q[5DU*5_\%W_VP]9_9Q^'!\/:=,$?5=/\I@6Q MD,#7YI?\&^G[.&G_ +2?QL\3>.M7B)>+6)KD$#/.X&OHG_@Z<\:^#?$%KHEC M;:L&EB6-
0@]1GWK'_P"#1JUU.VU'Q6]W;8C:2;RV(ZCB@#]S/!^B1^'_ KI M^BQ_=MK98Q^ K2\KV-#%MJX':GAGQTH P_B%IL>N>#=2T:49CN,1XY/H17\S M?_!?
K]FGP+\"_C=H&O:#)AK_%F*2H+I'B;8?-MMDRG;W&: /H'_@<@'K>@:Q*[NSTK4#,_P#9C*RGL<#W MKRO_ (+!ZM4\8/AE\>O!;>"=%:2'YUNW,[!B,*6.>U>4?
\&NWQMU>;60$/AF[MF/EV\TL* MV&*_0,_@J,*?$7C./1/&7AS2?M'TX1SNP'W=O/0!]/\ [+WB MV]UCX/\ AV36ODF;28BZYZ"%>C3RS(81D'O7QE_P3&^/_B#XQPWGACQ$<'1
MU:%5W9QMK[/4NJ!,< 4 4M9TR+Q+HMUHUX/DN(6C?CL:^;)O^"??P(U'Q--X MDNI2)9+@RGJUU.?K7U%$$0Y3\:9/*S,!%SZT ?,'QE_X)O\ P#\::=;OXFO1
M!%8QCYEA[#\:XGP#\%/V*_A%>M8Z5XQA,JOM=3 .O_?5>F_M^_'3P[\'OAY? M'5-5%O/-8-Y*DXRQ'%?CQ\!_%'QV_:9\8>*K[P5I$1 M;*PN;SR]\ERW^K)Z\K7ZO_LV?M-
>%OBAX=M;F[UA6NY;=3,F0<-CF@#VA=I^_M[^-*KGHU);F)XQ/$V589!IDTC%@%]:)@H4$BFH<'!H$A4#-.!5^E "T444 M%!Z6I.0:.R/'T-W=>"=4MK1-TK6;B,#N<5LJH7I4-
TTA^10"#UH M_+R]\&:MX<\8ZS-\4H6LXIKN0VQ0QZ? M(;ED) 48YZ5^GOQY_9/\#_'=H"\1@(8L8VQUY+\7/V9O!W[.?[/_ (Q'A,!S M<:%/NW)C&5H _E9T7*?M"7<-
Q\LT>NL)]#NK]4O MV7\$:4'QQ9IC\J_*G, MY_:Q\122KC_B}}2/^-Z_2G1/%4^E?#FTN7;!BT]2O/M0!L_%7Q]I'AGPW=0W M=Z$GDMV$*GN>U1?
\$D/V;-6_:3^)&I^*_&VFMY.E:@\ULY&I{(4Y!KS?X0?"C MXG_MJ_$NVTO1-$>\LK/40ETZ,3M0'GH*_=3]AK]@SX=?LQ_#R%- C"7.HV ^ MVJ8L89AS0!4\8?LJ?"O]J3PSIOA?
Q'*A&D6R0]!$#C:*S_!/_!*?X(?#UI+W M2I,ODL 8>_YU]!>!_AIH7@.\N+S27RUPY9^,=:Z>62&0!"W:@#\]/^"K'_!- M?4_C,FG77A'0GN&TP*T?EJ1RN?2OECX0?LK?M/\ A%YM*N?
(O" M$RB(<8SV_"LB+_@8XCU,N;KPY< YXX:OW1T+PH"B;A;VL?S=3Y8K3^R6D' M(MX^>OR"@#\&H/\ @B+K-ON_XIZX'I%5Y]4\ _@'F"\VEAN7J)Z5_1-):VDR%DMX\@?
W!6+K?AO2_$EE-INL6D021"F3&#Q0!^ M4WPK^!WP/T_PS:6_Q%UD6EX+91*C)G@^G6LOXN?LF>"O':I9?"1S?I(-LQ1< M8'?IFOO/QO\ \$QO@I\0-2;4[ZY96:3?
A8N_YUUOP:_8G^'/P,9AX9UW MQ_\ UZ /R'UG_@BYJFM2B^MM G9I3ND;9<>'+@#Z-4L__ 0^U>V4 M-;>'K@D]?E:OWBEMM/D;+0)Q_L"H;WRX &AMTVCJ=@H _G!_:3_8%^-
'[+T] MIK?A#PG.ULA62ZD)8;5[GI57X5?M4V7B9E\.?VDK7-K^ZN(_=8=17] ?[0' MPA\$_"X?:KHNK)&V^P>-OW0..*_ +]JO]B#P/\ L@_%V?5?![,&U752\F4Q M]X\]Z
/7;'5;;>V2X,@^=0:<]Y [CY\C-!)Y/$NEG2 [SI<)YJ M@GAL\UR/_!MC^RKX0TZT\1RR1C-\LIDS'ZXK]2-#_83^^%A.U_;D#WE\[S>8 MN_YT .[+&F>(!'PO,)K5LT:BV 7)Z\5[6V
#%4[*QCT>PAT^S0;(D"K@=A M5E%:7'F#I0!+P1FB@<#%% !1110 4444 %!Z<44C$A21UH P_'=S<1>%-0=1 MTM6(_*OS,^+OQA^'?@?QA>ZS\1-?
6T>TNFD@W\Y(''4U^G/B2VN-2\/7UFR< MR0,JCUK\S/VQ_P#@FQ=?M :E>2ZOI4HC,C$%0>E !X+^-?@+]OBVDN-%U>.[M3PLI*M&!P(_I6UH]W:_%[1M2T2V87 T:%XR",
[=M>"_LV_LD>//V!K#7=(^# MFBR3MKL7Z^M87A'Q]TO^S%KN1IZX9:V'B.=Q\\I^,?]10!]1?L% MZ?);>-M1MK& ?N[QPP QC!K]&=='S"H\&1\WDCBOA_P#X)??#_P 075SJ'B?
Q M/8&)KQFF!/.<\U]SPQ(L*Q*?NC% #+.:>5F\U< -=*ED=2,@]*;*3&0%[UF>, MM73P[X7OM7WX:V:0?4"@#\Q_P#O3X OO'_,2_\%NCLHU&W#;2?4U],?L MA?!R#X5_
87<$15Y=$W'([[: //JO/\ :?\ BY\8OVA?#FB^%K'[?,V6O11S M$2?=4-SVK]0]1\33^#_V03KMT!'"QK]1?^"'"?[,?@+X+?#Y-<\+.&EU&P$D^$QRP&:_#G]K[X
M_>+/VN/VPK7P]J"^:FF^+!%'AL_=>OZ/?^:8G&MT5]W23QH0/3C/2O,_P!K31;_,0?!+Q)ING6WF-/H]J 8ZY6@#^8C_@E#^U# MK_[+'FV1W7B1[>4%\
<%@*_I.^(FLWOC/]E"?Q%I$0FNIO#!E _VB MM?RH_&_P'XS_ &8/VR_^$@U336M8;SQ=YNXDC(+U_2[_,$[?COIGQ^_9NBT M#3;\7,I?AX1,FY\[@6&. MH%?
LEHNHQZGI$%\KY6:(,]J%K+X$:QJPU&) M8QJ4K[=Z]=V/6OI#_@J7\%/%7Q,UW0KO1-+,]K;31M=._,*HZUX\2_$W@SX M&VVCMX-U ?:HUC^UJ %VMWH]3_X*G?
#'5/%NH^'=4T'2U>R,D3WDJ+C:G-O!S^$?&'B!$FE MM/(MT)!))&!7E?[-?[")^*OCRX\6ZC82/]Z9X'P3EU(0(3@'K39FE0CRAG-+C> 9*)1R,T5GZKXFT?1 /]0N@GIF] ^)G
M@1C@:F/RH WZ*SM*\5Z)K)(T^[#XZUH%U SF@!DE5?IVU2NY3VJ"; MTCO6#2'IXJGXNU.?0O"MIJ< ^:VM6=3[@4 9_C#X]^#/ +(OBK51;^8?DSW
M_6O+_P!I3Q5X=^+/P(\56_@NI%W)_8LP 'KMKY%^+_Q\!8_'SQ>Z?J.633; MEE3;^>%IWPN^+OBGP#H&IZ%9Y*W4#QN3?UH_GV\>?"KQWX"_;UBX\5:.;>
M*X\32&)B3R"W':OT'B\()K/PMM5MTW,=-"OBO'_/@KC*D26>W5IER.">O>OR;\2?!WPA MXDN8[^Y?$L;;AA>]6U\-110+9R3.$C7:G)Z4 ?H%^UW_,%14\ 6L$OPDUU;
MEG4&;$FW'KTS5?\ 8_X*<:O\;-:N--^)NJB%A,4@4R;L^E?GJ??#W2+]!_M M,S'(!UP>E?%'PJ^SU\8?#VGQZIY'S_5HE(SC.3]\
/Z.=)U&SU/2X;R"7M<7^SYK^F>*OA/H&I6EQO\S2XG)_"NY*1RC:#TH 2WD= MR0PXHE,;<2"I3U0(IP:@:))FS)P0>*%93 =T0R#UI)K>"^QD\BGR,ZJ !Q
MWID.Q3F$Y/>@!\%G':C"FI&5).2>E(6;@@&?>@!A8,<)SBB2:&"'R-@FF M.#$WR=S3;BVBNBK2GITH 5XI;<"S1:K>(':VT.Y-J,R&$^6/4U:>UAE Y^IT MIKV\;_)CXOW
M/VOQ1;7"N6C:Y4H2>HS0!VFB6-V-&M%,7'E+6JMC*$^=>U6-$5Y](M=BYQ$M M7W0,H5Q0!C+9Q+\S]!7S+^W;K^F:?K6CP&WM))93@!2:^&? MVXM0L?$GQF\
(>'H)]RW.KP1./8F@#!./^"*WQWT?X2^#=5N+G4!#<2VCFV4G M&YL#%?>/[,/[;FK>+O$=[IWQ9O1:Q-<,FGDONWC/R]<5^?=O^R5)\$? W@KQ
M+X7L6$%_96\MZ^",*PY/O7L?BG2M.\6ZUX4_X5;+]KEMYH?!0"<;"/O=,T ? MJ78ZC8ZA:1WMM+NCE4,A]14[N1C9TKF_AE82Q^ M*CNEQ*EB@<'L<5T-N9&)

M60<#I0!,.1FBCI2!U/0]* %HI!(I.,T%@.IH 6BC/&:0,&Z&@!:*0L%ZFL/Q MSXYT7P9I,UWJ5X(V6(LGUH P?C3\;_"7PDTM[KQ%]HMV,>4SCFOSA_;6_P""
MNOQ/\&VUU#\%94O2BD-B7;C\@:[+]M;QAXS_&BH;,0(FN;6R8B5E<_*HZU MYK^R5^PK\)?BYX8\47_B"0M=65M,Q5HLX8#ZT 8?_!)?_@I%XS_;3\<:I9?M
M1RI8/#>.NGJS[!Y!^7KBOTC^,G()GPN_:4MM'UW7-FRS5)+9EA!R!TK\5+?X M5V?PP_;+L],\.]5B37U3Y1MXW5^]7P:B9?A1H /5M,BSGZ4 -^&'PO\ #?PW MTU-
+T'&R./8,)CBNH*F,_)WIL-HEJ&>/]:2VDFD:\Z_;< MU=]*^#?B.:V;_2%TF4P+GJV.*]&D53RQZ5\8_P#!4W]H/Q'\+;6R\,>'7R=4 M582N[&=U 'P]_P $E_!OCWX^_M
>,,SXJ:08XM.UV=K)F^;(5N.HXKZV_P""' MN_[0?C;X!_ R7POX63]Q<:*87P^/E*D5),P2H^%'BCPO_;7C'Q1!'V?[,YDZ M-C[V>><]*^,?^#F#]K+Q-X'@TOPGHTV59T2 KOQUR*
/RZ_X)_P#PP\=_&K]K MFY\3:-I!N=GBHS7)R3M^?)[5_6S\"=/N-(^#OAO3YX0DD.DQ*ZXZ$"OP=_X-
MDO@+]WB#Q3KWBS5]*YGN9)PQ7/4@U_0+I,#:=I%K9J,>7$%Q0!>'3FB@E5K_3QK.E7&D7B?NYHBASZ&KZ;8^M.&,$K0!_/E_P= ?LFZ/\ M/?$6@>+O!UEND-Q%/,PCQ@Y)-
>E?\&O'I3&DW<.L>&O&6K>4\ DBB0MG)& ! MS7W3_9 -(_;7^%,U_K&I6/FR:,;IK/^`[SRH-?SU_L9_3QE^QE^UC+X- ML';>"[\4&#'F%^ VC?%O^QO&CVX>/3?
+N%D"9P%R9(%/\6YN.] 'ZRP)&%)4YR.:1,*QV'ZU-M4T:^BU+2;,4K-]T=Q$'5O4&K@58N2>30!D>,=#CU_2Y=-DB#+-&5;(SC-?'!- MQV_X)V^'?$GB2*ZLK%G2YN TYV=
3S7VQ=23Q,OV<9R>:DWKL!F !QZ4 ?$= MS_P12_9OUF;3O$.H.RW5N4EV_9_XA^-?4/P8^"N@_"328M'T2(>5#$(T.S' MKM;F;UMK=[R[?;'&-S'T
KP/]H3]M'P0E6DT75Q*X)^4*] M0T+U[^QYX^M/&//P3LWD2[OEGOFWE-H)R>@-?L?\ \$N?^"GMC\=M A\-?$3Q M-[1'YF[YAVYH
_0!6^3CN.;9,N>8^33;6\@O;2.!M'W1S(&0^H-#&;- MLH.#UH =;M-(*LHP*6&"*W);.\FGB4-&2#SBH86\PL&/- $PW/G;F^8X.#3 M TP;@<5*X5P"3R*
HNW)IK&%^.T%U'$AP.U,6.!B2ASZT 21"/!"&O/OV@O MB9=?#+P5J&MVY\._&C54E7:6U=\Y_WJ[!XSM)?KHDD(SQ&30!ZCHFK7%MH]N:;D>4.]63K
MDKG,K8/UK&\//,FBVZN,?N15].*.9L2GD]* &>-:<^#M2NT;YXK1V3Z@5\1 M_ GP-XF,;3_:8TV??[$NFE^(D,)SGA6XKZ(_:E^*8^WA:WAV:R%QY,7=N50$XS MFNM_X(&^
O"7Q$\3^)O&?Q'<1/97,UQ:L4#9(P1UQ0!^V_A3]FWPY\1?@-X< MT'Q# (-$BB4;,XPM5O@/^PU\-_@YK-UJ>G+AYIB_P T7<_C4/P _;\!ZBY
M\'ZCX@4"T/D6RY'..!WKWVRN(-8MTO V8Y%#1D=Q0!9L88+.W2VMS\J+@5)/ M-Y9 %-%NL(RG2@^3="'GD=:)5D1AUZBO%?VL?VGO#_[/6F@ZA]XM[BXC_<+
MG&YCTKV#4YHM,L);YVPD499CZ 5^6\ P5R^(&B_%SXp}?#FF7YF1=3ABG M/09.: .SL/\ @H3^U#XPU&Y;P1HYN;=)#L87!^[^5-NO^"@W[6?A[4H!XGTH MPV_F#S6-
P>%_[YKZ:_9?_9 ^'O@7X=:7JFEQ@R7NGH\V8AU(Y[UU'CW]C?X8 M?$:U:VU5!ADPV(1_C0!YM\+_ /@H[\.-8M(8O%/BU(Y]@$R[@<-W[U['X/\ MVI?@]XR9(M \3K,[<$
#K^=>#'7'__1__9V2:>^L7+_@ XO?@KH[W#H=PZKS^&: /T$MKFVU&!+B![RLN5-?'"_!7W]JV_9_P!9 MT#2M2U06UM?S1).Q,'RMUIGP-
_;#_:'\&WK6'QTL3H]I"^V)FG+90=^0*S_V MV_@M^S+_,_%+K?3ENM>^V7>G*N56$-AE_P"!4 >7^&OVGOA?';Z?I'P>\0K> MR:XJJ2X P7^]T)S7HOC.^M_V0M$AD\,2>7-
XNA'GJ?ER9>M?)?Q6_8;U\ M8Q\1Z3>?"S279I;&AEBR"N2?SKT3XC_$?XB>.SX;D_:)MC8HI_E'3R7+;@OW> MH% &#\0OAC>Z)\4] \5Z[:>4=1U.*9&QUW'-?KW\'IE/PTT5%/
TZ,#\]_.S MQQH^I?M$:IX3'@J#[9!I,L&]E_A5?!FOT6^'.FRZ1X&TG3F3#PV2*Z^A H Z M%)#D[^/2B615(R>M-=D&!(>>U%QY1 +-VXH I>+-;MO# _AN\UFZE"I;6[2,W
MH!7Y$?\ !0']HR;]HCX[>'-#\!?@OET[6HH[D!ON!6YZ9K]*OVL_B7X>\'_" M?7-.UJ_$,ESIDB0K_>)'%?EO_P $K/V=G^*/QV\5>)-9LRT46M330.5SP&R* M /U T&
[A^&WI..V,1W./AP28 Q\P6OYG_\KA^TQXL_:A_;TCP;X@EWQV M_B-{(AOSP&P*_H,_X**_'!PY\#/@'>Z%=ZD()#HC1Q+TR=O%?ST?L?\ P\1 M?MM?M M.G%% Z<44 5C*
0+@X]*+EYT*_9QP>M*UL+E@THZ=*69I8RJ1=!0!S_Q;T>3 M7OAIK.CK'N-UITD>,>HK^6'_ (+#__*_9E_:3TKQW+8?9_,\0I]D VX4DDGBOR^_X(N?MF:O^R-\<;WXH_9?-
UEK1HS)CJP&*_ MHG^,WPS\#_M-?LZQ^+]1<37::)X#L!R^WCG- '1?L.?'WPS\6?ASIFE:-]@ MN+FQT]$N4S]U@.>]>S^8LO#GD=* %W]@?]JG4/V2/CAK7@SXB7YT^'4-9D@L
M0S_?#-@=<5^QWA/5H?$?AC3_!%;2;TO;995<=P10!L1LX5F(Z#BH+2'S MAT/%6D :, ^E1>5Y+9B[GF@#R?\ :Q^)-YX ^'^I1Z5)BYDL7$"YQEL<5\!_M\$]?
@IXP_;P^(O6>_:"TUH(+34)FT!B2^Y0?EZXQ7NW_!5;XF^)/'"'FU%P>

M9\5P>&MVD2:W)/9S9;F+=D'I7Z\?M;_\$_/A_P#M-_"*RN?&>G>9JVC:4IL4 M\@-^]0<#)Z4 >R? ,]H7P5\YZ<-CGO7HJW4#@*7YK\= M_P!D;4OVMOV0/B1?Z!KNB?
8]$;4&BMW\YQF"/!QMQTK]3?@M\5O"GQ/T*WGT MR_\-NEA!NAQPV.>] &I\3O &D^.=(ET_4(]RRQ%,;<]:^1O$G_!.OP]8>+!`M?Z)I&Y+FZW3GRL<$\U]ORF$@ GD=*
(7FVG^Z#7VA\1K M/4-6^'^LZ;"\N>;PD1!ZDBOSP^ 6H^RMXC\8'XCO]A_M>XG^R_[>X\=<4 -< MG'\"O 7[86AZH_[2*[=2$+K;Q^6),R8X'S$5^:O[9?_ 10^-WP>\2R^,?V
M?/A_YUO]H,ZR;&3Y>N?E4U^]WP;T'7/B!\1FUKPO!]H@74/,9O\ 9S7Z#2^$ M+'4/ 5OINN+B,6(2<8S@8YH_EA^%WQC_:^=$]X/#_O]L_L$4#^5$/.9N!_O M 5]K:?M??_2[*-
M6\3[&9!OX7_&OO#_(*9_L)?LO\ Q5&URUNK;,@>F#?/^_MC+P>_>O%/AY_P16_8U^,FAW445GYUW%'1&OV%#\W_?5 'ST?VW_V9[0[;+QC MDM]_Y5_^'1+K]N+]FVU *^,?O=?
E7_XJNK\5?\&XD,.L32::!X$W6YE)B/V;' MR]NU?/7F[:'_!"KXK?#72$O\ P1X RL<6Z4^41C\A0!ZY:_MQ_LP;3O\ &?)_MV5_^*]&?]MC]F..0/%XQ[Y/RK_\ %5^:?
A[]A7XW:EXK/AY_"O[S[5Y6WYNN M?I7WC^RE_P $!?BC\0-)&H>._A]M22+=$?*)R.W44 >BG]MS]F"^"Q?\)EE^ MBC:O7_OJM72/V@/AOXGF2TT'6?-:5@L0P.<_C6-
XX_X(/>"/A9/#)XF*^1* MJ PCJ,.3VKT?]GO_O]>%?!GB6POJ?T;RK;&X5E;R1]T&@#E/BIX0_;+-O; M?*XT+SOMBCROW6@/BQ\;?"GDR27?VVUD\K=D MY!!R0* /T?\
<+\^)_VM?!GV6UM\'ZVDVF3Y1R M#\P%?KI_V=_P!GCQ9H.F#P]/YMQIT";AY"\,OXUW/[2^E^*;+P0^D>%[?? M;QV6Q^2,*!0!\8?!+X+_ +&OPBU2PTW0M6"7-
M(J,OV9!AAV^]7Z#^"-8\+^M*/"$.E>'[GS8#:!#P/NXK\F7^"T ^(TDIA_TE]0)QC^+-?HW^Q;X?\6Z+H / MB&U\N)H/W1R>1VH XO\ :1_89*^.;L7FGZ=YCR-
ND_=#K4_[+'[#_A3X:7, MU]=Z?Y3ABR_NAUKZ=FFD+XM>>>:G5F9-LG<4 5=*BAA@2SC["NU?H*L2NI4
MLI^[UIH@BM,NO0\FO,_CS\>_#7PNTR2VFU/RKR>,K;+DG>@"Q\:OCCX:^ M'FCS07NI>5>21$6J]WVC[BV4!XZBJ7_!3'XK>+?V3?A:D/PX;RWDT MS$@WE.<>U
'<_M"Z;HGC7X#Z]X6^$+_:YX=$DAE3&,,%Y'&;_";]F;X/?#?X M#>/?B/-^U:WJE76I7UT=('EAO,9C\OWBM?8?_!'#_@JO;7_Q#\4>#_VB?$OV M7^T;^:"V3S=^[<0!]XBO;O\
@]Y_P3!^%/[3?@V'XJ> =,^VSPV@O(G^SC]! MG.1F@#\R_@-I/[57AS7M>\=?LP:!]KTNQGEN7G\YDQ$.<_*IK[Q_X):_M*_$ MG_@I%BIZX7?'E_-?28Y;-XO-,NTK@8Y
KXN_9_:5_:_90TCQ\(5@^S0W M\5Q8V\?GL-P;@#&*^O_@VM^!?Q8\%>/_'/Q"^(FB_9XM5OKBZ63).X,0<\ M@4 =GXG_.#>c]DK0$MS\1\6T3RYA<&
[+_8%Z]!RL,@^S@_8E_X) M;_"_X2NOBS6=*\C4KD^?./LX_P!8>O-?;$%H^D6$&G::O[]% B_059:(7'S. M.1TK@?CC\>?"OP6\+WFH>)=3^S2);,\/(ZXX[T =ITG,GRHV5/((&*]>
M^('QZ^(G[?/Q5AT7PFW]H6&FZF(YSYA.U%//'-?H3\&_A-\/OV6?A'-XJLC] MGN$TLS7A\L+AL9/>@"#XK?$[P?\ LG_L()IMJJ/V673M V6ZG Y5>.]?S\
M_!1O]K/QE^WS^TAI_@RXN_MMK;>(%@0>;6^4-BOJ_P#X+7?\%7_$?QC\81_"MKX/:_P#;7:[%E/%YY&#D@CC-'_!&+_@C]]WCWQ@/BQ\;?"GDR27?VVUD\K=D MY!!R0* /T?\
^"'*O[&@_LW?#FT\2-I/V>34]|64GRL9+ 5^A4:/;HL47W5& M*RO!'ANV*>#M+\.V2XBLK1(D&,8 %:]RN<"\:)ATYHH&<D8CR5[TTM+NZ4 5+6V*.S2
MKWXKX4_X+1_L+0_M9_#V;4Y=(^TS:,8%X/W>![4'%??#(!P6JKKFE0:WI,^C MW8S%<1&,3CL: /Y/_P!BGXU?%?\ X)L?M!7FB>(5_L[3[K76CSYI7.9;Z5_2
M#^R5^UA\)OVO_A%%HVA>(/MCSZ4([]>#@D<]Z^_/@L/_P1N\?%/39O'7P M(\-_;;RVC-RO^SCAQD!1FOS"_8Q_;6_;1_X)L?&1O!GBE_[-TRXU?[.W^D,O M[LMCH0*
/T0_X*H_\$A-+TCQ]IGQA^!WAOSY+.^2_O9?(V[2"23D9KZ'_P"" M:O\ P49T*\TZ+X6?%CQ#Y,^EQBSMXO,SAEX Y(KZ(_99_:F^$/[8_P (4T_0
M=>^VS7>E;=17@X)'S=Z^'/VZ/^":NK_[CXBV?O+_ &=O#OF1M?K=ZK+Y>S:, MY8_*#0!^KEEJ-IKEA#JFFR;X9D#QMZ@U9MYF VR_SKY& 8@_;7\,>)]%M_!/ MB?
7,7MA"+>2+<#AQQCDU];02PW]M%?6S9210RGVH F9=I^4=:><;:CB64$@C@T M?"?[3WP6D_9K\:6GB3X/6GRWEXLNH/C9C)^;IFN_UKXC:G\?/V>M>\.;)+]I
MO%%T&23)X]W\>WI7T)\4 A3H'Q T6>+5(MS^20@V@\U\=ZUH'Q$_9D\4NGA"S\ MK3[ZY_TQMQ7IV3ST%'YL_L %6; @FM\1OB/\)ZQA=@.3ZA=BU.?\ 6"0\ M=<5Y?R0< ')/!-?
H[\7O^"N_L<_\$S?V>/V*DE3X2V/E>+<"'_P!&5.OT M-'=_LI?LW>#O@!\/=-L/#T'ER?8$68>6%P<M 'G_OH^_A+XF:1*^LP[IDB)B_=@\]J^0KN;XJ_LJ>)9)/#=G MY-E/<'S&WE?
D)^E??{0B49DKP]KCQY^SEX0LXK;XWZS]E25 $_=]ZJ[4;9%R#AOSKW2*Y2[MDN;4Y1URIJ_,SQ+>2"+4=5& MJ?L;WWV^=9=]S\@3#=_NDUZ%\+_VM/VA/
=U!8_%K4,%/GC/L?E_$"@=#[O M4231/'<#Y2,&O&/CS^O3\)OV@;Z"Z5V_F-;N&'!D-C'U-=E*CSX&^*>FH MNA:KYTJQCSAQP>_>N7B@BM_WD(^]S0!YQ\%OV8?A[\!;=HO!
<&S>N&_=!?Y& MNYUP3SZ#=V9'S20,J#/6M +OY;J.E-C@:9OWR\#10!^;_P"UW\,/&>CZO-(^ MG[1<2DQ]><_A6K_P3V^%'Q#TS6+F\U#3-J-*6!R>GY5]Q_$KX-^5/B9) _B.
M/)@(*?(#TJWX+^'&A> (O*T./:I&/NXH UM*6ZATZ&"5<%8P#7SS^WC%XGDT MN*WTB'=:21XNVW=$[U](F8H,,<9K"\;^ =(\>:5-INL1[DEB*$;<\&@#\>M6 M^%?
PHMOB387_(*D\R],4%:[*E@8?//0U^]OJ[,\6I0>";"*Z3"K9J$Y[J\UT M+_@G%\&[!\4/XCM-/Q,]SYI/V=>N?K7T5X:\.6/AK2XM/L%PD4851C' H ^9
M_P#@H\:\+O& CHV.J^'=/\Y+/;\C9/ 'X5\H:CXA\7=8&>&X(]T;RK;&X5E;R1]T&@#E/BIX0_;+-O; M?*XT+SOMBCROW6@/BQ\;?"GDR27?VVUD\K=D MY!!R0* /T?\
MPL\4^"+;XU#7K#RA(?\ A(H;?-P)_-)\@?>_.O7M,TI=$T^' M3+%?W4481>.PJ_#:QV^YH^_-0W-]%:6\ES<-A(U)<^U #H55%+1=3UK/UWQ7 MI?
A>SEU'7I_+BB0NS>@%>2_&;]M?X.?##3;I+GQ(8KI(SL7@?-^=?$_BS]M# MXZ_M':E?>&_AQ-[LLVD:)OW[?<_&@#Z9^.WI=>D:L)M$^">N?:,V/,;1[]N M'].":\X^!'PG^-
G]2GB*36/VC-&V06MQYFGMN,F5'W?O 4_]@7[A)1+UB[\6 M_$K1O)NY6G4^7G+'GOBONFPTF#2;**PLUPD21'5X["@*\!_# 1?!.E166EI M@1O!0-N*\V_;H_9A%_M.-<
.\;6GF1B/9CR@W'XU[5$D?\ #1(Q!PQH _"/ M_@[-P $4F^!NIV_Q/\ V8O"7G2V4HO+I_(V;2.21F@#Z2D_X)1_L@_&>ZMOB5!; M^<;IA=K)C0YSSGK7<;_:_"]D3PPWA?PC>^3-
=6WDPH4"Y)' X-%U\2]/\ MV;OA3I/A"XNOL]K-,2""/,,OC@5Y[*?A-XV_:7\3OKWQ?T_-O:W/F:>_+Y4 M'Y3R!0!%\!O@5K_QD\83^*/B)IWJ]*L,UD^"V1G@\U]L^&]/&DZ/;Z8@PD$(
M11[*LWP3X-L?"_E0:?8)A(H@HXQP*VWM"&2&V4+*V"U+'!&!NCYS236D=V0TO5:AUO5['PWI$ M^KW\FR"VB,DK>BB@#,^(_B,^#?!6I^)FDV)8V;S,V>@ SFOQ>_:I_;)^)_[<
MOQ?C^&WP?N?[3LK'5?LF]KYQ^1 <-P,U!:7\%+/^"DOB#Q3>+\(OV:],^V+] M#_8=5B\XK@-PPPN$9? OPB\8?OI;4 MVUQ'YH7G&*.#7X>?!3P=\;?
^"A_[1EKJUUIGVVS&OA[A[I-A-W)Z4 >Z_P#! M+?\ X)X^/?VL/CQ>?$WQ/X:\Z;CUXLNTMQNSGD5_33\ /A#H/PT^'NDZ)80 M['MK!(W7;C! KSC_ O^_L6?
#G]E[X3:1)X4L_*N[O2X_M@\D+\Q'/2OH!X7 MMW!MQP3S0!)-<6]OB.5L9X%.5X8@#N^]TJ.XL(KL*\HY%*MN' 5QPO2@"<$$ M9%% P** "BBB@ HHHH ***** "BBB@ HHHH
*#TYHH/(Q0!G:UI=MK.EW&D MSC,5Q$4DX[K7Y6?\%>_.^",?@+XNZ7/XY\$>'?M%]:Q&XW?9QPXYZBOU:N4F MC;]R.#UJQJN@V>LZ7/I=R,QW,123CL: /Y=/V+_VU?
VB_P#@FQ\8W\&>+9?[M,TN?5C;_.O9U?E_P#L6_MH_M _\$X? MC$_@_P 5S_V=ILVK>1_KF7!V3CI@4 ?L%^U/^QMJ/L.^J3_$;X%:/\SRF[O9 M-FS!ZD\9K>_X)X_\%-((&NL7?
@;XP^(O+GLY6MH(_,W?,. .<5[G^RS^U)\' MOVV/A3'INEZ[]LDN-+"7XX."1SWKXF_X*%_\$[==^ OBJW^)OI,'A_>?M(N] M2DV;-O.6/R@T ?K#IVIVKV/..HZ<^Z*= Z-Z@U-*QB
([]:_W_@G! P4QMM M<23P\):?$/E75=#;1Q^;NPPXOSBOOSPKXMTCQE:+?:9<>9%(FY#[4 :\M/X]_"_0?B/HL]OJD6YQ M"0@VYYKXWU31OB7>RAXS%UX+M>/)LKR\SA^6G(]
MR&V <"O-_A5^TQX"\=:7;VRZOOO!$!..N1P_?O7IEM.EQ$L\)RKC(^E &\)2/ M'FC^ /"E]KVL77E);6K2,V>@ K\'O^"L7[5WC;]M7XQZ-X'^ MY_:<%EJT=O MJ^^8?E .&^[FONG_
(+G?MA77P TS3_ 5K]?DMXAC6V6/?C<7R,5X5_P1,_X M)\V$WB75_BE\0M&V-]5RIY:R>7G=N((.30!PLGP! ;V_8V\+^'_&7P1\-&.W MO+;*XUZ3>Z;5(RYX4YKZ?
_9G^//P> _;T.70/'>L^?K6FPF*6+ ;;,O4B^-#/VVO M'WADV]O\4; R","8>:3CUZKX%\5?\%8OVQ?B;]]IX6^"M]]JM-.E6'6!]K< M;%7AN@-?0GP?^-G[-'Q.M+;2_P!H/7?
+U>X4(8]JMF4]OF(H ^Z/"W[_O6=\3:;K=]EW85[DD7/S[9O* R>W3-'/VOO@EXGCWZ3XAWX&3]W_&@#U)F MYN=:VHBY8\=/SKB=2_X*(?LNQW+6]OXO&V"/EZ_P#?5
'N0:Z#90<$u9#, M5XZ]Z\ N/^"C_P"S,EJT<'C#YRN(_N!?^^]\B^)W[-1&/ VG>7_ !8\"?M@^/[^SN_BSH6VRA=6N&\QVP@Z]5H
M^VOB1_P4'^#=KX;O1X4\4[KQ;=OLZ[@/GQQT-?'_ (+_ &O?VI/B]XJU'2_# M-K]HTQKET4_:7_U>?]VIM&A_X)_>%([6U\?:]Y.H859T\B/B3OU:O>/A-^TI
M^O!\'[867@CQ3MN;U=MNNO!N8],C4 >*_%;X??"_2 "EWJW[4S?8]1GM6>T' MEALR$Q?QO\%O%G[0WA/XW06G[+=G]HTB360MV_F,F(L_=!KJ/^"_?QI^
M*U[XU\%W=B=VAW%Y;M-)YA_U))R<=*!S_8*_:,_8;^&/PTCO])\5;-<;3@UP MFQ!^^OR,[O6@#]/?@W>ZY7>W$6VU7(&7/
M2H/VC_V@_#GPQL#82:EY=Y<1[;9@!T7F.29>@HDD;($=,E:YPNP=>M&'RYKA/B[^WC^TM^U7XCO\ MP/\ L\7'HV*W#6UZOVAN$Z'A0:]/_8+_P""9VC^%;F^^7QOT+[-
]^,GQZT[/Y;_\-\K=SUSDXK%_X*I?\%BO M!OI.7@<_#?X>_,."'

Cover Page - shares	6 Months Ended	
	Sep. 30, 2024	Nov. 10, 2024

Cover [Abstract]

Document Type	10-Q
Document Quarterly Report	true
Document Period End Date	Sep. 30, 2024
Document Transition Report	false
Entity File Number	001-13449
Entity Registrant Name	QUANTUM CORP /DE/
Entity Incorporation, State	DE
Entity Tax Identification Number	94-2665054
Entity Address, Street Address	224 Airport Parkway
Entity Address, Suite	Suite 550
Entity Address, City	San Jose
Entity Address, State	CA
Entity Address, Postal Zip Code	95110
City Area Code	(408)
Local Phone Number	944-4000
Title of each class	Common Stock, $0.01 par value per share
Trading Symbol	QMCO
Name of each exchange on which registered	NASDAQ
Entity Current Reporting Status	Yes
Entity Interactive Data Current	Yes
Entity Filer Category	Non-accelerated Filer
Entity Small Business	true

Entity Emerging Growth Company	false	
Entity Shell Company	false	
Entity Common Stock, Shares Outstanding		4,848,482
Entity Central Index Key	0000709283	
Current Fiscal Year End Date	--03-31	
Document Fiscal Year Focus	2025	
Document Fiscal Period Focus	Q2	
Amendment Flag	false	

~~XML 19 R2.htm IDEA: XBRL DOCUMENT~~

CONDENSED CONSOLIDATED BALANCE SHEETS - USD ($) $ in Thousands	Sep. 30, 2024	Mar. 31, 2024
Current assets:		
Cash and cash equivalents	$ 16,719	$ 25,692
Restricted cash	241	168
Accounts receivable, net of allowance for credit losses of $99 and $22, respectively	51,073	67,788
Manufacturing inventories	18,965	17,753
Service parts inventories	9,028	9,783
Prepaid expenses	3,632	2,186
Other current assets	9,195	8,414
Total current assets	108,853	131,784
Property and equipment, net	11,334	12,028
Goodwill	12,969	12,969
Intangible assets, net	742	1,669
Right-of-use assets	9,164	9,425
Other long-term assets	20,084	19,740
Total assets	163,146	187,615
Current liabilities:		
Accounts payable	30,789	26,087
Accrued compensation	13,864	18,214
Deferred revenue, current portion	69,369	78,511
Term debt, current portion	1,579	82,496
Revolving credit facility	0	26,604
Warrant liabilities	2,499	4,046
Other accrued liabilities	16,501	13,986
Total current liabilities	134,601	249,944
Deferred revenue, net of current portion	37,164	38,176
Revolving credit facility	28,300	0
Term debt, net of current portion	94,746	0
Operating lease liabilities	9,366	9,621
Other long-term liabilities	12,372	11,372
Total liabilities	316,549	309,113
Commitments and contingencies (Note 11)		
Stockholders' deficit		
Preferred stock, 20,000 shares authorized; no shares issued and outstanding	0	0
Common stock, $0.01 par value: 225,000 shares authorized; 4,793 and 4,793 shares issued and outstanding	49	49
Additional paid-in capital	709,667	708,026
Accumulated deficit	(861,727)	(827,380)
Accumulated other comprehensive loss	(1,392)	(2,193)
Total stockholders’ deficit	(153,403)	(121,498)
Total liabilities and stockholders’ deficit	$ 163,146	$ 187,615

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CONDENSED CONSOLIDATED BALANCE SHEETS (Parenthetical) - USD ($) $ in Thousands	Sep. 30, 2024	Mar. 31, 2024
Statement of Financial Position [Abstract]		
Allowance for doubtful accounts	$ 99	$ 22
Preferred stock shares authorized (in shares)	20,000,000	20,000,000
Preferred stock shares issued (in shares)	0	0
Preferred stock shares outstanding (in shares)	0	0
Common stock par value (in dollars per share)	$ 0.01	$ 0.01
Common stock shares authorized (in shares)	225,000,000	225,000,000
Common stock shares issued (in shares)	4,793,000	4,793,000
Common stock shares outstanding (in shares)	4,793,000	4,793,000

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CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS - USD ($) shares in Thousands, $ in Thousands	3 Months Ended		6 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Revenue:				
Total revenue	$ 70,469	$ 75,680	$ 141,812	$ 168,174
Cost of revenue:				
Total cost of revenue	41,201	42,944	86,410	99,798
Gross profit	29,268	32,736	55,402	68,376
Operating expenses:				
Sales and marketing	13,578	15,717	26,872	31,557
General and administrative	13,977	10,241	35,043	22,940
Research and development	8,264	9,152	16,572	20,065
Restructuring charges	383	1,338	1,574	2,667
Total operating expenses	36,202	36,448	80,061	77,229
Loss from operations	(6,934)	(3,712)	(24,659)	(8,853)
Other income (expense), net	(1,334)	367	(1,375)	(630)
Interest expense	(6,131)	(3,855)	(9,921)	(7,055)
Change in fair value of warrant liabilities	3,550	4,402	5,216	5,128
Loss on debt extinguishment	(2,308)	0	(3,003)	0
Net loss before income taxes	(13,157)	(2,798)	(33,742)	(11,410)
Income tax provision	370	533	605	1,063
Net loss	$ (13,527)	$ (3,331)	$ (34,347)	$ (12,473)
Net loss per share attributable to common stockholders - basic (in dollars per share)	$ (2.82)	$ (0.70)	$ (7.17)	$ (2.64)

Net loss per share attributable to common stockholders - diluted (in dollars per share)	$ (2.82)	$ (0.70)	$ (7.17)	$ (2.64)
Weighted average shares - basic (in shares)	4,793	4,751	4,793	4,717
Weighted average shares - diluted (in shares)	4,793	4,751	4,793	4,717
Foreign currency translation adjustments, net	$ 659	$ (720)	$ 801	$ (471)
Total comprehensive loss	(12,868)	(4,051)	(33,546)	(12,944)
Product revenue				
Revenue:				
Total revenue	36,785	42,947	77,779	101,522
Cost of revenue:				
Total cost of revenue	29,774	30,719	62,330	75,170
Service and subscription				
Revenue:				
Total revenue	31,321	30,505	58,768	61,458
Cost of revenue:				
Total cost of revenue	11,427	12,225	24,080	24,628
Royalty				
Revenue:				
Total revenue	$ 2,363	$ 2,228	$ 5,265	$ 5,194

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CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS - USD ($) $ in Thousands	**6 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**
Operating activities		
Net loss	$ (34,347)	$ (12,473)
Adjustments to reconcile net loss to net cash used in operating activities		
Depreciation and amortization	3,347	5,295
Amortization of debt issuance costs	2,081	1,234
Loss on debt extinguishment	3,003	0
Provision for product and service inventories	1,167	892
Stock-based compensation	1,641	2,831
Paid in kind interest	1,844	777
Change in fair value of warrant liabilities	(5,216)	(5,127)
Other non-cash	851	49
Changes in assets and liabilities:		
Accounts receivable, net	16,638	21,109
Manufacturing inventories	(2,168)	(2,070)
Service parts inventories	543	(1,505)
Prepaid expenses	(1,446)	8
Accounts payable	5,253	(9,073)
Accrued compensation	(4,350)	(1,946)
Deferred revenue	(10,153)	(9,269)
Other current assets	(780)	115
Other non-current assets	1,280	(2,354)
Other current liabilities	2,556	(1,602)
Other non-current liabilities	1,062	1,764
Net cash used in operating activities	(17,194)	(11,345)
Investing activities		
Purchases of property and equipment	(3,228)	(3,925)
Net cash used in investing activities	(3,228)	(3,925)
Financing activities		
Borrowings of long-term debt, net of debt issuance costs	24,655	14,083
Repayments of long-term debt	(13,537)	(3,247)
Borrowings of credit facility	209,852	217,084
Repayments of credit facility	(209,445)	(213,082)
Net cash provided by financing activities	11,525	14,838
Effect of exchange rate changes on cash, cash equivalents and restricted cash	(3)	11
Net change in cash, cash equivalents and restricted cash	(8,900)	(421)
Cash, cash equivalents, and restricted cash at beginning of period	25,860	26,175
Cash, cash equivalents, and restricted cash at end of period	16,960	25,754
The following table provides a reconciliation of cash, cash equivalents and restricted cash reported within the consolidated balance sheets that sum to the total of the same such amounts shown in the statement of cash flows:		
Cash and cash equivalents	16,719	25,574
Restricted cash, current	241	180
Cash and cash equivalents at the end of period	16,960	25,754
Supplemental disclosure of cash flow information		
Cash paid for interest	5,539	6,079
Cash paid for income taxes, net	1,304	831
Non-cash transactions		
Purchases of property and equipment included in accounts payable	312	689
Paid-in-kind interest	$ 1,844	$ 777

~~**XML 23 R6.htm IDEA: XBRL DOCUMENT**~~

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIT - USD ($) $ in Thousands	**Total**	**Common Stock**	**Additional Paid-in Capital**	**Accumulated Deficit**	**Accumulated Other Comprehensive Loss**
Beginning balance at Mar. 31, 2023	$ (84,369)	$ 47	$ 703,259	$ (786,094)	$ (1,581)
Beginning balance (in shares) at Mar. 31, 2023		4,679,000			
Increase (Decrease) in Stockholders' Equity					
Net loss	(12,473)			(12,473)	
Foreign currency translation adjustments, net	(471)				(471)
Shares issued under employee incentive plans, net	0	$ 1	(1)		
Shares issued under employee incentive plans, net (in shares)		97,000			
Warrants issued in connection with debt refinancing	49		49		
Stock-based compensation	2,831		2,831		
Ending balance at Sep. 30, 2023	(94,433)	$ 48	706,138	(798,567)	(2,052)
Ending balance (in shares) at Sep. 30, 2023		4,776,000			
Beginning balance at Jun. 30, 2023	(91,321)	$ 47	705,200	(795,236)	(1,332)
Beginning balance (in shares) at Jun. 30, 2023		4,685,000			
Increase (Decrease) in Stockholders' Equity					

Net loss	(3,331)			(3,331)	
Foreign currency translation adjustments, net	(720)				(720)
Shares issued under employee incentive plans, net	0	$ 1	(1)		
Shares issued under employee incentive plans, net (in shares)		91,000			
Stock-based compensation	939		939		
Ending balance at Sep. 30, 2023	(94,433)	$ 48	706,138	(798,567)	(2,052)
Ending balance (in shares) at Sep. 30, 2023		4,776,000			
Beginning balance at Mar. 31, 2024	$ (121,498)	$ 49	708,026	(827,380)	(2,193)
Beginning balance (in shares) at Mar. 31, 2024	4,793,000	4,793,000			
Increase (Decrease) in Stockholders' Equity					
Net loss	$ (34,347)				
Foreign currency translation adjustments, net	801				
Stock-based compensation	1,641		1,641		
Ending balance at Sep. 30, 2024	$ (153,403)	$ 49	709,667	(861,727)	(1,392)
Ending balance (in shares) at Sep. 30, 2024	4,793,000	4,793,000			
Beginning balance at Jun. 30, 2024	$ (141,251)	$ 49	708,951	(848,200)	(2,051)
Beginning balance (in shares) at Jun. 30, 2024		4,793,000			
Increase (Decrease) in Stockholders' Equity					
Net loss	(13,527)				
Foreign currency translation adjustments, net	659				
Stock-based compensation	716		716		
Ending balance at Sep. 30, 2024	$ (153,403)	$ 49	$ 709,667	$ (861,727)	$ (1,392)
Ending balance (in shares) at Sep. 30, 2024	4,793,000	4,793,000			

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DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES	**6 Months Ended** **Sep. 30, 2024**
Accounting Policies [Abstract]	
DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES	

DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Description of Business

Quantum Corporation, together with its consolidated subsidiaries (“Quantum” or the “Company”), stores and manages digital video and other forms of unstructured data, providing streaming performance for video and rich media applications, along with low-cost, long-term storage systems for data protection and archiving. The Company helps customers around the world capture, create and share digital data and preserve and protect it for decades. The Company’s software-defined, hyperconverged storage solutions span from non-volatile memory express (“NVMe”), to solid state drives (“SSD”), hard disk drives, (“HDD”), tape and the cloud and are tied together leveraging a single namespace view of the entire data environment. The Company works closely with a broad network of distributors, value-added resellers (“VARs”), direct marketing resellers (“DMRs”), original equipment manufacturers (“OEMs”) and other suppliers to meet customers’ evolving needs.

Basis of Presentation

The accompanying unaudited condensed consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”) for interim financial information. All intercompany balances and transactions have been eliminated. Certain information and footnote disclosures normally included in annual financial statements have been condensed or omitted. The Company believes the disclosures made are adequate to prevent the information presented from being misleading. However, the accompanying unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included within the Annual Report.

The unaudited condensed consolidated interim financial statements reflect all adjustments, consisting only of normal and recurring items, necessary to present fairly our financial position as of September 30, 2024, the results of operations and comprehensive loss, statements of cash flows, and changes in stockholders’ deficit for the three and six months ended September 30, 2024 and 2023. Interim results are not necessarily indicative of full year performance because of the impact of seasonal and short-term variations.

Reverse Stock Split

On August 15, 2024, the Company's shareholders approved an amendment to the Company's Amended and Restated Certificate of Incorporation to effect a reverse stock split of the issued shares of the Company’s common stock, par value $.01 per share (“Common Stock”), at a ratio ranging from 1 share-for-5 shares up to a ratio of to 1-for-20 shares, with the exact ratio, if any, to be selected by the board of directors (the “Board”) and set forth in a public announcement. On August 15, 2024, the Board approved a 1-for-20 reverse stock split (the “Reverse Stock Split”) of the Common Stock. The Reverse Stock Split became effective as of August 26, 2024 at 4:01 p.m., Eastern Time (the “Effective Time”). At the Effective Time, every twenty issued shares of Common Stock were automatically reclassified into one issued share of Common Stock, with any fractional shares resulting from the Reverse Stock Split rounded up to the nearest whole share. The number of outstanding shares of common stock was reduced from approximately 95.9 million shares to approximately 4.8 million shares.

All share and per share amounts for Common Stock in these condensed consolidated financial statements and notes thereto have been retroactively adjusted for all periods presented to give effect to the Reverse Stock Split.

Going Concern

These consolidated financial statements have been prepared in accordance with GAAP assuming the Company will continue as a going concern. In the Annual Report, it was stated that the Company believed it was probable that it would be in violation of the net leverage covenant at the next testing date which was July 2024. With the signing of the August 2024 Amendments, this testing requirement has been waived and the Company is currently in compliance with all covenants. Further, the August 2024 Amendments provide the Company with revised covenants and additional liquidity such that the Company believes that it will continue as a going concern and the substantial doubt no longer exists. See *Note 4: Debt* for further details.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported and disclosed in the financial statements and accompanying notes. Actual results could differ from these estimates and assumptions due to risks and uncertainties. Such estimates include, but are not limited to, the determination of standalone selling price for revenue arrangements with multiple performance obligations, inventory adjustments, useful lives of intangible assets and property and equipment, stock-based compensation, fair value of warrants, and provision for income taxes including related reserves. Management bases its estimates on historical experience and on various other assumptions which management believes to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities.

Restricted Cash

Restricted cash is comprised of bank guarantees and similar required minimum balances that serve as cash collateral in connection with various items including insurance requirements, value added taxes, ongoing tax audits and leases in certain countries.

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REVENUE	**6 Months Ended** **Sep. 30, 2024**
Revenue from Contract with Customer [Abstract]	
REVENUE	

REVENUE

Based on how the Company manages its business, the Company has determined that it currently operates in one reportable segment. The Company operates in three geographic regions: (a) Americas; (b) Europe, Middle East and Africa (“EMEA”); and (c) Asia Pacific (“APAC”). Revenue by geography is based on the location of the customer from which the revenue is earned.

In the following table, revenue is disaggregated by major product offerings and geographies (in thousands):

	Three Months Ended September 30,				Six Months Ended September 30,			
	2024		2023		2024		2023	
Americas[1]								
Product revenue	20,487		25,493		44,117		62,128	
Service and subscription	17,298		17,635		32,412		35,589	
Total revenue	37,785	54 %	43,128	57 %	76,529	54 %	97,717	58 %
EMEA								
Product revenue	11,682		11,975		24,656		27,823	
Service and subscription	11,731		10,846		21,394		21,952	
Total revenue	23,413	33 %	22,821	30 %	46,050	32 %	49,775	30 %
APAC								
Product revenue	4,616		5,479		9,006		11,571	
Service and subscription	2,292		2,024		4,962		3,917	
Total revenue	6,908	10 %	7,503	10 %	13,968	10 %	15,488	9 %
Consolidated								
Product revenue	36,785		42,947		77,779		101,522	
Service and subscription	31,321		30,505		58,768		61,458	
Royalty[2]	2,363	3 %	2,228	3 %	5,265	4 %	5,194	3 %
Total revenue	$ 70,469	100 %	$ 75,680	100 %	$ 141,812	100 %	$ 168,174	100 %

[1] Revenue for the Americas geographic region outside of the United States is not significant.
[2] Royalty revenue is not allocatable to geographic regions.

Revenue by Solution

	Three Months Ended September 30,				Six Months Ended September 30,			
	2024	%	2023	%	2024	%	2023	%
Primary storage systems	$ 11,760	17 %	$ 17,058	23 %	$ 28,630	20 %	$ 28,507	17 %
Secondary storage systems	21,742	30 %	20,340	27 %	37,511	26 %	61,912	36 %
Device and media	7,430	11 %	7,893	10 %	16,679	12 %	16,085	10 %
Service	27,174	39 %	28,161	37 %	53,727	38 %	56,476	34 %
Royalty	2,363	3 %	2,228	3 %	5,265	4 %	5,194	3 %
Total revenue[1]	$ 70,469	100 %	$ 75,680	100 %	$ 141,812	100 %	$ 168,174	100 %

[1] Subscription revenue of $4.1 million and $1.0 million was allocated to Primary and Secondary storage systems for the three months ended September 30, 2024 and 2023, respectively. Subscription revenue of $5.0 million and $2.5 million was allocated to Primary and Secondary storage systems for the six months ended September 30, 2024 and 2023, respectively.

Contract Balances

The following table presents the Company's contract liabilities and certain information related to this balance as of March 31, 2024 and September 30, 2024 (in thousands):

	March 31, 2024
Deferred revenue	$ 116,687
Revenue recognized in the period from amounts included in contract liabilities at the beginning of the period	$ 76,304

	September 30, 2024
Deferred revenue	$ 106,533
Revenue recognized in the period from amounts included in contract liabilities at the beginning of the period	$ 48,132

Remaining Performance Obligations

Total remaining performance obligations ("RPO") representing contracted but not recognized revenue was $122.4 million as of September 30, 2024. RPO consists of both deferred revenue and uninvoiced, non-cancelable contracts that are expected to be invoiced and recognized as revenue in future periods and excludes variable consideration related to sales-based royalties. Of the $122.4 million RPO at the end of the second quarter of fiscal 2025, $106.5 million was for invoiced deferred revenue and $15.9 million was for uninvoiced, non-cancelable contracts. The non-current portion of the RPO will be recognized over the next 13 to 60 months.

RPO consisted of the following (in thousands):

	Current	Non-Current	Total
As of September 30, 2024	$ 82,813	$ 39,617	$ 122,430

Deferred revenue consists of amounts that have been invoiced but have not yet been recognized as revenue including performance obligations pertaining to subscription services. The table below reflects the Company's deferred revenue as of September 30, 2024 (in thousands):

	Deferred revenue by period			
	Total	1 year or less	1 – 3 Years	3 year or greater
Service revenue	89,667	61,629	22,809	$ 5,229
Subscription revenue	$ 16,866	$ 7,740	$ 7,382	$ 1,744
Total at September 30, 2024	$ 106,533	$ 69,369	$ 30,191	$ 6,973

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BALANCE SHEET INFORMATION

6 Months Ended Sep. 30, 2024

Balance Sheet Related Disclosures [Abstract]

BALANCE SHEET INFORMATION

BALANCE SHEET INFORMATION

Certain significant amounts included in the Company's condensed consolidated balance sheets consist of the following (in thousands):

Manufacturing inventories

	September 30, 2024	March 31, 2024
Finished goods	$ 9,349	$ 7,074
Work in progress	668	770
Raw materials	8,948	9,909
Total manufacturing inventories	$ 18,965	$ 17,753

Service parts inventories

	September 30, 2024	March 31, 2024
Finished goods	$ 6,300	$ 3,660
Component parts	2,728	6,123
Total service parts inventories	$ 9,028	$ 9,783

Intangibles, net

	September 30, 2024			March 31, 2024		
	Gross	Accumulated Amortization	Net	Gross	Accumulated Amortization	Net
Developed technology	$ 9,013	$ (9,013)	$ —	$ 9,013	$ (8,550)	$ 463
Customer lists	4,398	(3,656)	742	4,398	(3,192)	1,206
Intangible assets, net	$ 13,411	$ (12,669)	$ 742	$ 13,411	$ (11,742)	$ 1,669

Intangible assets amortization expense was $0.5 million and $1.0 million and $0.9 million and $2.1 million for the three and six months ended September 30, 2024 and 2023, respectively. As of September 30, 2024, the remaining weighted-average amortization period for definite-lived intangible assets was approximately 0.8 years. The Company recorded amortization of developed technology in cost of product revenue, and customer lists in sales and marketing expenses in the condensed consolidated statements of operations.

As of September 30, 2024, the future expected amortization expense for intangible assets is as follows (in thousands):

Fiscal year ending	Estimated future amortization expense
Remainder of 2025	$ 461
2026	281
Total	$ 742

Goodwill

As of September 30, 2024 and March 31, 2024, goodwill was $13.0 million. There were no impairments to goodwill as of September 30, 2024 and March 31, 2024.

Other long-term assets

	September 30, 2024	March 31, 2024
Capitalized SaaS implementation costs for internal use	$ 14,880	$ 15,349
Capitalized debt costs	2,664	1,923
Contract asset	1,357	1,477
Deferred taxes	759	734
Other	424	257
Total other long-term assets	$ 20,084	$ 19,740

Other accrued liabilities

	September 30, 2024	March 31, 2024
Accrued expenses	$ 6,646	$ 4,251
Asset retirement obligation	2,769	2,069
Accrued warranty	1,353	1,545
Accrued interest	458	524
Lease liability	1,375	1,256
Accrued income taxes	365	1,044
Other	3,535	3,297
Total other accrued liabilities	$ 16,501	$ 13,986

The following table details the change in the accrued warranty balance (in thousands):

	September 30, 2024	March 31, 2024
Beginning balance	$ 1,545	$ 2,094
Current period accruals	1,172	2,563
Adjustments to prior estimates	52	(141)
Charges incurred	(1,416)	(2,971)
Ending balance	$ 1,353	$ 1,545

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DEBT

6 Months Ended
Sep. 30, 2024

Debt Disclosure [Abstract]

DEBT

DEBT

The Company's debt consisted of the following (in thousands):

	September 30, 2024	March 31, 2024
Term Loan	$ 104,747	$ 87,942
PNC Credit Facility	28,300	26,604
Less: current portion	(1,579)	(109,100)
Less: unamortized debt issuance costs [1]	(8,422)	(5,446)
Long-term debt, net	$ 123,046	$ —

[1] The unamortized debt issuance costs related to the Term Loan are presented as a reduction of the carrying amount of the corresponding debt balance on the accompanying condensed consolidated balance sheets. Unamortized debt issuance costs related to the PNC Credit Facility are presented within other assets on the accompanying condensed consolidated balance sheets.

On August 5, 2021, the Company entered into a senior secured term loan, as amended (the "2021 Term Loan") maturing on August 5, 2026. The Company also has a revolving credit facility agreement with PNC Bank (the "PNC Credit Facility" and collectively with the Term Loan, the "Credit Agreements") maturing on August 5, 2026 and providing for borrowings up to a maximum principal amount of the lesser of: (a) $40.0 million or (b) the amount of the borrowing base, as defined in the PNC Credit Facility agreement.

On June 1, 2023, the Company entered into amendments to the Credit Agreements (the "June 2023 Amendment") which, among other things, provided an advance of $15.0 million in additional Term Loan borrowings (the "2023 Term Loan" and, collectively with the 2021 Term Loan, the "Term Loan") and incurred $0.9 million in original issuance discount and origination fees which have been recorded as a reduction to the carrying amount of the 2023 Term Loan and amortized to interest expense over the loan term. The terms of the 2023 Term Loan are substantially similar to the terms of the 2021 Term Loan, including in relation to maturity and security, except that, among other things, (a) the Applicable Margin (i) for any 2023 Term Loan designated an "ABR Loan" is 9.00% per annum and (ii) for any 2023 Term Loan designated as a "SOFR Loan" is 10.00% per annum, (b) accrued interest on the 2023 Term Loan is payable in kind ("PIK"), and is capitalized and added to the principal amount of the 2023 Term Loan at the end of each interest period applicable thereto, (c) the 2023 Term Loan does not amortize prior to the maturity date thereof, and (d) the 2023 Term Loan may not be prepaid prior to the payment in full of the existing term loans. In connection with the 2023 Term Loan, the Company issued warrants to purchase an aggregate of 0.06 million shares (the "June 2023 Warrants") of the Company's common stock, at an exercise price of $20.00 per share. See *Note 8: Common Stock* for additional discussion related to the June 2023 Warrants.

The June 2023 Amendment to the 2021 Term Loan was accounted for as a modification. The value of the June 2023 Warrants in addition to $0.7 million of fees paid to the lenders have been reflected as a reduction to the carrying amount of the Term Loan and amortized to interest expense over the remaining loan term. The Company incurred $0.9 million of legal and financial advisory fees which were included in general and administrated expenses in the condensed consolidated statement of operations and comprehensive loss. The June 2023 Amendment to the PNC Credit Facility was accounted for as a modification and $0.7 million in related fees and expenses were recorded to other assets and are amortized to interest expense over the remaining term of the agreement.

On February 14, 2024, the Company entered into amendments to the Credit Agreements ("February 2024 Amendments") which waived testing of the total net leverage ratio financial covenant for the fiscal quarter ended December 31, 2023. In connection with the amendment, the Company incurred fees related to the Term Loan that was paid-in-kind of $1.2 million and an amendment fee of $0.1 million that was paid in cash. As the February 2024 Amendments were accounted for as a modification, the fees were reflected as a reduction to the carrying amount of the Term Loan and are amortized to interest expense over the remaining loan term. In connection with the related PNC Credit Facility amendment, the Company incurred $0.2 million in fees and expenses.

On March 22, 2024, the Company entered into amendments to the Credit Agreements. The amendments, among other things, (i) permits the sale of certain assets by the Company and (ii) requires that certain proceeds from the sale of such assets be applied to partially prepay the outstanding term loans under the Term Loan credit facility. The Company did not incur any amendment fees related to the March 2024 amendments and the financial terms of the Credit Agreements were not impacted.

During the quarter ended June 30, 2024, the Company prepaid $12.3 million of the Term Loan. In connection with this prepayment, the Company recorded a loss on debt extinguishment of $0.7 million related to the write-off of a portion of unamortized debt issuance costs.

On May 24, 2024, the Company entered into amendments to the Credit Agreements (the "May 2024 Amendments") which, among other things, (i) waived compliance with the Company's net leverage covenant as of March 31, 2024; and (ii), reduced the daily minimum liquidity covenant below $15.0 million until June 16, 2023 and waived any default that might arise as a result of the restatement of certain of the Company's historical financial statements. In connection with the May 2024 Amendments, the Company issued to the Term Loan lenders warrants to purchase an aggregate of 100,000 shares of the Company's common stock at a purchase price of $9.20 (the "May 2024 Warrants"). See *Note 8: Common Stock* for additional discussion related to the May 2024 Warrants. Additionally, in connection with the May 2024 Amendment to the Term Loan, the Company incurred an amendment fee that was paid-in-kind of $0.8 million and issued the 2024 Term Loan Warrants with a fair market value of $0.8 million. In connection with the May 2024 Amendment to the PNC Credit Facility Amendment, the Company incurred $ 0.5 million of fees and expenses paid to the lender.

The May 2024 Amendment to the Term Loan was accounted for as a modification. The value of the May 2024 Warrants, in addition to $0.8 million of amendment fees paid to the lenders, have been reflected as a reduction to the carrying amount of the Term Loan and amortized to interest expense over the remaining loan term. The May 2024 Amendment to the PNC Credit Facility was accounted for as a modification and the $0.5 million in related fees and expenses were recorded to other assets and are amortized to interest expense over the remaining term of the agreement.

On July 11, 2024, the Company entered into amendments to the Credit Agreements (the "July 2024 Amendments") which, among other things, delayed the testing of the Company's June 30, 2024 net leverage ratio financial covenant until July 31, 2024. In connection with the amendments, the Company issued the Term Loan lenders (the "July 2024 Warrants") to purchase an aggregate of 50,000 shares of the Company's common stock at a purchase price of $8.20. See *Note 8: Common Stock* for additional discussion related to the July 2024 Warrants.

The July 2024 Amendments to the 2021 Term Loan were accounted for as a modification. The fair value of the July 2024 Warrants of $0.4 million is reflected as a reduction to the carrying amount of the Term Loan and amortized to interest expense over the remaining loan term. The July 2024 Amendment to the PNC Credit Facility was accounted for as a modification and the $0.1 million in related fees and expenses were recorded to other assets and are amortized to interest expense over the remaining term of the agreement.

On August 13, 2024, the Company entered into amendments to the Credit Agreements (the "August 2024 Amendments") which, among other things, (i) waived compliance with the June 30, 2024 net leverage ratio financial covenant; (ii) waived any non-compliance with the minimum liquidity financial covenant through the date of the amendments; (iii) removed the fixed charges coverage ratio financial covenant until the fiscal quarter ending September 30, 2025; (iv) waived the testing requirement for the net leverage financial covenant for the fiscal quarter ending September 30, 2024; (v) replaced the net leverage financial covenant with a minimum EBITDA financial covenant for the fiscal quarters ending December 31, 2024 and March 31, 2025; (vi) reset the net leverage financial covenant requirements for the fiscal quarters ending June 30, 2025 and September 30, 2025; reduced the minimum liquidity covenant to $10 million through September 30, 2025; (vii) adjusted the applicable interest rates on the Term Loan and PNC Credit Facility; (viii) removed required 2021 Term Loan principal amortization until the fiscal quarter ending September 30, 2025 ; and (xi) repriced certain Lender Warrants.

In connection with the August 2024 Amendments, the Company received a new senior secured delayed draw term loan facility with a borrowing capacity of up to $26.3 million ($25.0 million after original issuance discount) and a commitment period expiring on October 31, 2024 (each draw an "August 2024 Term Loan"). The Company borrowed $10.5 million at closing ("Initial August 2024 Term Loan"). Borrowings under the August 2024 Term Loan have an August 5, 2026 maturity date which aligns with the Term Debt. The principal is payable quarterly beginning September 30, 2025, at a rate per annum equal to 5% of the original principal balance. The August 2024 Term Loan's interest rate margin is (a) until March 31, 2025 (i) for any August 2024 Term Loan designated as a 'SOFR Loan' is 12.00% per annum and (ii) for any August 2024 Term Loan designated an 'ABR Loan' is 11.00% per annum, in each case, with 6.00% of such interest rate margin paid-in-kind, and (b) from April 1, 2025, (i) for any August 2024 Term Loan designated as a 'SOFR Loan' is 14.00% per annum and (ii) for any August 2024 Term Loan designated an 'ABR Loan' is 13.00% per annum, in each case, with 8.00% of such interest rate margin paid-in-kind. The August 2024 Term Loan also includes a multiple on invested capital ("MOIC") payable to the August 2024 Term Loan lenders. Subsequently, the Company borrowed the remaining $15.8 million of the August 2024 Term Loan's borrowing capacity before September 30, 2024.

Subsequent to the August 2024 Amendments, the 2021 Term Loan amortizes at 5.00% per annum commencing on September 30, 2025. Subsequent to the August 2024 Amendments and (A) until March 31, 2025, loans under the 2021 Term Loan designated as (x) ABR Loans bear interest at a rate per annum equal to the "ABR Rate" (calculated as the greatest of (i) 1.75%; (ii) the Federal funds rate plus 0.50%; (iii) a secured overnight financing rate based rate (the "SOFR Rate") based upon an interest period of one month plus 1.0%; and (iv) the "Prime Rate" last quoted by the Wall Street Journal), plus an applicable margin of 8.75%, and (y) SOFR Rate Loans bear interest at a rate per annum equal to the SOFR Rate plus an applicable margin of 9.75%, in each case, with 3.75% of such interest rate margin paid-in-kind, with two specified step-downs in such applicable margin upon the receipt by the Company of cash proceeds from certain specified capital raises, and (B) from and after April 1, 2025, loans under the 2021 Term Loan designated as (x) ABR Loans bear interest at a rate per annum equal to the ABR Rate, plus an applicable margin of 8.75%, and (y) SOFR Rate Loans bear interest at a rate per annum equal to the SOFR Rate plus an applicable margin of 9.75%, in each case, with 3.75% of such applicable margin paid-in-kind, with a step-up of 1.00% per annum (which shall be paid-in-kind) if the Company's total net leverage ratio is greater than 4.00x, and a step-down of 1.00% per annum if the Company's total net leverage ratio is less than 3.50x (which shall reduce the paid-in-kind component of the applicable margin). The SOFR Rate is subject to a floor of 2.00%. The Company can designate a loan as an ABR Rate Loan or SOFR Rate Loan in its discretion.

Subsequent to the August 2024 Amendments, PNC Credit Facility loans designated as (x) PNC SOFR Loans bear interest at a rate per annum equal to a SOFR based rate (subject to a 0.0% floor), plus an applicable margin of 4.75%and (y) PNC Domestic Rate Loans and Swing Loans bear interest at a rate per annum equal to the greatest of (i) the base commercial lending rate of PNC Bank; (ii) the Overnight Bank Funding Rate plus 0.5%; and (iii) the daily SOFR rate plus 1.0%, plus an applicable margin of 3.75%. The Company can designate a loan as a PNC SOFR Loan or PNC Domestic Rate Loan in its discretion.
In connection with the August 2024 Amendments, the Company issued warrants to purchase an aggregate of 380,510 shares of the Company's common stock, at an exercise price of $6.20 per share ("August 2024 Warrants") and had a fair value of $2.0 million. See *Note 8: Common Stock* for additional discussion related to the August 2024 Warrants.

The August 2024 Amendments to the 2021 Term Loan held by one lender was accounted for as a modification. The $1.2 million fair value of the August 2024 Warrants issued to this lender and the $0.5 million of PIK fees paid to this lender are reflected as a reduction to the carrying amount of their Term Loan and their Initial Delayed Draw Term Loan and amortized to interest expense over the remaining loan terms. The August 2024 Amendments to the 2021 Term Loan held by another lender was accounted for as a debt extinguishment. The Company recorded a loss on debt extinguishment of $3.0 million related to the write-off of a portion of unamortized debt issuance costs and fees and expenses incurred with the August 2024 Amendments.

The August 2024 Amendments to the PNC Credit Facility were accounted for as a modification, and the $0.7 million in related fees and expenses were recorded to other assets and amortized to interest expense over the remaining term of the agreement.

As of September 30, 2024, the interest rate on the 2021 Term Loan, 2023 Term Loan, and 2024 Term Loans were 14.9%, 15.6%, and 17.1%, respectively. As of September 30, 2024, the interest rate on the PNC Credit Facility for Domestic Rate Loans and Swing Loans was 11.8% and for PNC SOFR loans was 9.96%.

The Term Loan amendments and certain warrants issued to term lenders during fiscal 2023 and fiscal 2024 were entered into with certain entities managed by Pacific Investment Management Company, LLC ("PIMCO") which is considered a related party due to the fact that Christopher D. Neumeyer is a member of the Company's Board of Directors and also an executive vice president and portfolio manager at PIMCO. The principal and PIK interest related to the June 2023 Term Loan which totaled $18.9 million as of September 30, 2024, are payable at maturity.

Also, as of September 30, 2024, the PNC Credit Facility had an available borrowing base of $28.4 million, of which $0.1 million was available to borrow at that date.

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FAIR VALUE OF FINANCIAL INSTRUMENTS

6 Months Ended
Sep. 30, 2024

Fair Value Disclosures [Abstract]

FAIR VALUE OF FINANCIAL INSTRUMENTS

FAIR VALUE OF FINANCIAL INSTRUMENTS

The Company's assets, measured and recorded at fair value on a recurring basis, may consist of money market funds which are included in cash and cash equivalents in the Condensed Consolidated Balance Sheets and are valued using quoted market prices (level 1 fair value measurements) at the respective balance sheet dates.

No impairment charges were recognized for non-financial assets in the six months ended September 30, 2024 and 2023. The Company has no non-financial liabilities measured and recorded at fair value on a non-recurring basis.

Long-term Debt

The Company's financial liabilities were comprised primarily of long-term debt as of September 30, 2024. The Company uses significant other observable market data or assumptions (Level 2 inputs as defined in the accounting guidance) that it believes market participants would use in pricing debt.

The carrying value and fair value of the Company's financial liabilities were primarily comprised of the following (in thousands):

	September 30, 2024		March 31, 2024	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Term Loan	$ 104,747	$ 96,336	$ 87,942	$ 75,143
PNC Credit Facility	28,300	26,190	26,604	24,743

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LEASES

6 Months Ended
Sep. 30, 2024

Leases [Abstract]

LEASES

LEASES

Supplemental balance sheet information related to leases is as follows (in thousands):

Operating Leases	September 30, 2024	March 31, 2024
Operating lease right-of-use asset	$ 9,164	$ 9,425
Operating lease liability with other accrued liabilities	1,375	1,256
Operating lease liability, net	9,366	9,621
Total operating lease liabilities	$ 10,741	$ 10,877

Components of lease cost were as follows (in thousands):

	Three Months Ended September 30,		Six Months Ended September 30,	
Lease Cost	2024	2023	2024	2023
Operating lease cost	$ 779	$ 731	$ 1,491	$ 1,606
Variable lease cost	82	60	152	182
Total lease cost	$ 861	$ 791	$ 1,643	$ 1,788

Maturity of Lease Liabilities	Operating Leases
Remainder of fiscal year 2025	$ 1,389
2026	2,317
2027	1,797
2028	1,568
2029	1,220
Thereafter	12,089
Total lease payments	$ 20,380
Less: imputed interest	(9,639)
Present value of lease liabilities	$ 10,741

Lease Term and Discount Rate	September 30, 2024	March 31, 2024
Weighted average remaining operating lease term (years)	10.15	10.85
Weighted average discount rate for operating leases	12.6 %	12.7 %

Operating cash outflows related to operating leases totaled $1.4 million and $1.6 million for the six months ended September 30, 2024 and 2023, respectively.

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RESTRUCTURING CHARGES

6 Months Ended
Sep. 30, 2024

Restructuring and Related Activities [Abstract]

RESTRUCTURING CHARGES

RESTRUCTURING CHARGES

During the quarters ending September 30, 2024 and 2023, the Company approved certain restructuring plans to improve operational efficiencies and rationalize its cost structure.

The following tables show the activity and the estimated timing of future payouts for accrued restructuring (in thousands) included in other current liabilities:

	Severance and Benefits
Balance as of March 31, 2023	$ —
Restructuring charges	2,667
Cash payments	(2,667)
Balance as of September 30, 2023	$ —
Balance as of March 31, 2024	$ —
Restructuring charges	1,571
Cash payments	(1,511)
Other non-cash	(2)
Balance as of September 30, 2024	$ 58

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COMMON STOCK

6 Months Ended
Sep. 30, 2024

Share-Based Payment Arrangement [Abstract]

COMMON STOCK

COMMON STOCK

Long-Term Incentive Plan

On September 12,, 2023 the stockholders of the Company approved the Quantum Corporation 2023 Long-Term incentive plan ("2023 LTIP"). The 2023 LTIP serves as the successor to the Company's 2012 Long-Term Incentive Plan and provides for grants of performance share units, restricted stock units and stock options.

Reverse Stock Split

On August 26, 2024, the Company effected the Reverse Stock Split of the Company's our issued and outstanding Common Stock. The CommonStock began to trade on a post-split basis on August 27, 2024. The par value of the Common Stock was unchanged as a result of the Reverse Stock Split, remaining at $0.01 per share, which resulted in the reclassification of capital from par value to capital in excess of par value. All share and per share data for comparative periods included within the Company's Condensed Consolidated Financial Statements and related footnotes have been adjusted to account for the effect of the Reverse Stock Split.

Warrants

In connection with debt refinancing and amendment activities, the Company issued warrants to purchase shares of the Common Stock in December 2018 which are exercisable until December 27, 2028 (the "December 2018 Warrants", in June 2020 which are exercisable until June 16, 2030 (the "June 2020 Warrants") and issued the June 2023 Warrants and May 2024 Warrants are until June 1, 2033 and May 24, 2034, respectively (collectively, the "Lender Warrants"). In July 2024, the Company issued warrants which are exercisable until July 11, 2034 and additional warrants were issued in August 2024 which are exercisable until August 13, 2034 (the "August 2024 Warrants").

As part of the August 2024 Warrants, the Company agreed to lower the exercise price of certain outstanding warrants to purchase an aggregate of 430,711 shares of Common Stock held by the Term Loan lenders or their affiliates to $6.20 per share (the "Amended and Restated Warrants"). Other than lowering the exercise price and inserting certain restrictions on adjustments in the event of dilutive issuances at a price lower than the amended exercise price, the terms of the Amended and Restated Warrants are substantially similar to those contained in the original warrants.

The following summarizes the Company's outstanding Lender Warrants (in thousands, except exercise price):

	December 2018 Warrants	June 2020 Warrants	June 2023 Warrants	May 2024 Warrants	July 2024 Warrants	August 2024 Warrants	Total
March 31, 2024::							
Exercise price	$26.60	$55.40	$20.00	n/a	n/a	n/a	
Number shares under warrant(s)	357	184	63	n/a	n/a	n/a	604
Fair value	$ 2,320	$ 1,135	$ 591	n/a	n/a	n/a	$ 4,046
September 30, 2024:							
Exercise price	$6.20 - $26.04	$6.20 - $54.19	$6.20	$6.20	$6.20	$6.20	
Number shares under warrant(s)	363	188	64	100	50	380	1,145
Fair value	$ 516	$ 324	$ 174	$ 280	$ 140	$ 1,065	$ 2,499

The table below sets forth a summary of changes in the fair value of the Company's Level 2 warrant liabilities as of September 30, 2023 and 2024:

Balance at March 31, 2023	**$ 7,989**
Issuance of warrants	1,195
Change in fair value of warrant liabilities	(5,128)
Balance at September 30, 2023	**$ 4,056**

Balance at March 31, 2024	**$ 4,046**
Issuance of warrants	3,157
Change in fair value of warrant liabilities	(5,216)
Repricing adjustment	512
Balance at September 30, 2024	**$ 2,499**

Upon exercise, the aggregate exercise price of the Lender Warrants may be paid, at each warrant holder's election, in cash or on a net issuance basis, based upon the fair market value of the Common Stock at the time of exercise. The exercise price and the number of shares underlying the Lender Warrants are subject to adjustment in the event of specified events, including dilutive issuances of equity instruments at a price lower than the exercise price of the respective warrants (the "Down Round Feature"), repricing of existing equity-linked instruments at a price lower than the exercise price of the respective warrants (the "Warrant Repricing Feature"), a subdivision or combination of the Common Stock, a reclassification of the Common Stock or specified dividend payments. The Company's warrants also have a provision that determines the potential stock price used when applying the Black-Scholes valuation model to determine the settlement price of the warrants in Successor Major Transactions ("SMT"), as defined in the respective warrant agreements, which include a change in control or liquidation (the "Warrant Settlement Price Provision"). The Warrant Settlement Price Provision requires the use of the greater of the closing price of the Common Stock on the trading day immediately preceding the date on which an SMT is consummated, the closing market price of the Common Stock following the first public announcement of an SMT or the closing market of the Common Stock immediately preceding the announcement of an SMT. Due to these terms, equity classification was precluded, and these warrants are carried as liabilities at fair value.

The Company also issued 2,500 warrants to purchase the Common Stock in June 2020 and June 2023 to advisors of the Company at an exercise price of $60.00 and $20.00, respectively (collectively the "Other Warrants"). The Company has concluded that the Other Warrants do not contain provisions that would require liability classification under Topic 480 or Topic 718 and have been equity classified.

Registration Rights Agreements

The Lender Warrants grant the holders certain registration rights for the shares of Common Stock issuable upon the exercise of the applicable warrants, including (a) the ability of a holder to request that the Company file a Form S-1 registration statement with respect to at least 40% of the registrable securities held by such holder as of the issuance date of the applicable warrants; (b) the ability of a holder to request that the Company file a Form S-3 registration statement with respect to outstanding registrable securities if at any time the Company is eligible to use a Form S-3 registration statement; and (c) certain piggyback registration rights related to potential future equity offerings of the Company, subject to certain limitations.

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NET LOSS PER SHARE	**6 Months Ended Sep. 30, 2024**
Earnings Per Share [Abstract]	
NET LOSS PER SHARE	NET LOSS PER SHARE

The Company has stock options, performance share units, restricted stock units and options to purchase shares under its Employee Stock Purchase Plan, as amended and restated on July 25, 2023 ("ESPP"), granted under various stock incentive plans that, upon exercise and vesting, would increase shares outstanding. The Company has also issued warrants to purchase shares of the Common Stock.

The dilutive impact related to Common Stock from restricted stock units and warrants is determined by applying the treasury stock method to the assumed vesting of outstanding restricted stock units and the exercise of outstanding warrants. The dilutive impact related to Common Stock from contingently issuable performance share units is determined by applying a two-step approach using both the contingently issuable share guidance and the treasury stock method.

The following weighted-average outstanding shares of Common Stock equivalents were excluded from the computation of diluted net income (loss) per share attributable to common stockholders for the periods presented because including them would have been anti-dilutive (in thousands):

	Three Months Ended September 30,		Six Months Ended September 30,	
	2024	2023	2024	2023
Stock Awards	11	12	24	25
Warrants	1,145	608	929	608

The Company had outstanding market based restricted stock units as of September 30, 2024 that were eligible to vest into shares of the Common Stock subject to the achievement of certain stock price targets in addition to a time-based vesting period. These contingently issuable shares are excluded from the computation of diluted earnings per share if, based on current period results, the shares would not be issuable if the end of the reporting period were the end of the contingency period. There were 45,084 shares of contingently issuable market-based restricted stock units that were excluded from the table above as the market conditions were not satisfied as of September 30, 2024.

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INCOME TAXES	**6 Months Ended Sep. 30, 2024**
Income Tax Disclosure [Abstract]	
INCOME TAXES	INCOME TAXES

The effective tax rate for the three and six months ended September 30, 2024 was (2.3)% and (1.6)%, respectively, as compared to (19.0)% and (9.3)%, for the three and six months ended September 30, 2023, respectively. The effective tax rates differed from the federal statutory tax rate of 21% during each of these periods due primarily to unbenefited losses experienced in jurisdictions with valuation allowances on deferred tax assets as well as the forecasted mix of earnings in domestic and international jurisdictions.

As of September 30, 2024, including interest and penalties, the Company had $90.5 million of unrecognized tax benefits, $78.0 million of which, if recognized, would favorably affect the effective tax rate without consideration of the valuation allowance. As of September 30, 2024, the Company had accrued interest and penalties related to these unrecognized tax benefits of $1.3 million. The Company recognizes interest and penalties related to income tax matters in the income tax provision in the condensed consolidated statements of operations. As of September 30, 2024, $83.0 million of unrecognized tax benefits were recorded as a contra deferred tax asset in other long-term assets in the condensed consolidated balance sheet and $7.6 million (including interest and penalties) were recorded in other long-term liabilities in the condensed consolidated balance sheets. During the next 12 months, it is reasonably possible that approximately $12.7 million of tax benefits, inclusive of interest and penalties, that are currently unrecognized could be recognized as a result of the expiration of applicable statutes of limitations. Upon recognition of the tax benefit related to the expiring statutes of limitation, $11.8 million will be offset by the establishment of a related valuation allowance. The net tax benefit recognized in the statements of operation is estimated to be $0.9 million.

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COMMITMENTS AND CONTINGENCIES	**6 Months Ended Sep. 30, 2024**
Commitments and Contingencies Disclosure [Abstract]	
COMMITMENTS AND CONTINGENCIES	COMMITMENTS AND CONTINGENCIES

Commitments to Purchase Inventory

The Company uses contract manufacturers for its manufacturing operations. Under these arrangements, the contract manufacturer procures inventory to manufacture products based upon the Company's forecast of customer demand. The Company has similar arrangements with certain other suppliers. The Company is responsible for the financial impact on the supplier or contract manufacturer of any reduction or product mix shift in the forecast relative to materials that the third party had already purchased under a prior forecast. Such a variance in forecasted demand could require a cash payment for inventory in excess of current customer demand or for costs of excess or obsolete inventory. As of September 30, 2024, the Company had issued non-cancelable commitments for $28.2 million to purchase inventory from its contract manufacturers and suppliers.

Legal Proceedings

Arrow Electronics Matter

On July 27, 2023, Arrow Electronics, Inc., an electronics component distributor filed a lawsuit in federal court in the Northern District of California against Quantum, alleging breach of contract and breach of the covenant of good faith and fair dealing.Arrow seeks, among other things just over $4.2 million in damages. Quantum has filed a responsive pleading, which denies the allegation in the complaint. At this time, Quantum believes the probability that this lawsuit will have a material adverse effect on the Company's business, operating results, or financial condition is remote.

Other Commitments

Additionally, from time to time, the Company is party to various legal proceedings and claims arising from the normal course of business activities. Based on current available information, the Company does not expect that the ultimate outcome of any currently pending matters, individually or in the aggregate, will have a material adverse effect on the Company's results of operations, cash flows or financial position.

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Pay vs Performance Disclosure - USD ($) $ in Thousands	**3 Months Ended**		**6 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Pay vs Performance Disclosure				
Net loss	$ (13,527)	$ (3,331)	$ (34,347)	$ (12,473)

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Insider Trading Arrangements	**3 Months Ended Sep. 30, 2024**
Trading Arrangements, by Individual	
Rule 10b5-1 Arrangement Adopted	false
Non-Rule 10b5-1 Arrangement Adopted	false

Rule 10b5-1 Arrangement Terminated false
Non-Rule 10b5-1 Arrangement Terminated false

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DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Policies)

6 Months Ended

Sep. 30, 2024

Accounting Policies [Abstract]

Basis of Presentation

Basis of Presentation

The accompanying unaudited condensed consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP") for interim financial information. All intercompany balances and transactions have been eliminated. Certain information and footnote disclosures normally included in annual financial statements have been condensed or omitted. The Company believes the disclosures made are adequate to prevent the information presented from being misleading. However, the accompanying unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included within the Annual Report.

The unaudited condensed consolidated interim financial statements reflect all adjustments, consisting only of normal and recurring items, necessary to present fairly our financial position as of September 30, 2024, the results of operations and comprehensive loss, statements of cash flows, and changes in stockholders' deficit for the three and six months ended September 30, 2024 and 2023. Interim results are not necessarily indicative of full year performance because of the impact of seasonal and short-term variations.

Use of Estimates

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported and disclosed in the financial statements and accompanying notes. Actual results could differ from these estimates and assumptions due to risks and uncertainties. Such estimates include, but are not limited to, the determination of standalone selling price for revenue arrangements with multiple performance obligations, inventory adjustments, useful lives of intangible assets and property and equipment, stock-based compensation, fair value of warrants, and provision for income taxes including related reserves. Management bases its estimates on historical experience and on various other assumptions which management believes to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities.

Restricted Cash

Restricted Cash

Restricted cash is comprised of bank guarantees and similar required minimum balances that serve as cash collateral in connection with various items including insurance requirements, value added taxes, ongoing tax audits and leases in certain countries.

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REVENUE (Tables)

6 Months Ended
Sep. 30, 2024

Revenue from Contract with Customer [Abstract]

Schedule of Revenue from External Customers by Geographic Areas

In the following table, revenue is disaggregated by major product offerings and geographies (in thousands):

	Three Months Ended September 30,				Six Months Ended September 30,			
	2024		2023		2024		2023	
Americas[1]								
Product revenue	20,487		25,493		44,117		62,128	
Service and subscription	17,298		17,635		32,412		35,589	
Total revenue	37,785	54 %	43,128	57 %	76,529	54 %	97,717	58 %
EMEA								
Product revenue	11,682		11,975		24,656		27,823	
Service and subscription	11,731		10,846		21,394		21,952	
Total revenue	23,413	33 %	22,821	30 %	46,050	32 %	49,775	30 %
APAC								
Product revenue	4,616		5,479		9,006		11,571	
Service and subscription	2,292		2,024		4,962		3,917	
Total revenue	6,908	10 %	7,503	10 %	13,968	10 %	15,488	9 %
Consolidated								
Product revenue	36,785		42,947		77,779		101,522	
Service and subscription	31,321		30,505		58,768		61,458	
Royalty[2]	2,363	3 %	2,228	3 %	5,265	4 %	5,194	3 %
Total revenue	$ 70,469	100 %	$ 75,680	100 %	$ 141,812	100 %	$ 168,174	100 %

[1] Revenue for the Americas geographic region outside of the United States is not significant.
[2] Royalty revenue is not allocatable to geographic regions.

Revenue by Solution

	Three Months Ended September 30,				Six Months Ended September 30,			
	2024	%	2023	%	2024	%	2023	%
Primary storage systems	$ 11,760	17 %	$ 17,058	23 %	$ 28,630	20 %	$ 28,507	17 %
Secondary storage systems	21,742	30 %	20,340	27 %	37,511	26 %	61,912	36 %
Device and media	7,430	11 %	7,893	10 %	16,679	12 %	16,085	10 %
Service	27,174	39 %	28,161	37 %	53,727	38 %	56,476	34 %
Royalty	2,363	3 %	2,228	3 %	5,265	4 %	5,194	3 %
Total revenue[1]	$ 70,469	100 %	$ 75,680	100 %	$ 141,812	100 %	$ 168,174	100 %

[1] Subscription revenue of $4.1 million and $1.0 million was allocated to Primary and Secondary storage systems for the three months ended September 30, 2024 and 2023, respectively. Subscription revenue of $5.0 million and $2.5 million was allocated to Primary and Secondary storage systems for the six months ended September 30, 2024 and 2023, respectively.

Schedule of Contract Asset, Contract Liability and Receivable

The following table presents the Company's contract liabilities and certain information related to this balance as of March 31, 2024 and September 30, 2024 (in thousands):

	March 31, 2024
Deferred revenue	$ 116,687
Revenue recognized in the period from amounts included in contract liabilities at the beginning of the period	$ 76,304

	September 30, 2024
Deferred revenue	$ 106,533
Revenue recognized in the period from amounts included in contract liabilities at the beginning of the period	$ 48,132

The table below reflects the Company's deferred revenue as of September 30, 2024 (in thousands):

	Deferred revenue by period			
	Total	1 year or less	1 – 3 Years	3 year or greater
Service revenue	89,667	61,629	22,809	$ 5,229
Subscription revenue	$ 16,866	$ 7,740	$ 7,382	$ 1,744
Total at September 30, 2024	$ 106,533	$ 69,369	$ 30,191	$ 6,973

Schedule of Remaining Performance Obligations

RPO consisted of the following (in thousands):

	Current	Non-Current	Total
As of September 30, 2024	$ 82,813	$ 39,617	$ 122,430

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BALANCE SHEET INFORMATION (Tables)

6 Months Ended

Sep. 30, 2024

Balance Sheet Related Disclosures [Abstract]

Schedule of Manufacturing Inventories

Manufacturing inventories

	September 30, 2024	March 31, 2024
Finished goods	$ 9,349	$ 7,074
Work in progress	668	770
Raw materials	8,948	9,909
Total manufacturing inventories	$ 18,965	$ 17,753

Schedule of Service Part Inventories

Service parts inventories

	September 30, 2024	March 31, 2024
Finished goods	$ 6,300	$ 3,660
Component parts	2,728	6,123
Total service parts inventories	$ 9,028	$ 9,783

Schedule of Carrying Value of Intangible Assets

Intangibles, net

	September 30, 2024			March 31, 2024		
	Gross	Accumulated Amortization	Net	Gross	Accumulated Amortization	Net
Developed technology	$ 9,013	$ (9,013)	$ —	$ 9,013	$ (8,550)	$ 463
Customer lists	4,398	(3,656)	742	4,398	(3,192)	1,206
Intangible assets, net	$ 13,411	$ (12,669)	$ 742	$ 13,411	$ (11,742)	$ 1,669

Schedule of Future Expected Amortization Expense for Intangible Assets

As of September 30, 2024, the future expected amortization expense for intangible assets is as follows (in thousands):

Fiscal year ending	Estimated future amortization expense
Remainder of 2025	$ 461
2026	281
Total	$ 742

Schedule of Other Long-term Assets

Other long-term assets

	September 30, 2024	March 31, 2024
Capitalized SaaS implementation costs for internal use	$ 14,880	$ 15,349
Capitalized debt costs	2,664	1,923
Contract asset	1,357	1,477
Deferred taxes	759	734
Other	424	257
Total other long-term assets	$ 20,084	$ 19,740

Schedule of Other Accrued Liabilities

Other accrued liabilities

	September 30, 2024	March 31, 2024
Accrued expenses	$ 6,646	$ 4,251
Asset retirement obligation	2,769	2,069
Accrued warranty	1,353	1,545
Accrued interest	458	524
Lease liability	1,375	1,256
Accrued income taxes	365	1,044
Other	3,535	3,297
Total other accrued liabilities	$ 16,501	$ 13,986

Schedule of Accrued Warranty Balance

The following table details the change in the accrued warranty balance (in thousands):

	September 30, 2024	March 31, 2024
Beginning balance	$ 1,545	$ 2,094
Current period accruals	1,172	2,563
Adjustments to prior estimates	52	(141)
Charges incurred	(1,416)	(2,971)
Ending balance	$ 1,353	$ 1,545

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DEBT (Tables)

6 Months Ended
Sep. 30, 2024

Debt Disclosure [Abstract]

Schedule of Debt

The Company's debt consisted of the following (in thousands):

	September 30, 2024	March 31, 2024
Term Loan	$ 104,747	$ 87,942
PNC Credit Facility	28,300	26,604
Less: current portion	(1,579)	(109,100)
Less: unamortized debt issuance costs [1]	(8,422)	(5,446)
Long-term debt, net	$ 123,046	$ —

[1] The unamortized debt issuance costs related to the Term Loan are presented as a reduction of the carrying amount of the corresponding debt balance on the accompanying condensed consolidated balance sheets. Unamortized debt issuance costs related to the PNC Credit Facility are presented within other assets on the accompanying condensed consolidated balance sheets.

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FAIR VALUE OF FINANCIAL INSTRUMENTS (Tables)

6 Months Ended
Sep. 30, 2024

Fair Value Disclosures [Abstract]

Schedule of Carrying Value and Total Estimated Fair Value

The carrying value and fair value of the Company's financial liabilities were primarily comprised of the following (in thousands):

	September 30, 2024		March 31, 2024	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Term Loan	$ 104,747	$ 96,336	$ 87,942	$ 75,143
PNC Credit Facility	28,300	26,190	26,604	24,743

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LEASES (Tables)

6 Months Ended
Sep. 30, 2024

Leases [Abstract]

Schedule of Supplemental Balance Sheet

Supplemental balance sheet information related to leases is as follows (in thousands):

Operating Leases	September 30, 2024	March 31, 2024
Operating lease right-of-use asset	$ 9,164	$ 9,425
Operating lease liability with other accrued liabilities	1,375	1,256
Operating lease liability, net	9,366	9,621
Total operating lease liabilities	$ 10,741	$ 10,877

Schedule of Components of Lease Cost

Components of lease cost were as follows (in thousands):

	Three Months Ended September 30,		Six Months Ended September 30,	
Lease Cost	2024	2023	2024	2023
Operating lease cost	$ 779	$ 731	$ 1,491	$ 1,606
Variable lease cost	82	60	152	182
Total lease cost	$ 861	$ 791	$ 1,643	$ 1,788

Lease Term and Discount Rate	September 30, 2024	March 31, 2024
Weighted average remaining operating lease term (years)	10.15	10.85
Weighted average discount rate for operating leases	12.6 %	12.7 %

Schedule of Maturity of Operating Lease Liability

Maturity of Lease Liabilities	Operating Leases
Remainder of fiscal year 2025	$ 1,389
2026	2,317
2027	1,797
2028	1,568
2029	1,220
Thereafter	12,089
Total lease payments	$ 20,380
Less: imputed interest	(9,639)
Present value of lease liabilities	$ 10,741

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RESTRUCTURING CHARGES (Tables)

6 Months Ended
Sep. 30, 2024

Restructuring and Related Activities [Abstract]

Schedule of Activity for accrued restructuring charges

The following tables show the activity and the estimated timing of future payouts for accrued restructuring (in thousands) included in other current liabilities:

	Severance and Benefits
Balance as of March 31, 2023	$ —
Restructuring charges	2,667
Cash payments	(2,667)
Balance as of September 30, 2023	$ —
Balance as of March 31, 2024	$ —
Restructuring charges	1,571
Cash payments	(1,511)
Other non-cash	(2)
Balance as of September 30, 2024	$ 58

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COMMON STOCK (Tables)

6 Months Ended
Sep. 30, 2024

Share-Based Payment Arrangement [Abstract]

Summary of Outstanding Lender Warrants

The following summarizes the Company's outstanding Lender Warrants (in thousands, except exercise price):

	December 2018 Warrants	June 2020 Warrants	June 2023 Warrants	May 2024 Warrants	July 2024 Warrants	August 2024 Warrants	Total
March 31, 2024::							
Exercise price	$26.60	$55.40	$20.00	n/a	n/a	n/a	
Number shares under warrant(s)	357	184	63	n/a	n/a	n/a	604
Fair value	$ 2,320	$ 1,135	$ 591	n/a	n/a	n/a	$ 4,046
September 30, 2024:							
Exercise price	$6.20 - $26.04	$6.20 - $54.19	$6.20	$6.20	$6.20	$6.20	
Number shares under warrant(s)	363	188	64	100	50	380	1,145
Fair value	$ 516	$ 324	$ 174	$ 280	$ 140	$ 1,065	$ 2,499

Summary of Changes in Level 2 Liabilities

The table below sets forth a summary of changes in the fair value of the Company's Level 2 warrant liabilities as of September 30, 2023 and 2024:

Balance at March 31, 2023	**$ 7,989**
Issuance of warrants	1,195
Change in fair value of warrant liabilities	(5,128)
Balance at September 30, 2023	**$ 4,056**

Balance at March 31, 2024	**$ 4,046**
Issuance of warrants	3,157
Change in fair value of warrant liabilities	(5,216)
Repricing adjustment	512
Balance at September 30, 2024	**$ 2,499**

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NET LOSS PER SHARE (Tables)

6 Months Ended
Sep. 30, 2024

Earnings Per Share [Abstract]

Schedule of Antidilutive Securities

	Three Months Ended September 30,		Six Months Ended September 30,	
	2024	2023	2024	2023
Stock Awards	11	12	24	25
Warrants	1,145	608	929	608

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DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES- Narrative (Details)

	Aug. 15, 2024 $ / shares	Sep. 30, 2024 $ / shares shares	Aug. 26, 2024 $ / shares shares	Aug. 25, 2024 shares	Mar. 31, 2024 $ / shares shares
Class of Stock					
Common stock, par value (in dollars per share) | $ / shares	$ 0.01	$ 0.01	$ 0.01		$ 0.01
Common stock, shares outstanding (in shares) | shares		4,793,000	4,800,000	95,900,000	4,793,000
Minimum					
Class of Stock					
Stock split conversion ratio	0.2				
Maximum					
Class of Stock					
Stock split conversion ratio	0.05				

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REVENUE - Narrative (Details) $ in Thousands

	6 Months Ended Sep. 30, 2024 USD ($) region segment
Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction	
Number of reportable segments | segment	1
Number of geographic regions operated (regions) | region	3
Revenue, remaining performance obligation, amount	$ 122,430
Revenue, remaining performance obligation, amount, invoiced	106,500
Remaining performance obligation, amount, uninvoiced	$ 15,900
Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]: 2024-10-01	
Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction	
Remaining performance obligation, timing of satisfaction	13 months
Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]: 2024-11-01	
Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction	
Remaining performance obligation, timing of satisfaction	60 months

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REVENUE - Disaggregation of Revenue (Details) - USD ($) $ in Thousands

	3 Months Ended		6 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Disaggregation of Revenue				
Total revenue	$ 70,469	$ 75,680	$ 141,812	$ 168,174
Americas				
Disaggregation of Revenue				
Total revenue	$ 37,785	$ 43,128	$ 76,529	$ 97,717
Americas | Revenue Benchmark | Geographic Concentration Risk				
Disaggregation of Revenue				
Concentration risk (as a percent)	54.00%	57.00%	54.00%	58.00%
EMEA				
Disaggregation of Revenue				
Total revenue	$ 23,413	$ 22,821	$ 46,050	$ 49,775
EMEA | Revenue Benchmark | Geographic Concentration Risk				
Disaggregation of Revenue				
Concentration risk (as a percent)	33.00%	30.00%	32.00%	30.00%
APAC				
Disaggregation of Revenue				
Total revenue	$ 6,908	$ 7,503	$ 13,968	$ 15,488
APAC | Revenue Benchmark | Geographic Concentration Risk				
Disaggregation of Revenue				
Concentration risk (as a percent)	10.00%	10.00%	10.00%	9.00%
Product revenue				
Disaggregation of Revenue				
Total revenue	$ 36,785	$ 42,947	$ 77,779	$ 101,522
Product revenue | Americas				
Disaggregation of Revenue				
Total revenue	20,487	25,493	44,117	62,128
Product revenue | EMEA				
Disaggregation of Revenue				
Total revenue	11,682	11,975	24,656	27,823
Product revenue | APAC				
Disaggregation of Revenue				
Total revenue	4,616	5,479	9,006	11,571
Service and subscription				

Disaggregation of Revenue				
Total revenue	31,321	30,505	58,768	61,458
Service and subscription | Americas				
Disaggregation of Revenue				
Total revenue	17,298	17,635	32,412	35,589
Service and subscription | EMEA				
Disaggregation of Revenue				
Total revenue	11,731	10,846	21,394	21,952
Service and subscription | APAC				
Disaggregation of Revenue				
Total revenue	2,292	2,024	4,962	3,917
Primary storage systems				
Disaggregation of Revenue				
Total revenue	$ 11,760	$ 17,058	$ 28,630	$ 28,507
Primary storage systems | Revenue Benchmark | Product Concentration Risk				
Disaggregation of Revenue				
Concentration risk (as a percent)	17.00%	23.00%	20.00%	17.00%
Secondary storage systems				
Disaggregation of Revenue				
Total revenue	$ 21,742	$ 20,340	$ 37,511	$ 61,912
Secondary storage systems | Revenue Benchmark | Product Concentration Risk				
Disaggregation of Revenue				
Concentration risk (as a percent)	30.00%	27.00%	26.00%	36.00%
Device and media				
Disaggregation of Revenue				
Total revenue	$ 7,430	$ 7,893	$ 16,679	$ 16,085
Device and media | Revenue Benchmark | Product Concentration Risk				
Disaggregation of Revenue				
Concentration risk (as a percent)	11.00%	10.00%	12.00%	10.00%
Service revenue				
Disaggregation of Revenue				
Total revenue	$ 27,174	$ 28,161	$ 53,727	$ 56,476
Service revenue | Revenue Benchmark | Product Concentration Risk				
Disaggregation of Revenue				
Concentration risk (as a percent)	39.00%	37.00%	38.00%	34.00%
Royalty				
Disaggregation of Revenue				
Total revenue	$ 2,363	$ 2,228	$ 5,265	$ 5,194
Royalty | Revenue Benchmark | Geographic Concentration Risk				
Disaggregation of Revenue				
Concentration risk (as a percent)	3.00%	3.00%	4.00%	3.00%
Royalty | Revenue Benchmark | Product Concentration Risk				
Disaggregation of Revenue				
Concentration risk (as a percent)	3.00%	3.00%	4.00%	3.00%
Subscription revenue				
Disaggregation of Revenue				
Total revenue	$ 4,100	$ 1,000	$ 5,000	$ 2,500

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REVENUE - Certain Information Related to Contract Liabilities (Details) - USD ($) $ in Thousands	**6 Months Ended Sep. 30, 2024**	**12 Months Ended Mar. 31, 2024**
Revenue from Contract with Customer [Abstract]		
Deferred revenue	$ 106,533	$ 116,687
Revenue recognized in the period from amounts included in contract liabilities at the beginning of the period	$ 48,132	$ 76,304

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REVENUE - Remaining Performance Obligations (Details) $ in Thousands	**Sep. 30, 2024 USD ($)**
Revenue from Contract with Customer [Abstract]	
Current	$ 82,813
Non-Current	39,617
Total	$ 122,430

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REVENUE - Deferred Revenue, by Arrangement, Disclosure (Details) - USD ($) $ in Thousands	**Sep. 30, 2024**	**Mar. 31, 2024**
Disaggregation of Revenue		
Total	$ 106,533	$ 116,687
1 year or less	69,369	$ 78,511
1 – 3 Years	30,191	
3 year or greater	6,973	
Service revenue		
Disaggregation of Revenue		
Total	89,667	
1 year or less	61,629	
1 – 3 Years	22,809	
3 year or greater	5,229	
Subscription revenue		
Disaggregation of Revenue		
Total	16,866	
1 year or less	7,740	
1 – 3 Years	7,382	
3 year or greater	$ 1,744	

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BALANCE SHEET INFORMATION - Schedule of Manufacturing Inventories (Details) - USD ($)	**Sep. 30, 2024**	**Mar. 31, 2024**

$ in Thousands		
Inventories		
Finished goods	$ 9,349	$ 7,074
Work in progress	668	770
Raw materials	8,948	9,909
Total manufacturing inventories	$ 18,965	$ 17,753

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BALANCE SHEET INFORMATION - Schedule of Service Parts Inventories (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Mar. 31, 2024
Balance Sheet Related Disclosures [Abstract]		
Finished goods	$ 6,300	$ 3,660
Component parts	2,728	6,123
Total service parts inventories	$ 9,028	$ 9,783

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BALANCE SHEET INFORMATION - Schedule of Intangible Assets, Net (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Mar. 31, 2024
Finite-Lived Intangible Assets		
Gross	$ 13,411	$ 13,411
Accumulated Amortization	(12,669)	(11,742)
Net	742	1,669
Developed technology		
Finite-Lived Intangible Assets		
Gross	9,013	9,013
Accumulated Amortization	(9,013)	(8,550)
Net	0	463
Customer lists		
Finite-Lived Intangible Assets		
Gross	4,398	4,398
Accumulated Amortization	(3,656)	(3,192)
Net	$ 742	$ 1,206

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BALANCE SHEET INFORMATION - Narrative (Details) - USD ($)	3 Months Ended		6 Months Ended		12 Months Ended
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023	Mar. 31, 2024
Balance Sheet Related Disclosures [Abstract]					
Intangible assets amortization expense	$ 500,000	$ 900,000	$ 1,000,000.0	$ 2,100,000	
Weighted-average remaining amortization period (in years)	9 months 18 days		9 months 18 days		
Goodwill	$ 12,969,000		$ 12,969,000		$ 12,969,000
Goodwill impairment loss			$ 0		$ 0

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BALANCE SHEET INFORMATION - Schedule of Estimated Future Amortization Expense (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Mar. 31, 2024
Fiscal year ending		
Remainder of 2025	$ 461	
2026	281	
Net	$ 742	$ 1,669

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BALANCE SHEET INFORMATION - Schedule of Other Long Term Assets (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Mar. 31, 2024
Offsetting [Abstract]		
Capitalized SaaS implementation costs for internal use	$ 14,880	$ 15,349
Capitalized debt costs	2,664	1,923
Contract asset	1,357	1,477
Deferred taxes	759	734
Other	424	257
Total other long-term assets	$ 20,084	$ 19,740

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BALANCE SHEET INFORMATION - Schedule of Other Accrued Liabilities (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Mar. 31, 2024
Balance Sheet Related Disclosures [Abstract]		
Accrued expenses	$ 6,646	$ 4,251
Asset retirement obligation	2,769	2,069
Accrued warranty	1,353	1,545
Accrued interest	458	524
Lease liability	1,375	1,256
Accrued income taxes	365	1,044
Other	3,535	3,297
Total other accrued liabilities	$ 16,501	$ 13,986
Operating Lease, Liability, Current, Statement of Financial Position	Total other accrued liabilities	Total other accrued liabilities

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BALANCE SHEET INFORMATION - Schedule of Change in Accrued Warranty Balance (Details) - USD ($) $ in Thousands	6 Months Ended	12 Months Ended
	Sep. 30, 2024	Mar. 31, 2024
Change in accrued warranty:		

Beginning balance	$ 1,545	$ 2,094
Current period accruals	1,172	2,563
Adjustments to prior estimates	52	(141)
Charges incurred	(1,416)	(2,971)
Ending balance	$ 1,353	$ 1,545

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DEBT - Schedule of Debt (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Mar. 31, 2024
Debt Instrument		
PNC Credit Facility	$ 28,300	$ 0
Less: current portion	(1,579)	(109,100)
Less: unamortized debt issuance costs	(8,422)	(5,446)
Term debt, net of current portion	123,046	0
Term Loan | Senior Secured Debt		
Debt Instrument		
Term Loan	104,747	87,942
PNC Credit Facility | Line of Credit		
Debt Instrument		
PNC Credit Facility	$ 28,300	$ 26,604

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DEBT - Narrative (Details) - USD ($)	Aug. 31, 2024	Aug. 14, 2024	May 24, 2024	Feb. 14, 2024	Jun. 01, 2023	3 Months Ended Sep. 30, 2024	3 Months Ended Jun. 30, 2024	3 Months Ended Sep. 30, 2023	6 Months Ended Sep. 30, 2024	6 Months Ended Sep. 30, 2023	Aug. 13, 2024	Jul. 31, 2024	Jul. 11, 2024	May 31, 2024	Mar. 31, 2024	Aug. 05, 2021
Debt Instrument																
Borrowings of long-term debt, net of debt issuance costs									$ 24,655,000	$ 14,083,000						
Repayments of long-term debt									13,537,000	3,247,000						
Loss on debt extinguishment						$ 2,308,000		$ 0	3,003,000	0						
Warrants fair value disclosure						2,499,000			2,499,000						$ 4,046,000	
Borrowings of credit facility									209,852,000	217,084,000						
Paid-in-kind interest									1,844,000	$ 777,000						
Term debt, current portion						$ 1,579,000			$ 1,579,000						82,496,000	
2024 Term Loan Warrants																
Debt Instrument																
Issuance of warrants			$ 800,000													
July 2024 Warrants																
Debt Instrument																
Warrant exercise price (in dollars per share)						$ 6.20			$ 6.20				$ 8.2			
Warrants fair value disclosure						$ 140,000			$ 140,000							
Warrants to purchase (in shares)													50,000			
August 2024 Warrants																
Debt Instrument																
Warrant exercise price (in dollars per share)						$ 6.20			$ 6.20							
Issuance of warrants	$ 1,200,000															
Warrants fair value disclosure						$ 1,065,000			$ 1,065,000							
Amended PNC Credit Facility																
Debt Instrument																
Line of credit facility daily minimum liquidity															$ 15,000,000	
PNC Credit Facility | Line of Credit																
Debt Instrument																
Line of credit facility, maximum borrowing amount																$ 40,000,000
Debt issuance cost												$ 100,000				
Stated interest rate (as a percent)						9.96%			9.96%							
Fee amount	700,000			$ 200,000	$ 700,000											
Line of credit facility, remaining borrowing amount						$ 28,400,000			$ 28,400,000							
Line of credit, current borrowing capacity						100,000			100,000							
PNC Credit Facility | Senior Secured Debt																
Debt Instrument																
Debt issuance cost														$ 500,000		
Fee amount			500,000													
Term Loan																
Debt Instrument																
Line of credit facility daily minimum liquidity											$ 10,000,000					
Term Loan | Senior Secured Debt																
Debt Instrument																
Line of credit facility, maximum borrowing amount	$ 26,300,000															
Borrowings of long-term debt, net of debt issuance costs					15,000,000											

Debt issuance cost			$ 900,000					
Stated interest rate (as a percent)	5.00%		9.00%					
Warrants issued (in shares)	380,510							
Warrant exercise price (in dollars per share)	$ 6.20							
Debt settlement fees		1,200,000						
Debt instrument, amendment fees		$ 800,000 $ 100,000						
Repayments of long-term debt					$ 12,300,000			
Loss on debt extinguishment	$ 3,000,000				$ 700,000			
Line of credit facility, maximum borrowing amount, net	25,000,000							
Borrowings of credit facility	10,500,000							
Line of credit facility, remaining borrowing amount	15,800,000							
Term Loan | Senior Secured Debt | Related Party								
Debt Instrument								
Term debt, current portion				$ 18,900,000		$ 18,900,000		
Term Loan | Senior Secured Debt | SOFR								
Debt Instrument								
Variable rate (as a percent)			10.00%					
Term Loan | Senior Secured Debt | Term Loan Warrant								
Debt Instrument								
Warrants issued (in shares)		100,000	60,000.00					
Fee amount			$ 700,000					
Term Loan | Senior Secured Debt | July 2024 Warrants								
Debt Instrument								
Warrants fair value disclosure								$ 400,000
Term Loan | Senior Secured Debt | August 2024 Warrants								
Debt Instrument								
Warrants fair value disclosure	2,000,000							
Term Loan | Term Loan | Term Loan Warrant								
Debt Instrument								
Warrant exercise price (in dollars per share)		$ 9.20	$ 20.00					
2021 Term Loan | Senior Secured Debt								
Debt Instrument								
Stated interest rate (as a percent)				14.90%		14.90%		
Term Loan Credit Agreement | Senior Secured Debt | August 2024 Warrants								
Debt Instrument								
Paid-in-kind interest	$ 500,000							
2023 Term Loan | Senior Secured Debt								
Debt Instrument								
Stated interest rate (as a percent)				15.60%		15.60%		
2024 Term Loan | Senior Secured Debt								
Debt Instrument								
Stated interest rate (as a percent)				17.10%		17.10%		
Domestic Rate and Swing Line Loans | Line of Credit								
Debt Instrument								
Stated interest rate (as a percent)				11.80%		11.80%		
Covenant Period One | PNC Credit Facility | Line of Credit								
Debt Instrument								
Applicable margin rate, percent (as a percent)		4.75%						
Covenant Period One | PNC Credit Facility | Line of Credit | Minimum | SOFR								
Debt Instrument								
Variable rate (as a percent)		0.00%						
Covenant Period One | Term Loan | Senior Secured Debt								
Debt Instrument								
Stated interest rate (as a percent)	11.00%							
Paid-in-kind interest								

rate margin (as a percent)	6.00%	
Covenant Period One | Term Loan | Senior Secured Debt | SOFR		
Debt Instrument		
Variable rate (as a percent)	12.00%	
Covenant Period One | 2021 Term Loan | Senior Secured Debt		
Debt Instrument		
Paid-in-kind interest rate margin (as a percent)		3.75%
Debt instrument amortization rate (as a percent)		5.00%
Applicable margin rate, percent (as a percent)		9.75%
Covenant Period One | 2021 Term Loan | Senior Secured Debt | SOFR		
Debt Instrument		
Variable rate (as a percent)		1.00%
Covenant Period One | 2021 Term Loan | Senior Secured Debt | ABR		
Debt Instrument		
Variable rate (as a percent)		1.75%
Covenant Period One | 2021 Term Loan | Senior Secured Debt | Federal Funds Rate		
Debt Instrument		
Variable rate (as a percent)		0.50%
Covenant Period One | 2021 Term Loan | Senior Secured Debt | Prime Rate		
Debt Instrument		
Variable rate (as a percent)		8.75%
Covenant Period Two | PNC Credit Facility | Line of Credit		
Debt Instrument		
Applicable margin rate, percent (as a percent)		3.75%
Covenant Period Two | PNC Credit Facility | Line of Credit | SOFR		
Debt Instrument		
Variable rate (as a percent)		1.00%
Covenant Period Two | PNC Credit Facility | Line of Credit | Overnight Banking Fund Rate		
Debt Instrument		
Variable rate (as a percent)		0.50%
Covenant Period Two | Term Loan | Senior Secured Debt		
Debt Instrument		
Stated interest rate (as a percent)	13.00%	
Paid-in-kind interest rate margin (as a percent)	8.00%	
Covenant Period Two | Term Loan | Senior Secured Debt | SOFR		
Debt Instrument		
Variable rate (as a percent)	14.00%	
Covenant Period Two | 2021 Term Loan | Senior Secured Debt		
Debt Instrument		
Paid-in-kind interest rate margin (as a percent)		3.75%
Applicable margin rate, percent (as a percent)		9.75%
Debt instrument, step-up fee, percent (as a percent)		1.00%
Covenant Period Two | 2021 Term Loan | Senior Secured Debt | Paid in Kind Threshold One		
Debt Instrument		
Debt instrument, net leverage ratio		4.00
Covenant Period Two | 2021 Term Loan | Senior Secured Debt |		

Paid in Kind Threshold Two	
Debt Instrument	
Debt instrument, net leverage ratio	3.50
Covenant Period Two | 2021 Term Loan | Senior Secured Debt | ABR	
Debt Instrument	
Variable rate (as a percent)	8.75%
Covenant Period Two | 2021 Term Loan | Senior Secured Debt | Minimum | SOFR	
Debt Instrument	
Variable rate (as a percent)	2.00%

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FAIR VALUE OF FINANCIAL INSTRUMENTS - Debt (Details) - Level 2 fair value measurements - USD ($) $ in Thousands	Sep. 30, 2024	Mar. 31, 2024
Carrying Value | Term Loan		
Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis		
Term Loan	$ 104,747	$ 87,942
Carrying Value | PNC Credit Facility | Line of Credit		
Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis		
PNC Credit Facility	28,300	26,604
Fair Value | Term Loan		
Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis		
Term Loan	96,336	75,143
Fair Value | PNC Credit Facility | Line of Credit		
Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis		
PNC Credit Facility	$ 26,190	$ 24,743

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LEASES - Supplemental Balance Sheet (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Mar. 31, 2024
Leases [Abstract]		
Operating lease right-of-use asset	$ 9,164	$ 9,425
Operating lease liability with other accrued liabilities	1,375	1,256
Operating lease liability, net	9,366	9,621
Total operating lease liabilities	$ 10,741	$ 10,877
Operating Lease, Liability, Current, Statement of Financial Position	Other accrued liabilities	Other accrued liabilities

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LEASES - Lease Cost (Details) - USD ($) $ in Thousands	3 Months Ended		6 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Leases [Abstract]				
Operating lease cost	$ 779	$ 731	$ 1,491	$ 1,606
Variable lease cost	82	60	152	182
Total lease cost	$ 861	$ 791	$ 1,643	$ 1,788

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LEASES - Schedule of Lessee Operating Lease Liability Maturity (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Mar. 31, 2024
Maturity of Lease Liabilities		
Remainder of fiscal year 2025	$ 1,389	
2026	2,317	
2027	1,797	
2028	1,568	
2029	1,220	
Thereafter	12,089	
Total lease payments	20,380	
Less: imputed interest	(9,639)	
Present value of lease liabilities	$ 10,741	$ 10,877

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LEASES - Supplemental Balance Sheet Information (Details)	Sep. 30, 2024	Mar. 31, 2024
Weighted average remaining lease term and discount rate		
Weighted average remaining operating lease term (years)	10 years 1 month 24 days	10 years 10 months 6 days
Weighted average discount rate for operating leases	12.60%	12.70%

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LEASES - Narrative (Details) - USD ($) $ in Millions	6 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023
Leases [Abstract]		
Operating cash flows from operating leases	$ 1.4	$ 1.6

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RESTRUCTURING CHARGES - Summary of Restructuring Expense (Details) - USD ($) $ in Thousands	3 Months Ended		6 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Restructuring Reserve				
Restructuring charges	$ 383	$ 1,338	$ 1,574	$ 2,667
Severance and Benefits				

Restructuring Reserve				
Beginning balance			0	0
Restructuring charges			1,571	2,667
Cash payments			(1,511)	(2,667)
Other non-cash			(2)	
Ending balance	$ 58	$ 0	$ 58	$ 0

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COMMON STOCK - Narrative (Details) - $ / shares	Sep. 30, 2024	Aug. 26, 2024	Aug. 15, 2024	Mar. 31, 2024	Jun. 30, 2023	Jun. 30, 2020	Jun. 16, 2020
Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]							
Common stock, par value (in dollars per share)	$ 0.01	$ 0.01	$ 0.01	$ 0.01			
Senior Secured Term Loan							
Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]							
Minimum registrable securities to request a S-1 (in percent)							40.00%
Amended And Restated Warrants							
Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]							
Warrants to purchase (in shares)		430,711					
Warrant exercise price (in dollars per share)		$ 6.20					
June 2020 Warrants							
Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]							
Warrant exercise price (in dollars per share)				55.40			
June 2023 Warrants							
Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]							
Warrant exercise price (in dollars per share)	$ 6.20			$ 20.00			
Advisor | June 2020 Warrants							
Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]							
Warrant exercise price (in dollars per share)						$ 60.00	
Additional warrants issues (in shares)						2,500	
Advisor | June 2023 Warrants							
Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]							
Warrant exercise price (in dollars per share)					$ 20.00		
Additional warrants issues (in shares)					2,500		

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COMMON STOCK - Schedule of Outstanding Lender Warrants (Details) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands	Sep. 30, 2024	Jul. 11, 2024	Mar. 31, 2024
Class of Warrant or Right			
Number shares under warrant(s) (in shares)	1,145		604
Fair value	$ 2,499		$ 4,046
December 2018 Warrants			
Class of Warrant or Right			
Exercise price (in dollars per share)			$ 26.60
Number shares under warrant(s) (in shares)	363		357
Fair value	$ 516		$ 2,320
December 2018 Warrants | Minimum			
Class of Warrant or Right			
Exercise price (in dollars per share)	$ 6.20		
December 2018 Warrants | Maximum			
Class of Warrant or Right			
Exercise price (in dollars per share)	$ 26.04		
June 2020 Warrants			
Class of Warrant or Right			
Exercise price (in dollars per share)			$ 55.40
Number shares under warrant(s) (in shares)	188		184
Fair value	$ 324		$ 1,135
June 2020 Warrants | Minimum			
Class of Warrant or Right			
Exercise price (in dollars per share)	$ 6.20		
June 2020 Warrants | Maximum			
Class of Warrant or Right			
Exercise price (in dollars per share)	54.19		
June 2023 Warrants			
Class of Warrant or Right			
Exercise price (in dollars per share)	$ 6.20		$ 20.00
Number shares under warrant(s) (in shares)	64		63
Fair value	$ 174		$ 591
May 2024 Warrants			
Class of Warrant or Right			
Exercise price (in dollars per share)	$ 6.20		
Number shares under warrant(s) (in shares)	100		
Fair value	$ 280		
July 2024 Warrants			
Class of Warrant or Right			
Exercise price (in dollars per share)	$ 6.20	$ 8.2	
Number shares under warrant(s) (in shares)	50		
Fair value	$ 140		
August 2024 Warrants			
Class of Warrant or Right			
Exercise price (in dollars per share)	$ 6.20		
Number shares under warrant(s) (in shares)	380		
Fair value	$ 1,065		

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COMMON STOCK - Level 2 Warrants Rollforward (Details)	3 Months Ended	6 Months Ended

- USD ($) $ in Thousands	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Share-based Compensation Arrangement by Share-based Payment Award				
Change in fair value of warrant liabilities	$ (3,550)	$ (4,402)	$ (5,216)	$ (5,128)
Derivative Liability, Statement of Financial Position [Extensible Enumeration]	Warrant liabilities	Warrant liabilities	Warrant liabilities	Warrant liabilities
Level 2 fair value measurements				
Share-based Compensation Arrangement by Share-based Payment Award				
Beginning balance			$ 4,046	$ 7,989
Issuance of warrants			3,157	1,195
Change in fair value of warrant liabilities			(5,216)	(5,128)
Repricing adjustment			512	
Ending balance	$ 2,499	$ 4,056	$ 2,499	$ 4,056

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NET LOSS PER SHARE - Anti-Dilutive Shares Excluded from the Computations of Diluted Net Income (Loss) (Details) - shares shares in Thousands	3 Months Ended		6 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Stock Awards				
Antidilutive Securities Excluded from Computation of Earnings Per Share				
Anti-dilutive shares excluded (in shares)	11	12	24	25
Warrants				
Antidilutive Securities Excluded from Computation of Earnings Per Share				
Anti-dilutive shares excluded (in shares)	1,145	608	929	608

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NET LOSS PER SHARE - Narrative (Details)	6 Months Ended
	Sep. 30, 2024 shares
Restricted Stock Units (RSUs)	
Antidilutive Securities Excluded from Computation of Earnings Per Share	
Anti-dilutive shares excluded (in shares)	45,084

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INCOME TAXES (Details) - USD ($) $ in Millions	3 Months Ended		6 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Income Tax Contingency				
Effective income tax rate (as a percent)	2.30%	19.00%	1.60%	9.30%
Unrecognized tax benefits	$ 90.5		$ 90.5	
Unrecognized tax benefits that would impact effective tax rate	78.0		78.0	
Accrued interest and penalties related to unrecognized tax benefits	1.3		1.3	
Deferred tax assets, gross	12.7		12.7	
Deferred tax assets, valuation allowance	11.8		11.8	
Deferred tax assets, net of valuation allowance	0.9		0.9	
Other long-term assets				
Income Tax Contingency				
Unrecognized tax benefits	83.0		83.0	
Other long-term liabilities				
Income Tax Contingency				
Unrecognized tax benefits	$ 7.6		$ 7.6	

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COMMITMENTS AND CONTINGENCIES (Details) - USD ($) $ in Millions	Jul. 27, 2023	Sep. 30, 2024
Loss Contingencies		
Remaining purchase commitments		$ 28.2
Arrow Electronics Matter		
Loss Contingencies		
Loss contingency, damages sought	$ 4.2	

EXCEL 76 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 ($VE;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*1#BV&5(_C(I(/ !47BK9.7:=N')=HI6-Y #OGDK7A.YNJQ<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " !-I6U9#XRA5NX K @ $0 &1O8U!R;W!S+V-O&ULS9+/ M3L,P#(=?!>7>NND*AZCK91,GD)"8!.(6)=X6K? FCQ*C=VY.6K1."!^ 8^Y?/ MGR6W*@CE([Y$'S"2P70WVMXEH<*:'8F" $CJB%:F,B=<;NY]M)+R,QX@2'62 M!X2ZJA[(DDM2<($+,)"9%VKE5 1)?EXP6NUX,-G[&>85H]6G24@) <<6#=- M#.>Q;^$&F&"$T:;O NJ%.%?_Q,X=8)?DF,R2&H:A"%9S+N_ X?WYZ75>MS N MD70*\Z]D!)T#KMEU\MMJL]T!LJZNZJ;@O.#-KN*BJ06__YA621A'^_1S80RY8-I9)- NH\!"SI^\Y%1^?H.'GS[BYBZ(:(E/)X M8-DOV]:[MR_>X%#BVR]*+ M41B1%G\@M MNN01.+5)#3(3/PB=AIAJ4!P"I DQEJ&&^+3&K!'@$WVWO@C(WXV(]ZMOFCU7 MH5A)VH3X$$8:XIQSYG/1;/L'I4;1]E6\W*.76!4!EQC?-*HU+,76>)7 \:V< M/!T3$LV4"P9!AI@S M&L%&KQMUAVC2/'K^!?F<-0HACA*FNVB<5@$_9Y>PTG!Z(++9OVX? H;5,VPLCO='U!=*Y \FIS_I,C0'-MHYI9";V$5FJ?JH,@H%\;D>/N5Z>_HWEL:\4*Z">P'_T=HWPJOX@L Y M?RY!SZ7ON?0]H=*W-R-]9\'3BUO>1FY;Q/NN,=K7- "XH8U=RSTS0LS0[=R2^JVE+ZU)CA* M]+',<$X>RPP[9SR2';9WH!TU^_9==N0CI3!3ET.X&D*^ VVZG=PZ.)Z8D;D* MTU*0;\/YZ<5X&N(YV02Y?9A7;>? 8T='[Y\%1L*/O)8=QXCRHB'NH8:8S\-# MAWE[7YAGE<90-!1M;*PD+$:W8+C7\2P4X&1@+: '@Z]1 O)256 Q6\8#*Y"B M?$R,1>APYV= <7^/1DN/;IF6U;J\I=QEM(E(YPFF8$V>KRMYEL<%5'<]56_*P MOFH]M!5.S_Y9KF4Q9Z;RWRT,"2Q;B%D2XDU=[=7GFYRN>B)V^I=W MP6#R_7#)1P_E.^=?]%U#KG[VW>/Z;I,[2$R<><41 71% B.5' 86%S+D4.Z2 MD 83 >LX=SFWJXPD6L_UC6'ODRWSEPVSK> U[F M$RQ#I'[!? 8J*@!&K8KZZKT_Y)9P[M'OQ@2";_-;;I/;=X Q\U*M:I60K$3]+ M!WP?D@9CC%OT-%^/%&*MIK&MQMHQ#'F 6/,,H68XWX=%FAHSU8NL.8T*;T'5 M0.4_V]0-:/8-- !R1!5XQF;8VH^1."CS<_N\-L,+$CN'MB[\!4$L#!!0 (M $VE;5DL&F7#UP4)0? 8 >&PQ=V]R:W-H965T&UL MM9E];ZLV%,:_BI5-TR;=%# D;>[22"EMMVYK;]KT:MJF_>&"$U !,V.2]MO/ MA@327G/"T$65FO!RGOCGXY?']G3+^',64"K02QPEV?D@$"+]:!B9%]"89"\K61I9P2OPB*(P.;YMB(29@,9M/BWH+/IBP749C0!4=9'L>$ MOU[0B&W/!]9@?^.A7 ="W3!FTY2LZ9S^F"RRNC4O'#F"99R!+$Z>I\,+<^ MNK:M HHW?@_I-COXCA3*$V//ZN+&/Q^8JD0THIY0$D1^;*A+HT@IR7+\NQ,= M5+^I @^_]6O"W@)\T0RZK+HC] 7P?G@;(\NB)Y)![8]F>Z QHI/8]%6?$? M;4)2NP M+HD@LREG6\35VU)-?2GJHHB6-&&BTK@47#X-99R8N6Q#.5K(C*$AR@+";38U MA!16CPUO)W)1BN &D3&Z98D(,G25^-1_&V_(E6EPOM276!0<$G3$V2;'Q V ML:,JCPN'W[-";*TX6^*8U>59!=Z-EA)?\^?,L%EN_M'5T.E@J-74)WQ8Y82 MCYX/9&_+*-_0P>R[;ZRQ^:,, [RN)O8%U*E@'4I]=,B^7_52@Q]>4ZDCA<,L< MWNN0P*B.2*,*:=0.Z3XG7% >O:('FC(N='BPE."YKE)<,*HCWKC"&[?#6U > M,E_U0B0' VWR8*6JWS5V/#"^(^=IQ7G:LF5R(N>18AIHSB.LM2)1IDTD&-81 M*P"/,+=96(4+RBZS"BZ"Z/GRC7@<$:IFD-+=MQ)CHX,+0CW*2"F[2!>Z#K M4 VC,HUW)-:V45CG_OA [O'S+7(_/2R0<7EEZ$!!B8Z@EEG/J68;U)O$8UPV M3Z):Z@>T% U\HC:Y96,$ [JBGA@&ZPVB(_D!=WXLD^&J] K.(&&>T1RX@SQ M>#PR1]J!!P[NRHMK7MR&=^[I4CU3R>3*9.^NM;2P(,8.FH>]>FGU3@T*Z$M?VQ8-/R9>-M&HE@'7>NA>O#^UBU^;%@S_(>;L$R02+T5Y@B ME_EZ3%AQ,K(L? 4/MP_U8M?VQ8,_B%IQRL=X,!@M\[YAG/VC!^G]5FU[+-BS M_,8\F;%%P!+([QP1F3C.T#%-?>+Z,#Y6[7PLV+(\AD(Z.K9"E'@!\B+2,&/ M*BZ+8SF_+@7SGC^@;\T3TT(IX6A#HIRB5*Y0B_6[EK\//X1K/X1A!R/]NA\F M:[1\C9]8I$,_(G!_ZW]2;@/T88)P;8(PI%B4@:W22E^\@"1K>2-!VR"4=WAA M=2E_OR6R0SZB/5]>SK4K:3BP*W3MA' K)^3FG*NU6+D *[(K9Y5.)4/B>53*2!&_%-3RIF&&<&V&<"LSM(Q)%*&+/).//];8=P*SMT%5.^5KWR)ZD@ ND8XI0D^KS"@HT)7! <5]#:#6'8S.SS M&%"91PBOXT80'-<5K_9$N-5>T-M)?UELT*-/N9 >-U%SJ;X*[F=73V4;J-' M39T*;6;.F?K#4V.C0ZQM$6ZU(^3*T91+_W>3^/0%_4KU682EI.\S3\T)/K.U M"'W8'[NV/S;L7O93Y768*9_]Y6F#=]C/2(W')KVT+:TYP9]^"&[]D,V[%FJ M#=I#TFMY4SN^'A'#)AYI&?NP/W9M?VS8K+QGW.VY- U/"/^+YAQ<.ZIYKOB.#A#'LL341Z!5G>K(^=Y<=![J MU*^7Y]6W1$V7&8KH2H:;)Z=RO./E$7!Y(5A:G*(^,2%87'P-*/$I5R_(YRO& MQ/Y"_4!U$#_[#U!+ P04 "!-I6U9&^T&V2D' S'P & 'AL+W=O ME.NO-M%X<#P8JF_$Y4T=BP4OX92KDG&FXE0\#M9"<3>I&\V) @B :S%E> M]D:G],,;.3H5E2[RDM](I*KYG,FGC[P0CV<]W'M^<)L_S+1Y,!B=+M@#'W/] M?7$CX6ZPZ662SWFI%Z0ET_%IWVMN\TS37#FGBE^(8H?^43/ MSG)#TWXE%6%OA6/G_C:H:'I+Q.%JO^BQ[5MT$-9I;28KQN#@GE>KOZSW^N! MV&] PXX&9-V O+0!73>@M:,K9;5;ETRST:D4CT@::^C-7-1C4[<&;_+23.-8 M2_@UAW9Z=/'M^O+]>GQUB>!J_.W+Y\OS.[CY>/[E_/KB"HT_75W=C5$??1]? MHC\//J #E)?H;B8JQ(!H>(!"1T-+_P M-_*)#3'KN8#\'SC/MFX3^K^,)?IE92\U(@IQ;4Z=OFSZB!T=V!VV;%:L(R? M]6 ,*2Z7O#=Z_PY'P8G+NS?],,=7NO&5^GH?73 U0S!K*#,7_%>5+UD!SCMG M<=555'=E0L%RA*,8IZ>#Y;8[MA491BG96.WH##"&41ASO3*-VY-]K MMBNM813V0^ISJ5GYD$-D74]W]QA22T$-PPA'G2H;0N$]B#+)85],^Y7B MOF5I,RC%D37+#JN0##LT-]S"?EBMMG^YG+NDVF3!*J Q-)IF^$T#H,. MH0UQL!\YJTWND>< 2$1Q&+7UN7 41[AK)O4X/A%26*1L_N\R#50QIDI8B^R M7HJOE5ONTXWY,)^=&URG05[,HF.TV$'NX(XL6*%@UY1D,0=\]+P"_L!!A)E M9;)$,3=X9:8N=,]TX811811]#AUE"NB!&&H@1A0N^93# H V@=92@4IXS/0 M%D)V:28VJ:*46F'8818G0XP[-#<\(WZ>W9F(,>'W^F5B'9P:QI96VRHA8=J1 MQ9"M$LY/LUN^%,72I*OKK!OR5[--G:DUL;D5M'7:)B2*@JYUT*"-^-'V@TG) M=L.(4Z&- +!@E:S!MJS (N\:R 1OQ@VT%#;;>6/N4NDJL8= NQ%QF-.W*7DD# M..('W&YRN$^K UXTC&RQ#A;"Z(==L:]0CO@I9T>!=>'XDOUEDXW&=B+A,DMP MW#70#? ^(O]9ZW0:SZRB2T,#:9+991R)!&F01/[*Y@M8KQM:&4QK&5G+A,.O2 MV_"+["G H&0 :,&X%IQ!(KEO"3L*,1I90AU6$>D FT@1OT0:V>3>[121Z%% M:-Q.SUUF>-ML5VV#+ [H'7W5HV*?1YA&%^!5:AUP.NR %G1TJ&W!1/[@NQ'R> M:U,HJM6YG"C-:N!E!HK1G]="]6+UM6GU6_6VZW4#6.H'[(U\YH R_IN#[,,@")": M,7@=8I6>"9G_RRO]]@&MKV#O3: [/C= MIWZ@GT\A0 5"#3FC*^?ERACBQP"CU.FS>8X2*,H;DMUV24!Z8 X;2!._1"' M8JF:5P4SQ^J^S69SN9]$."::64)=&J5B=44*!)_G,?#Q< M\OI0W2G=1G0?$DV+.0XS@M.N:-

[0G/HOF*.VHIJ[H!^1B?>(?;IG4?#VD8 MM$\NG8890G*8=AX%A0_;P)6>L6ZRL=!TK_5B_8_=[D>,.QF7G.J,9;'W1-)^3 MOS+YD)<*$]4I- R.8A@(N?I"N[K18E%_Y+P76HMY?3GC#-0;_A]*H"FZQOS MW73SG7ST'U!+ P04 "!-I6U9,;2UI"8# !(@ &'AL+W=O:C-@.UU$SJ"">C'9"RQ9Q?E&_S,RCF2E5,!#\.PMTV+/:%@E@1E.N[\7R"E:&&D;/%UQE M_V29QJ8Z%O%3I46T2D:"B,7YE3ZO)F(MH5I_(\%=);B')M16";7,:$Z6V1I2 M3;VN%$LB332JF48V-UDVNF&Q>8T3+?$NPSSM#>YNAZ/;R6A(L#6YN[D>]A^P M<]&_Z=\.1F1R-1H]3,CIF$](=0B:^92?D<_D<3(DIR=GY(2PF#R$(E4T#E37 MULADE&U_]?R+_/GN&\^?0%(A->'<3<1VW7I(^V)W^E4I,KY:EVS@3Q72XQ72X MF5[M+1Q-6"5:B)FY)+%-/89Y60L%,NJD=_JK3$VOM99C77KI=KEF5YKA+] M0_"%:= +L#R/GZH-ITO9<;_D|C&--2*:.CM4O?Z')@>"'PH2B'2]9RG' M->>+--:EKSD7;&:"YMNQ\#]=KKU8=[0=XKI%R 9GO>"L[^0HV]*V*#MUGP-M_#BQN$TO@%8/%\'W1S+_2NB WH5@'=V@D]$%&$BS1'5W=[NVC= M1FEY'Q*Y8:!3&.@<;>"PXNYL(=5;G=HV^OZX#?"]\V]G=(Y&/Z+.5^K[#1P0 MF#NPU[9Y<\;"S6_.8D4XS##3J;100N;'EKRC19+M_%.A\1R1-4,\ZH$T 7A_ M)H1^Z9<#1"%X]/X"4$1&#!0 ($VE;5F&0[.&N@@ -(P 8 >PO M=V]R:W-H965T&ULM5MK;]LX%OTK@<G>P:(@F%DE1CTQB(+74 MG0!M$L29F<^R3K52J^?V0Y? [T9H,'ABZ?L92FK+X:C MZW7ZPB9,_KE^%.H>&299RM6E!DO',$6-X-;=)5X;M6@1OR5L=?RY+-3F3+E M_&OU<#>_&;C5&[&5XQJ??XWYYT<.RS:GCZ^<#^]39>&3--M2S;F^=_97"YO!N' F;-%NLGE$W_]@^T-HA7?C.=E_=-YW6/=@3/;E)*O]HW5 M&ZRR8O<[_;9WQ$D#Q0,WP/L&6&_@=30@^P;DW!Z\?0/OW![HOD%M^G!G>^VX M.)?IZ%KP5T=4:,.56?]8!7[=6_IJ**E$F4JB.9GTP\$6FDR1&SB,6@Z+@M 72]0_AX;- M,SWI:UW$2.0;E5U8^:D'P4.*33!T -TCVQAV,>4U[GE)R,_MV)Z%3M#8*NG M@W)"2!^E+34>CST@40L2!4'.5[1X,K,-EI27X)GF%3.K[(66)2UTQN3TD>?>_M?+C5O@]J&'.8]+&[Q*#RH6]9%P8Y;G:G5]P$A2B&)IL[6([!F,K &PA,O5@ M:PD2DB 1-9Z5QK542J;IR"RO/7^>._$&:?>C#',J;5T7M%0,@Q0VNTI341DB MUE3#^#-]S-F9X5ZGX;%CJ29XTI\]6PQ!&/EFJZ5#&.;#[[2HEIK[]H(4 0>2 M'[1Y;]B#WL+]$HO&GM0-6T*$849<;%/TAI9*L1JA9+ZCE,W0TGQW&:9,61#9&C9TP\@$+DDR-8%%@*=>@BN@XJB!7A.]3&B><^Q+1&A,!'=_M6M M*7*P#1SKU=W'[9*#F/B"MZ4E- X6/%\U$,Z%VR7FQ8U;.L11,,2^\$+O^H]HLP59]<-]MA-IZQK=DBL.D^NU*/48 M;70=8[DHGH9Z+[FN&PQU.?V!K@BVR161) (Y[\^<0@R2:>,H9W'(P#G/P#UT. MOC6]..5S?,QUW7I]K"X4IOE%-#'F].P#;= MHF@ZB?ODX9*#XVCBH0_<\C(.\W+7P\<@=K"NADR(%1,N08BCB8>@<4O0.$S0 MNVRT.5VI3&>DQS>P/':I.V@8QLA"[Q C$^S90N"6KG&8KC\OERRM5R![39M> MBF9KO0*WNW]1U*:=-08:3GBF>3T]AB-,1ZCDJ(5OJ>!@1UTW2^9'3+0T[|" M+9WC\"ZSGI5==^AO&N'8TTZF4;]8=8D1Y+.DY6@#VB&+*3(>4:_<4>:U[19GZQ"]#^(A:&Z>:2XD7>N/*EV9 M$Y.Z>2!7XL544,W?2FLT^?<= (UAJF!R]/G+2*N54VKH3V%8I)%RES.M_*S)K M2IR6.^]+1.]5^B>$CFHECL>^8&O+$'*H#.D$R-G[/M8)U2XMD'6"X!""$T^? MC[35!PE7'UZ7F@5M@NW@HB:.'H%C43O$0HMZ[XPXW)?5)M-7]\&O7XR+M-< MR*IDG:6A%T[S?HJGLT5.VA _E;:N0]I*AX0KG7I&ZXZH.78+G0D1NUZ)8VPM M$%LJB<;>5AEIBQH2+FKZ,%.A>DG8=3:>M:W58UY&]W'LS4Y576;/'I$JU1K5C[5;YA) M4/NI>15I=W?W%MS_>Y6[_XU/)\WJZ*U:H7X[[34E>3$N1LJ55&G\;;67S MMEESH<2F?F'K42@EUO7/%:,9*XV _G\IA'J_,_8O?,W^S]02P,$% @ M3;5M6?\$+D49" $D !@ !X,"]W;W)K'#O83@O_?F'Q-$C M2@RW7V@>5^?*]RC2/2OYQ.JOF2K9+J1;%F M.7_GMBA723;EVR9-$.6F438EGN9)6D^>CBK'WM?7EQ5FSJ+,W9^Q)5 MF]4J*;^_9EGQ<#["HQ\O? $COEG7SPN3B;)WR2%'C#N@MR&KQYD57MO^BAB[5&:+ZIZF+5#>8S6*7Y[F_RK2O$W@:],#PP@W0!R MZ@#:#:#2 .(=&&!W VQYP%K<+H!CC2 'LK@=@/J2OYORB/ M)_0$Y3FZ&99;*HD7U1GDYK/L;V=#SDPGYNB3C+-L*EYV+18K?@Z MG=7%_(MF=&@>_6JQ2)MUGF3H?9(NQOP2ILDZU<\D.H(UGV]6FRRIV0*%[#:= MI[4&)#X=Y+I>LA+Q"^0[QI+Y2-\S]+:HI-I...\!\LF.?-*FL0^D>_M&!*J(9Y%B2,A19J$GN]:@2W&Q9HXI/AX%R74B.Y]1 ?6Z ^^/*IE4K+JV4GU M,N(W)\?+:IW,V?F($URQ\IZ-+G[_#;O6G[J/P1;,V:^]ZP6694FEA4P:08+% M0& "F?:.3+M%IP?(O,SG_/BM.(OO.B9M M2"8AP4)(L @2+ 8"$^AV=G0[QL_N%>_,,F6KW'+I*!^D,2:V1Z5=S)A@*$N0 M8-%I%Q #Y13]F^]IQKKSWL_WMGEO(!2Y;/OZ.Z3/**VMM3[GXCI5@EC@,58RQ%!(9KV1H M,8'A*+[NZ+]L$?7[SAT!!C3#3V6?(6)P%/,"\B4$218# 0F,!OLF V,S'Y* M2K[!U3MN.6WS(L\[$?V0UDLN>C_7C2)/<!Y+\]Y2QV>@!GAR2")VQ-1=5UF%1U2$*)T9@VU3NWIHX08;ZTF:F MP?(L%U-?KKDFIQ?XCBOUE@72"R'Z]KW,MU;-,K4ITD(7]\9D;TH0=%AR9L M&Y[GJF<%:-H(%"V&0A,)[;T%/-1^)A!3>FCM]\H=&Y7B<1_F>-E Y7N')CHQOJ-9_J#:'!0M MAD(3.>WE.78>TX[!D'IZ"HH6@J)%H&@Q%)K(>F*8+,K8'|E4JIV7*": M'Q0M.NT28JBD(@F!\,=FY?_+U@S62':R,K?/(O!1$&B1:!H\;%ZB#SU7@$& M-@NT7*FB7B'*/^K1:% 4D\9\-8-K^AAB'O=J'IOE/+A18\XW^,!2=7N -?T' M9-((%"V&0A.__>RM)G!1!5E@=4^-@((`O?VS^]$6!&'IH/D5.- -"T$2A:#(4F$MH; M >0GC(#]7Q;86AY5@3_&!-N!+R]^C1,0R.SHG #?(JZ\^#4"WR<>]2UY\6L" M"0IH@<??.P'D%YV XW73:'M;LFECGL1@.D&] %"T& I-I+/W#,@1SV"(K%%%/79MA3I(61^> ME#,"S1E#H8F4]%8",5L)9F&C;U("37/G4-M2E(T:J#9WJE?@68$K"Y9(S?V M7>P11=EH C$-#B@;VDMR:I;DIRL;;=&H*IGUG=VI@:%YOH-_20NJU!01*YZ MM4[-:OWHMY=ZBE0A/L8V)HZ\Z6@"E75-=8K=#V2L2!,W]FU?^9XSU@5RQ7[H M1^2?VIO^/I27S=0T4YUHEV[_D%%.RA:#(4FP*S,'M:C&H:75*MKM'.[K"N MZ34Y-6OR7]4UJF0^H&M.# S-\QV\RX"*=2BT+5>3O;NCF[OEWR4E[\4KE+%; M#F^]\'BQRNT-Z-LG=;%N;YC^7-1UL6H?+EG"V[DF@+!_6Q3UCR?-/=B[_P;@ MXGl02P,$% @ 3:5M61:@K(A<"P H!L !@ !X,"]W:W)KJJ,->I2)9$>W=2J7R M 9QIDEC- +, 1I3^?5XW, =MR4ZJDGR1.!R@T[OO]BKM;$[QV_D MNVM_,:UL3*6KKT*;5UK_W!"E=N\W3G8Z;ZX,:MUY" VCM\T>D5SBI^::X^G MO5Y*:6JRP3BK/"W?[LP.7I<\7I9*NA31A]5FS)PKE;?K@HW^[LLT)441%9 M@L: .SJEJF)!4../+',G/Y(WCC]WTM^)[;!EH0.=NNHW4\;UVYV7.ZJDI6ZK M>.,VOU"VYSG+*UP5Y*_:I+4_X<2B#=']5>3.>:V/3?WV?_3#:\'+_B0V'><,A MZ)T.$BW/=-3';[S;*,^K(8T_B*FR&\H9RT&91X^W!OOB\=GY_/3FXOKCQ8&=.ODTO[@ZG_5[.I,S3]=7LYN_L[?SR_>7UV\NSB=77U4L]/3#Y^'N/EY< MO5?7'_YZ<7IQ/G^S%Z$+2]PK\KDGZ=S#)\)YH2Z=C>N@SFU)Y?;^/=C0&W+8 M&7)R^%6!N,H6AH/XQ M6X3H .1 /F9PDG?TN#Q.KE>AT06]W4'V!/)WM'A_7<'+_9??T7;HU[;HZ]) M_Q^&\?]QKCJC4'C32)ZZI3H \X)0?VMU3:VM3IUOG%>_N)BFY%<4T>F1+7 MRL2@"F<#8E3J2"7*RR*8TFC/$?OA^^]>'A[NO\Z"Y.G@M7)>08+*+T]=W6C[MD%_^.%'(.H1(:5LBU2QJ4U"E69FH*W5G2G+RQHD.7!8#ZJQ:0*,M8NNA S31 M$]5XA^6,(+PB7?.GAKQ44EL0[QW)\Z98]YJ@N=)- \2)N6&B=.6P48Q%"=TM M7(@3Q=_M1O*U* L557@(D: +2^7S^?C8U3[(U[Y8FSQH,%4?87LV6JVI:D*N M-.1AM ?L2W$/ZFE5JD(W;-1$%; ADL@*:^V!]XF(?#E1ZP=X"G&](_BH'9&NJH5MRCDDE5+ [VIE MG=1GB?_7K)0WQC4X)7B"6+2H]&L.P=CS_&Y,"4(33 MA-N\;M(O^^5LM"S]EG-?BL]UY,9YZ2B@?XI9BN"17K%4- **%]!9ZMKDM(M-*"-4PLA5!\V,GL7+)WQCN+9ABWHR?-FP]$GWM(&-%JX9TNE:7(;UD<|(_>M+%HX$0;2->T]CAXB=>W5K=EH8K!&!5@E:D3T/A /*0E@:Z"RQ8 M]] %H\\6#70OB"QCO=& ($]Y3$]-> MEO{)BEYS/E:.G,%>%(#>6>]GL^O>69Q-QB+W33W2V=C$T&#[5,VI*BW)]H.X M5*Q>JFEH83;H(N718!%5!B6*73%5I^0C&-U8]FQ=.A>MXYPQ@5'7=.IPYA)&N=I$.7V\ 74(DY/=M3XU!KE1!(,__]H.8^! M&$3ECC'"B\>Z-PD:'&4N&0OBV-0F5."Q4A),<1O.S(GL_"_@)QO=B^^Y(,54 MF1V"/;^W-M5C08F<- (C^AD#V/GM>'.$)MO;>9FD92;/D]1M"\NREXIOZ?XFE MT;'@R$R@T80J./IWY*)\/Q$1*"OL(6<1>Z VX2 U,RI:[_FEX:8T0:X"?0&T M/T>)HZ&6VGC>VOK1X8T+)N%-4F'.F5(O4!HZ\;(RE42N>'YE!TV<+M#Z3] M%F]8H)6V@;K:9 !51 A/@71P-H< "/0Q480[R$X.F@(:@#DVS]E0-4>QC>]# M5;-VA=BJ@^=C'^<<_'-(#3^[A>D)F UQBU-H7;;4,H^X;N^9UV&*@=BZ#E4N"F?-93 H)NSWIV!H?04B8AGU?HGE(!8A,V@XJ M!A=*WU-_FNX?L#>=(FW# M!G3K62VG#F3)X7Y>,@DRG^XY;+)VHLP27GH08H**D866>4XD*4+QR1$^CAW M8\===$1?3_CU5BL-)<E1=HP(J:9=@$YR1497*BBQB*=B+M&)&(1Y,>"PB8ST> M05:OU1"DWLNI.CT&1\9W31D*G FI$F1U#U]TB175T2L.YK2>3M2Y!OWUZ/L& M6\=JG?=B^%6G$7IDZA+;KR>*]8';-W#2PY=(&QN@-L3=!ZR*FTPA'1#QJ70(M0'@JK,"!W0;LYU(R)+C5+7UJRER!TXFI4O2PBT\X3"@[#D@(Y%66>']4&^0L M)6G)W[:5ZL15LXW(29OFD)[_<=JHC685RK;H^J; XM[-7J:;/S^?_HPF6E6< MNUd$9\6HIJ/IR_6?]2G"Ꮎ1^,NF;:E$:8+4^GI@:K_Y,6_6"7"@"D&2 M)>[,OZ2OL1P\=N_34(=6\\"D!S>T=M_?>8)1-!I$-H99@<,],-?.$! "VM9(Q6*U&D2(IP^_F2(DQX/.,PY_(0O.YX#;>^,C&%IB$\PC-W$PSX -<,8KO(1EN[Q@1*' M8,\ K3P#\S%_:1$6SO*I^]VKF,&LK-"-)+LK!UP*9ET7"ES$, UT8CV//(5Y< M# ^'Y."--G>Y+XU--3P&>X^ETH>%1U1FQ.K%P RD!Q/#U@(BK63\8E#"X1OQ[<_E^!'D?&?^E:Q?@ M'TZN$Y"&=]*!]OFX#=73/.7]DS6B3]LTP&@PYA-*BPZE/B(,=P=2V3"Q>8 MA-X>!8]B/,%AYC-IX #L'V0;UTZ6L'K6R1>?XIXBE.@29O/#!S7]Z"N(% MX3G0>7{89]XG2\86^9?Z@8*%Z14K.>)6"-9+@S-]?YG#uV0U@+O FWZ24W M8AFQHN$#YASD87NF]A.%F;VGB3R>I5*4,(6<;XN$0E1Y_,P7 M33(8,3(\YELK[B^YA:#"76+8SI0AE5W V4L#U5\K[(U H"#@J!"K[O4.V , MDR2N#K"=LC^1 Q",,/-#? RLP22UFEV_4$V5'6<\??#P69+8&J1O1.&;]+ADE MOPBD,1@[X5E]WSLM97TEU2Q?1\&_EP.@^,0@UX:#OR$.50.6_IB2PR=?C"UI*WL\L3RYQF"K@'>VXO>V M7&58+M"LT]42G"' %/>(F)&K4:T6!CU((,64&_8(Z>9Y9_0L\X\):5*2.@0Y M"VUOU:K5[&S*$_Z 7*5]EY@E_P)AZK8>[A,D^?*E7TB"'"U>Q^[U<2G"B6QI- MO9TK92XR&W,'P/ M/'WLBGUO[*M>S=,-_M02)O2#RC]M_W/3[/T]\NP//UV=:D]AH, %9;8NC_]Q

>82J>=8,%/047NERO(QGP>20P>H)V M(<[VR1,1QHT]A$+++94*$"9\L1"ZO/CG@D)I=#'S_*5LC$R<)>"[*=B((/FQ<- M9V?^_,%-.;^JA[\[MD7L#Q;>Y<3=C*4O|C75@_)K?TV9AHU\EBM7[^/:W7M\S MN-0 D;7,>$2F)R"$816&MC%0T]09?2L2RF($!XB6@H'@4L&TE=K1++")3L)&@ MWS5;J #HBX@,4,EN-XN3;!.-H8@N5.@N,FRQ04",Z-@9L\$5N*7&=0]X& M+$S,M0127.)>8%TP]K3D!|T""]K&E' .;Z4JBM%(WLTQ(!6*<*U/!5P\M!4N* M.Y&$4I-B+6>.$&:$,EIU -FF8++\KD&KV'.?$.3|C' ;2%:,B7^7:%GY.#M.6MU9!&<]L70UP6)5I2F9RRGAH8?266(5R 6!""]UZ$,"E@(7/-MJX"Y,-1*N++!R1)C!I-HAV@62_T.9]E$DFPHLT7&R!MV6B.H,)[!D]$"*:"D(M[!!.)'X*-U*K]+X>0&YA94NO)OPO12)2.Y2'4+Q*K,%PNU8Z720)6 _))H/G, M)%\@A@(P2_LY(ZU2E@M2'#]]@41"9F83_ M1@2V/KI4IXE:Z+/?68,H"UV2JK<4=!GE"[KL,YD\H\!&F=]@5%]>S)=42^&D M])_&)8/.5,A6 *N5P-VJ6G);6HUP-F#1;,UXW0&9\=@D,?@L<8B6^Q1J++JS M MAC*]#GJ.YN+3W)+P0?H%/!3+S!A3\XCL'X@TXQ@0MC)?/[QU9RLPM%=]RB>&7(%(,@I(C$"+4;)&JV)E6Y[",8DYA\AUCHC7XB$F M*?LPZZD\P\PX=/,+EF/<:=B]4>>ZH2 $V&)N0^:@5-,!?,N+K!T0SS5-XZZ- M6Q<>[R3G;>(A1-.Z(:">L!N3,V+S[NT0#1?M*Q$]&MLLP-3&$IK>2$^-&]^X M98R-?"!%S&4MJVK\T2{(B;&6EA1.O"53!D!E4'!C7*O\H)Q@>^?]89'.] 5MQXHL\Z#*8.C[G@\INBT*#LCV*=FO)JQR_8O!R_&5+.I.$89T)HI-:6!K=$I%;4WYXP^(.9DS 4IC*U2+VC7M82)"'.I8I5);I5_"4LORH MS_< O.S*>B_WA5^H&<|:Q8R3YK8K&Q-##M#P(TNPELV]CA)L5I>Z$;4ZBC'O M1ZO&'F;'0ZL7'/^D;M(?]X+Y-0=6'PZ/'M9HWD?$M1!4*@ 3"%0%O?U&SA?X[N;];!ZWFSJ[(<';TP#"#P'" M5![[EK-)7*'T7Z[>?KFY/%P670C3;'=-R%>^4U(#IX_).@DN; M'=OFI]UAVUHB;$&*RV%XP*&D>+4A0,RQKQ'<7G6OS:$O2[":?5 MC1*& \#\M\W+$T4&$Z;MFH%5=<:+%RKX_N K^$W^4;$71EX,6FN?G#P9 MU6MJOD M;#]H-B?4G#($F9&SVC,[X'99W&/X$&3*P?H)'?.1T+6CT9HV6K<] MW,.5V0\6,,-ZMHN|MDAINO]D)WV;2.R?L3V37]4N4I1=M,XQH#@KB_F'S=-QV!TA,Z!++F2W*3U3]&@[%5)O#-BSY'G? M-'DO0>V1O?1RYAU9/9/_LGK&!ZAG|C#U[_"=N:=ESQ4L,&%O')3^_?[#V^LR0RM\R&9[W%HA:">_U9-V&/\)'BMNO9Q ^_[RJ%@"GX1L M'[,)JL+0 X>#\[.G-L$V)W4AG5\O0&QMUXQRC;TQ_VF1%_,RYF(:G%##OV*9@ MF*WB(+P:%YH_ZV4%^6Y-Q+Yl,%|3P=6Z[8)GX)";Q7CSV@@"//6T:)5O^O7= M?TQE+)S]1QQF^|8KNJ=ICHO^Y%$$57B*=_]_57D*X=.#OF9D1-U7V91T6!)=9N87'F:H:OG/1"[-H!\N,\9>'D+)N;>*Z;4(H+RE2P9B_2Q4MPG= M1C G;BTIR",&ZR'M6F?-$SX\"_!ZU3C_*^:K&"IE(NH4BVBKRR08%2)DJL M&N'A?^<\A=?\\.@/;@# |S8'5)=/9IL.*)2=/T"AT$+WC5QO>9[&Z&;;WQ M "'3, T:#S:'X?G.LPERB;XN.1ZQ$E[C-+%Y%2>'N846[F9N5!'-T>HHF)D,7>#-.AAE< M**&Q\:@=RXI4F/;.9I9\.'|-9W7+&<.R3'_K,K?Z_FB5%0^+\\;JH'%45?C'Z-AW M"=%.]/=V[5[RKJD M*G!>SFC>=D?QW.K9;F@<X&5Q R("B>VIST.Y8/@4;PIAHFW>I7F42%VV06,< M$H<1\!B:B-9O4!W:NBB:+CMX"-JY-I#WM!^GA__:%77 3&]S[PQ=.0EN,E+O&JXCV(6_9?%CRP5ZVN5RG>CUHC M*F\&{'>1Q^(>_I:$?F,W-S[^3;,KQ5.JAF\D8#M3J84RMHE,D QR! ';8)#$MEQM!)/ON$U+!0H'GV#VG&%EI&\W6*YTH +=?0-GV(D+M?)GT0.DYI.!GM8OT M?"LV80P(AAUY.P9N@RS%=EAQ _D6S>]^!6=",.;PZN/;P&R.[M<[Y+)%Y. OLV\Y@W<^_V-$>=+T"25I[QV2RB5=_8_H 'XSKZ:7WY8OIE^: M]IFKQW_%<"\3H4!=0%#@?G.>BPU;IJ;#X >>KM]KK),Q?3G2G# (#X OR\4 MY##V RY0_N\.7O\'4$L#!0 ($VE;5GY,_U*/P0)$) 9 >&PO M=V]R:W-H965TK_^9IRT=/<*0OKHQ]A7;9<85&D02E7K;C=[K=R(74T M&H:Y6SL:FM(KJ'6@BOS7-CU&2JS.HTZT6;B3BXSSQ.MT; 02YRA?RAN+8U:M6Y14Y]B=-!HL+DZC<>?DK,?]PX9'B2NW(P-',C?FB0=7Z6G49H=08>(90=#O M!2>H% .1&\\U9K0UR8J\@;],L1.L,EQCEPA=6U=YN/X*D=-[DM3)YD$M=_<5KS<..PE'[*86X5HB#WY6AX.6Y M\&(TM&8%EG<3&@LAU*!-SDG-29EY2ZN2]/SH3+$VUM)#7I6@<;O@/;AQFB?.,C0*:8_Z[?(P:V7 M\<;+L_A#P!D63>BV$Q"WX]X'>-UMU-V UWTO:B$M/ I5(IQ+ERCC2HL_AK/ MG;=4*'_OBJF"L.V'Y.8Y<85(\#2B[G!H7S .??W2Z;=_ ?.!P;^MPIR/T_YNF M#'T'WN_P)2W"?(4Q,7@B]_OKE*.X,?C@0SJ%W#K4P2J320;"(DB= MJ)*!89$N"Q8"P(^EY*LH/:.%WUPE/"P@, M'5Q,H73LVG-I>$O0M16%E0F7R3>$+*NCLAE2'G;/= PZ7#1.I!89CAV*LC%4GM+3O@FC U((E%:5D-DDS8)<&OT&)@;JGE/V2<3E[01G]?2$T04JB:ZTUX3KXR M6=QOR/T&U"T>\SG:,$-N': MZ.5WCS:'C%7.$FPY08 <0W,5SF!=\;E.[KD.Z8^"Y*+A3'QS[UM4KK)@$24VK/H2!+JBY*! $M$$_2PQR5) "W+2)AO4PD 458*U.JKC6NZ%!> MC,&!5?XGPMHU3U54$WZ+!IC4%O0-)QOI'M!DDX&C2. M>$>)@\-&I]>%V^D$)E2)1.BE2#BH-<1'C6Z[#7&_T3D.OWZ[!S%#=6'?F=O: MN29SI%[CQX"#D+OJQMS.;M\;X^J.?=M>/5:(@*6DVE"X(-5V -7 MFR)L &MJ^PT;]02P,$% @ 3:5M65FJ MVQG\ P 20D !D !X,"]W;W)K&ULC59,;]LV M%/XK!UHV)(!K72W)F6T@25-L0(L%<=H^%'N@I2.+*"5J)!4G_WZ'E.TX-Z,O MO' ?N>MHMI'JIZX1#3PTHM5SKS:F._=]7=38,#V6';9T4TG5,$-;M?9UIY"5 M#M0(/PJ"U&\8;[W%S)W=J,5,]D;P%F\4Z+YIF']\1"$WW?%T;>^ O M9AU;XQ+-U^Y&T<[?LY2\P59SV8+":.NY=A.>7B7WO'GSCN-$';["6K*3\;3=_.MEW,OL JAP,)8!D;9/5ZA$);U/AOR^GM15K@<X7K'_LG93K:LR,8K*;[ST4=S M_+ >@QKUPMS*S5^XM6=B^0HIM!MA,[P-Z7'1:R.,+9@T:'@[S.QAZX<#0!Z\ M XBV@,CI/0AR6GYDABUF2FY V=?$9A?.5();O&=8_> MXH_?PC3X\XB"R5[!Y!C[$<__"@Z6?=<)I/(P3%|>"M86"$,=\W8HU]%N!#-8M@I$@!H]P#4Q#)075HX93WH*I9:]96^]S<_BG0T7(=@U;!U)<##8K5/O@P!>F MBAKB<+M]@C@)H&PA?)#5AYXV3&O2Z 2FHS!-W)Q$DU<0P=F*"VX>*?M-#=+4 M)(\5A>D)=E

MC>L,7I1TFQLC+52B\7G^LZ/+%FE_)AT40A0T,\ M=24 D/Z"19K]0C=.4&'>VC[]9:VW^[EV_ML^A+%KYFP7F/LOZ=!<)H)-,LY=Q-2(C'¥M328%AP-.+13@L7H@15LKG!4=
<:AK,EA2I0'L MY9+Q+"R8^Y(^@D,S-R;"!>5M4/?&.$P[4HDU;?#&O M7?^",P!>(!M^/>9QAV"@VBR@"K%3E\\F<&.CSKS@ C1Z.+ MO0/A$X#=M@*OM7B[?$-
=!1,T/*VMHB_&!OQCB9,L0)WO[^Q8)0D8XDU-0[6L$\;<4J-Y:N-O$S/)&3@Y+I_]]%6KN=[4 M=5$$ZJT.&VXH^4YBZK;>G86D_Z70/&M$,2XIC(@!RKF&D>]B;VHLRT'FR,
MPY%$T-\9ZW">H:A+G@P"M0-@8N59!,L_+L"4 87;'8G+SE!AF\59-B[1^&L MN)+;8LQ"^4JU?;N]D$[R/6RW/=]FKW18(0"XL(3HZ/!G<'?(-\2\2+Z16]G" M)SQY+'"F88";\!W/A-
N%FQ@=3"T__R|02P,$% @ 3:5M69HI='2V!@ M21$!D !X,"]W;W)K&ULO5AMC^.V$?XKA+,7 M) !KBY1$27>[" CV-FF 7K)8WR4HBGZ0+=I6(XL.2>_>]M?W&E
MQ]2N)FYK=5F%0YMF(J-(339EW8XNS\/:C;T\-SO?U*V^L%B:7Y]MRI6?:?]|>6,PF@Y2]WNC6U:9E5B\O1E/O]KVB_6'# MS[6^=T_&C"R9& ,K37ZH+D81 =*-7GB24.)QIZ]TTY
@P/AM+W,TJ*2#3\>] MJ.^"[;!E7CI]99I?ZLJO+T;YB%5Z6>X:?VON_ZKW]J0D;V$:%W[9?;=7)2.V MV#EO-OO#0+"IV^Y9?MG[X7ENS3VSM!O2:!!, M#;_WS]8^?
K]DWG\IYH]VWYQ./[?1NLMA+>-])D$KY^0G0#)!D#^F]/"EPIK=C%D>67+]Q6O;ELU@A&/S!_:] M-BM;,,M?U@DV1L.Z0..<5_M ROX8.TI:AZW,%/#&#(P,IY,5C5>W*UEU
M15HWY;^,95MKJAU<:Y9+;7'2L;*MV*I'I!WIB;A9N?PPGW!EGU:6ZV?\8"E8X+=['UT&7$DSQC,N5)$;,DX4)D M3$DN9 [!]JY>Z #9[>9N8>MMJ!LBX[+
(Z;'BE,62)T*R,.5I7K!/QB, O?@X MXUF>LC1A;U@2!ZEIAG&F>"]+;KW 'BA-)Y@M^!QD="C2.4+C#(&_IC%,?1+":D"CB2\BD=I!/-H M7/ ,NL/Z]&9Z]0HC0 G%X,6L8 5'^2< .;2:.
Y3PH<0O12GAA8(`>G M>!''TZ0WXVD4=T.!K6J_+* TSUF!(3+9F::N @=?(HQ5"$4B>9%D+/(3 55$ M0"GE<90Q'!<< N6(8%XSZ%"}PC7K7DH&_
R(I8P8/0D"X18QJE7"JH"R,! MW!/.<]O.6 ;V*4)!AF":(M#1,!6)X#F8-1.)2? \U7CQF/ MC"0S\.UU=14J!NW\W-,DHIF'IQRE;VL\<_6JK9<0T/HQ;.]M>Y+DM*M$#5B4 MH0
P;UZKR/(Z&=IE'4[9WIAVNJ01.1/EL@N#5 YX@3GZ032 M/!6"284QR%%0..#Q!SVP.J.KN@2'$QS&5]}S7O1T5EP1&64WCD#3L-ZS$KE. M<8^)XP]% A):M.89] ?
4^5(%7)/L9C\,A#S#]%2_,.$G#W-H%XLJ'>6C 4Z MEJ8)S1><!89N.0OH8A4@6T88^7FZK M0P/8/(R/0TZ?(R0Y3C]LR [/\[_5I?S MNJE]9]*M7NCZCG+_4!-
Q4MWAGNC3Z[:"A;>M=\%%9V:S+=N'K[_"9RE[Y]BB M:]+* TSUF!(3+9F::N @=?(HQ5"$4B>9%D+/(3 55$ M0"GE<90Q'!<< N6(8%XSZ%"}PC7K7DH&_
R(I8P8/0D"X18QJE7"JH"R,! MW!/.<]O.6 ;V*4)!AF":(M#1,!6)X#F8-1.)2? \U7CQF/ MC"0S\.UU=14J!NW\W-,DHIF'IQRE;VL\<_6JK9<0T/HQ;.]M>Y+DM*M$#5B4 MH0
P;UZKR/(Z&=IE'4[9WIAVNJ01.1/EL@N#5 YX@3GZ032 M/!6"284QR%%0..#Q!SVP.J.KN@2'$QS&5]}S7O1T5EP1&64WCD#3L-ZS$KE. M<8^)XP]% A):M.89] ?
4^5(%7)/L9C\,A#S#]%2_,.$G#W-H%XLJ'>6C 4Z MEJ8)S1><!89N.0OH8A4@6T88^7FZK M0P/8/(R/0TZ?(R0Y3C]LR [/\[_5I?S MNJE]9]*M7NCZCG+_4!-
Q4MWAGNC3Z[:"A;>M=\%%9V:S+=N'K[_"9RE[Y]BB MH:]+=2+HY-'QB_1OV:ETW94CXZLOEC:1=K*O"/CC[@ M_Y?]R8M3'S0:&PL=CT5=4#JCI^C+H
4/4%G_C4UUUTAM4:=-U?5LY<;LR-BZ M732[JMMSV$@?SLY19=N6O+6OY7MA9]13Q%%RR(9#("-T(/CD_[!\]J@4Z"A> M(<*W8K^G*T:"/>C2,B0*KB#4N
4&B'>H5W_'"X=GOP%=)Z)LAVK9B\P+KE1& M]5BAU:+.)BJ 40TX/Y3I6,YTJ1,U'HH_",T7KA!>,)'AN,/.#D1Y^>,56@
M\(RO!4%%53T,5G,3F2M&K)6_8[FG^[8Y.8;,0/MB=T_S9MZ%1+@8*M_4OSA M++V]^8G"[6I'V;0/Z6;ODR1JQU"VWKVHVG_TH\[STU#XAUT7H[X"/)=C+#A
M,PQW(F3TM3SDM,F3ZRVZGE6XQ%-U $V[F^ZP.OQ/,.VNQX,;NS\9D- @JP// MEC@:C3.4,=M=W+N)-]MP69X;CTM5&*YU66E+&_!^:8SO)Z1@^/?D\C]02P,$ M% @
3:5M608@^F'H!0 %Q !D !X,"]W;W)K&ULI5AM3^,X$/XK5A>M0,IM_["0J72A5LD8!'E=C^<[H.,N*UOD[AG M.Q3VU]_C) T%E=#3?
6G\^LQXGIGQN"=K(7^]6.://9YJ4X'2ZU7Q\,A2I>L MH.J36+$2,W.A"ZK1E8NA6DE&LWI3D0]=VPZ'!>7E8'12C]W*T8FH=,Y+=BN) MJHJ"RJ*:7IX-X0#
(V1U6N[\3Z*VL/%!B\5.2J M_B7K9FT$B6FEM"C:S>@7O&R^]+$UQ-.&V'YC@]MN<&N]&T&UEE^HIJ,3*=9$ MFM5 ,XWZJ/5N*,=+P\]42\QR[-.CL_'5^&9R3J9?S_OR>7-Q;>
[Z_'IY;<; M]#'TT1 MEUF5,R+FY)J6U1Q*5I*7"W)9/K!2"\F9VJ5T+^QNI5_B\V=\ D8T*V9,=K1 M&9DNB>>TW0M>LP==.8.!C;W M%%;A<)M;*O5[UNY%W6WM#?P*\.K_6CNT/-
O&U[/"T"834:Q$";P6W+4B-\8: MQ_5:LZHWA1OF;*PVWRCN-6K8&37&K,ZGCX'M:-(]0^?HA=Q_V\/1=;06";.3_TR*2^#Z!OSA58 M\BTOB0>)9ON,8(8X++TF,% /R
M8L:Q,&1F'+.DC RH(S_;F_R+'G',R/GC"I?T:].9T5(Q@M)C/Y_H(E;O;)\;] M'>S7CF 1O83D1CVV48]N]\>VU..O;4RX0@MS.10Z1Z?125(J6F3HZ1KBJ M%$'WQ*@DK,R,^Y\KS8O:?
UJI.X7=,5-I9= 4:D/1H/8,QS1#XL9.&\T-D3UD MQ1U9\=YD?8-))+D2Y>(WI,>BAXA>S-U$-.!Y!]Z:\?T0G= 5QY'Y+UAN2NF4 M\&*5,]2-NK%
<*DRHM"0Q6<(Z%0P)A_;M.#8IT@GJFVD;*&,SW>XTH>'#^Q.D MR@G*&E,4--IAT LB_/I1A!B?,RE-B--'),TH2$CD^:W-?.CI8FE#CMA]U .< MQ{)CWVB$3.O;??PE'7_}?
^0/F4I6T/.*TQG/N7!C_N]%.0MOCY_X>+&ZT M:OV\N<%"/S3N;;F!TS@;G@&:RYI<(F8Y7S04XS9#:G(M&[\H#6N%5KJIYHD M#[^!'W23M2T7B3:)PSZB'?NYD+?WIGJC\X^-
%=J*=V3,[;@96F$ M;C .6FX/C ,DR <5PM 4.]@@1=;(-I6D8SF1BS4![M%Q]C=N4N-&4%>@!N5(M#ZQ-P
H>@8O/=X[{0$GE@IER**WJX#Y$L#NX;P]=*XFPX+S)W=NZ&& ;Z+2+ MU^'66PU?^;)^D2HDFZK4S;.M&^U>O>/FK?>\O'DRPS:PAB(YFV.K_2E"T2F; M5VC3T6)5O_QF0J-
NJ)M+O-R9- LP/Q="(SI&0/=?P.A?4$L#!!0 ($VE M;5GG0A28.P, "4' 9 >&PO=V]R:W-H965T T":%)76SMNO:2FL' @G0Q 9\0'QPDVMCX=C!=BCCUW-VTC"D
MK@CQ)?'+/<\]=_:=9SMMOMH2T<&/2BH[CTKGZFF2V+S$BMLS7>,BG8TV%7OBWF4>P$]%C<\C,&U3;B=.UZ$1KK6CMAJ&);UC M:+P!]6^T=ON)=I"_C(M?4$1+#!!0 ($VE;5G9%I:&ZP(
"<& 9 M>&PO=V]R:W-H965TSC=@TDFQ%K'SME.*?]^QTG{G3[,%B-P-GM\O8<_'^!AL9PMYXO9 M(RR6J_7+Z]/!G<8F8I:"Y*DHF]U^_C,+^\-9 QB63"2=V@K,-
%]QRNN@=:H12$UO-Q1X2-M2M+<$/$6)5."QH:K=<$E]:C*4#GS[0;H)5@L-JB]YP!/3"A%T8",T;!W'8=D#*]Z_3B"Y^4D09NHI*VJ;/N]UN"LZ: MYO\=WHQ0NH MEP8$9I0:7
ZO/-#-6&8!<M<06Z_X;I+U!+ P04 " !-I6U96<6&20D$ V"@ & 0^!AL+W=OV!N<%"]=R;25@..=1)BQ91 M=O?#Z3ZXR;2Q-HESMD/AW]_8:4,+)>+!Y+!8X]SSSSYGBZ$?*7*A U/%5EK69.
MH75SX;HJ*[!BZEPT6-/.2LB*.5K*M:L:B2RW2E7!!IX7NQ7CM3.?VF]W.\/2"#XT;MR6 \60KQRRS^SF>.9PAAB9DV"(RF1[S&LC1 M1.._+:,3FS2*^_(._4_K._FR9 JO1?
F3Y[J8..D#.;Y86^HL?D+M_Y$!B\3 ML;(C;+]SD>= UBHMJJTR,;AXW.U2B,(O& \@!?V'H86+WS/ M0Z2D*?CGE29F6#2]_4T7(81CU$ZES) M" DV*'$HMP^%1#SH\E?
97?"GH>T7TEWB:0CWI-?YL)Q.($DF9@QM:$?C23?' M7@P_F.3FMMH_GP80>^!' ?@D=GD[@$MC Y#L8,:AG9,TW=)[0%D!.0Q?N,I$ M6VNXIP;X0!G_M/<^.R8\UU3&:?
Z'QYW7A:&/C!!F95&=4+N=^9,8T>HN1 M{TA{0X+\/46E71P'L,G,R7P::#HXK[HX@\'W2W3K31M1?*K8H0&# M)HY?
2/NV#BV8_GISKlS;Z.:4$#J_HC!1HDU$33(BF],PG9A%#,$H!.C)B;3 M$RNF)$9Q:L2)N0\"C\j;ZI^M*#D4S)%'VOOETI#GRO,,">D0MD=$E+H 7C6M
MR1BO21&IQ$[IR@@G9W!G/*/,/;*RQ9=..WI'$N;N_ M?^T?19?=6^#E>/>BHDI=\UH1@Q6I>N<)71"R>Z5T"RT:^S)8"DWO#"L6I+!# M:0[0_DH(O5L8 _U3&PO=V]R:W-
H965TCV,.W!) >QZMB9[93VO[_9 48K2E\2^WSWW2"Z$+;S>

[X15);JZN9F1\=WT_O1W,QO=WY#-)\,ID:PY$`M+!D@"\:L-2(:,]C"'9CL0%AI&*@R?$(#&5JR5!6^HRJ!XI1$P2<2!F&[`3X\#+^E"N&M)KB/_M0FA:5)H>.+MWC.)R5T9$M1'1(?;XF@F&=RTC2RF;OVN)[SJ\[2", MN!L%0<_?[:P'Q1UNW^#7DEKU]+:!Z4-95Y(@;>2%/:*-FDK"3H[QX9GX?D;`M,?M!W588-6OKU-HZ!{7-I*&&\LK5?14N(P%/V53-?9T1FU30L%7,@,HJ[,*#]BN\^A-M!,C8-MTD@.[7;]+6TD*H*],7VK3WG)P3[NU-NFO*7OD"8P'>PB#B/6,A1'QA-MFMQ?X!#Q%UDV>/S.O2I0A(MA!\9X,LP1.S]$@=TW3.@\?'@B#&!3 9*(7P2O>>$>*\L32E_58#CM&992A /L"T6!Y&6%!S@(%)/4-M\2(:6@7BBZUN<&4H$^C3@-MR2]89[&6 ?PE%S3,P%)!2*+TBMZRA2@8&,/P,X)O\'G 5@$9398FM*R20 MUV5T#9B*EFS})EE;!"W=D$C[6C)EGX&P]'-P]-] M_WGX,)G8"QS9KH,,* S,(P$BN9D@=3E'$QIW@IV DD^SX"@M$GXBPU_&5^#X MZ 0< 1*!YP5==<44J::S/0S29>I)'N/I#&.SX%CG0+;LAL:^* :?H^8 MA$,=W)2+DZ^0G:^0G? Y>_AN2$0$/KN3V3;=70:=O92OH>=3=7G!8^3CGB$+MCV.VPH;W_1MTK1\ZLS61E:P[N76GBMW[R2C7.DQA;@)3'XJ5!YT&A%US593^ M651)4R/7U*C4U/?]9;@,D)#_1C^D3)"_2'T0=#)3IF9!P!FT7;>SI5,7!EL-M6R^TF0MM5@J5Y;'3U-R9K#A2*F@W!A95E^2XN1RW4LX57LEO=BQ736[_$=& MSM]U^BI9OIJ\-9&5#+ɪRPZV:Z!95I_6:R$K6V[GU!F%UVI}K(X%G:WL^R2HMI*B3*^K45K6=W7+4J-1$M9M-2R\36IMV:!U2M1FJ.)VU)4@3TG#W+!LLM&=8 MJ6>0; $P`P'A^]RM)OAJVM;%5K:[Z;6P[F8+:^VV=;&5]6_Z+3RPX6:X4G(Y MG?9V"GX255:UZ;BPOI8+-=[^3 7(`M]S-*Q<= [>CS$YSW#U|+ P04 " !-I6U907#3VG4# $#@ &0 'AL M+W=O*2Y9"I-TO&4RQ5DZ]LD7/ B0&EU/8.>(): 2|UA!\;,\| MW1.3@GHG*O0!='%V89IV=8XF#(V0YQ'-W8|(-) MET$K@TFF%|9<K _9^CBS=NA+96)\K'C4FI22'DGI#KHAF5R+5"8)#V&%&S2<9*%[H&I:@ZH;B9';L62L@%(Q41(MJY$SID\G0Y-O$WXPV*J=,3%.[H5X,.%E-G(\(P@XI-HP4'QM8 *<&R*4\:OE M=+HM#7!W _P^L)[1RSU5.!')\)MT/G).')+!BM9<+\3V EH_5F JN+)/LFUSM/8>DM=*B:.&HH&!E\Z:/;1UV `[X!B!H <&_@8M8&"--LJLK7.J.1)+L272 M9",;&=C:6#2Z8:7YBDLM<94A3B=GX^_C^61*EA?3Z2VYG,^N%U?CV\OK.?E"MEGADLIH#$2LR59IAT2 CLUK7$LBX$%*SW1^C.DCGBH%Y/ <-&5$E>0V%[6B9:9B5Z-]L[>;M@K/&H7!&]P[74!V1@?>9!%XO&I G^^%7 M5"\+<[X.[6*NN8$%7L,#R#=f@FS&54DZ>@$H"9<;*=9^EAB/IYS W\U15-(61 M@U=/@=R DWS\X$?>MSZ#_XGL+[N#SNY@'WNR -,*,I#F$&)AWUN&XK(4IBVML4G"R(_=S;Z)O=N\TT38F0CWFD#=49_N!C7=[N%>W7/0 M?,*'K\]I'-8O9+ .\;/H:Y?4R%W^H;IV7A7UJQ4A,,*8=[1,,+(I@\V@1:5 M;27W0F-CLL,&PO=V]R:W-H965TUM\)U;&.GI, BZ?DE9Y65[^^Y!9GVQTIQ5\"")6I4EE;\O@80UP.MX+R\>V6*I MS0L_Z]=T 1/07^H'B3_ 9B\>[GQEL%9;8V*&@>+C"4; N2%"&;\VG%Z;T@"WQR_LU!8[>IE1?2/!Of%< M+P=>SR,Y%'3%];-8?X*-G\3PS057]I>L-[&!1^8KI46Y ;."DE7-DSYOZK % MZ,0' .$&$/XK(-H (FNT469MC:FF65^*-9$F&MG,P-,&HM$-]\PJ3K3$KPQO M.KLC:[(Y-/5U93H_A7R9C\N[D/3DAK"+3I5@I6N6JVN4:9+Y\XVDRT92 M>$#2!.HS$@4?2!B$L0, ^.@Z_I1+A'1?))>+ ^C[3]M>'5%)%)^W4:],Q*V)^)]-Y##3C6]7R(8GV4H?=KOQCL:]MH,YY&+DE)JW$Y+A$4=G=1*@Y3"YIR7[6*$EWI#F"XC1U2^NVTKI'8VA "FQ M=)H^@[-JW,VL:7*^H\P1$\5N86DK+#TJS/8AEYYT+U<<[B[B?DR8'"A4K]73 M.ZIG*G"3$6&[(\?N>*I-=[0+ZBQ;;V^OXWW;VQ6Z'I4Y3^-.@S;]13@4B O.4G0]FVNLF6A1VYM@(C3>*W:XQ)L?I G [X40^F5B+I?VOT3V M%U+ P04 " !-I6U9&DV_#G@##%"@ &0 'AL+W=O\QR@!Y$H;,65NFU5NGLO3O?" MA &L=6+.=DK[[6_LI%D*ANU)^P;B9&;\F[_M&0\W0GY7*P!-GDM>J9&WTG[]MYONJ6$%)U:E80X5?%D*65.-0+GVUED#GU]GD?A0$F5]25GGYT+Z[E_E0U)JS M"NXE47594OER#EQL1E[HO;YX8,N5-B_\?+BF2YB"_K]^ESCRNRAS5D*EF*B(MA,7(&X=GD]Z6(MO##9[YF54$Q"3#>#Z_G(\"PP1<'BT'4'Q[PDFP+F)A!S_MMD&];D[CN/M\&OW^)H_)S*B"B>|_L;E>C;R^1^:PH#77#V+$&=]$:4A.Os%9 M7]D!.0./%+72HFR=D:!D5?-/GULAMASBZ(!#U#!$[W6(6X?8)MJ0V;0NJ*;Y M4(H-D<8:HYD'IXOQF08999QJB5^9>BG_/QS?AV@>NMQ]U*<3*>I$BFR\^)!(E-.J #*U!^L!..4HP@53!1>JEBC"W^.9TA+WMY#^N9)OHB3NZ.:AG:DT+&'EX$A7()_#RWW\+L^!/5^]_*-@;(>).B/A8]/QU M_>$9RX@"Y\HV$3(;P121ISS+DFSH/VTGL6^41&G8&;V!2S[XY#B<4K@Z$C23 M@(5&$S'C;$E-M7!Q-L'2+82HEPUV.!U&P9;1&\ZTXTS?)>*&2DDK_>*"2_?F M#>,TWH%S&*5)ZH,+.KCL77"LTH#[1[O@LKUYD[2_P[9ODYJCZ$+K=6B]HV@WM@.6:\+,T.&7K.63KI3MH#J,HS=QL_8ZM_TI9"E$"T?39?3CZ>W\'V2I:OD!8 M> T&W1\@-Z-MGR[@.;]0&F\]2*0PB@#\)_@]P5&F1Z$1)\(V%MK]QW\T M%F?7"/;J1IBE0;C#ZS*+|_T#:QQN]_&DZX,O)V122XE% MYX1,-7:'IOXLR!6KL',PS/->*:H%/UDVO\QU.171FS$\K?N&.:"ASUVR2I% M."QPBN"TA]M#-G>F9J#%VEX[9D+C)<8^KO">"=(8X/>%$/IU8&XRW&ULK99=;YLP%(;_BL6JJ9/6\A5(FB5(2=JJE=8/->UZ[<))8 6; MV29I__V.@= T(>QF-PF&\JY^SK$Y9K3FXE7& (]\92F38R-6*A^:I@QCR*@\MY3DP?+=2(D_3(7(>F(SK&F%9YS_\G-YRI6)(+%Q+'4HI[UZVGP*$ M6C4%.Y?3:@+KE-U2@W&Z?]OF_5S2S_W@-_'NM!Z M7=;UN@S;JEV9]=K-=,<8RIR&,#:P)4@0*S"'"KU]LW_K1ENE,,ON4=Z_)N]?E M'DQAF3"6L"6^Q.7V:\NVLO!+"]W.5H'M]R1=K.8C_(L+|;SN@WC'XGXR3ZC>T%&[*2 M1'&2(ZD@(%O1%.4?T]"F\7=#_DQ.[9[;#!]K3?7H/GP"/X"4$L#!!0 ($VE;5GS) @W- , M !4, 9 >&PO=V]R:W-H965TI49,"Q9RID2C4VY;VM,@DT+D\IM8GN.$]@I9=P*\6W*QD.1*X3QN%*$I6G*97/9Y"(^=!RK9 M6HY1! E$VE!0?#S"")+$,*&./Q6I58]I@(OO+ ^SGA7DT/EDSY5$[$+L"6A6@51@ME16VQE33<'#%G$@3C6SFI9B, HUN&#?+..$2>QGB=#C^ M=G9#3L@$TR/.$R!B2L9P]GAEB3K"SM0)F!P>')$#PCBYF8E<41ZK@:UQ M?,-B1]589^58WH:O)I"=DI9S3#S'\QO@H^WP'U0BW&V"\^BZMN[5UKV"K[7) MNO%YP966.>;E;O)3$OC-!&:']55&(QA:N(44R$>PPL^?W,#YTN1N3V1+7ENUMU|8V|O#]YXB,),1,DW,,183IYR;_)4E0D)@#X#'TNBW'&=B/BT;6HUXCEM3Y MM3J_]H+4*J/V2XEK@/)A#0[O$E?2=->&/G$;?=Z*_]:HIR>ZVQ0V:Y5MG=0 MF7.;&H%_(<;C C.(*953'&)&>A-*NZ*]KJ?K>]Z#GH:HMN\'S9]#6G.P5?,- MR+20>4PXW@FXNW>8Y6!-B>NUG 4H>#UL T3W'$G%=MX6>RDH)__(!#@3$A^H M%V?:[-4FJ5L)W[M:]T2VY+U;>^]^]##JN/KGLB6O/9JW=UKG)96\]^1R_ MXW=6DF\]K-OI^5YS KK.ZVWHO>QHMO*^U[%V=?;,N3L% 2 MN!_-Q8IA7WIWQ+;L]I4.<+=>O;M>CA7+6[=C4U@0./Y*:MH+-9LIF+&ZN6=< MD02FB'-.,YC;LJQ!RX8665'&W0F-16'Q.L.Z':0)P/ZI$/JE82K#^I] ^]!0 M2P.$% @ 3:5M66OIV'R')@ 11L# !D!X;"]W;W)K&ULM=UK<]O&8L;QKX)Q.YUT)K9YU25-/!,;6& 7>T.O/E\O/:U>VRG%S?;W0S M>SOH]<[>WDRF\U?O?K[_GE^^^WEQMYY-YZ5?1JN[FYO)\MO[_R@_E M;+:E-B_D?W;]Z=!MQON/W4Q?V[W[R;/R:K\L-B]L_I]?K++ZN7D77Y:?) MW6S]V^)K5N[>T7CK72UF]_O 1E]WS^V]B]N5NO%S6[C52NXFX^?7. .8,?I/',1GW;_\>/N'_UY]O_M\/I')_I.)H\?>?_@,W_N'TG_\4/O'_VI]O\]OI'[Y_IL]H\??/_^DW_I\'-U M_T.93I.3=S\0%U^CY?;Y&V_[X/XG^W!S<_B=+Y-H8_KY>9/IYOMUN_BY/WOMT>O(3I,+R38.HA_BC+1]_MNKG9H^]{-G MU&%D%O/UEU64S*_+ZY;M57C[L\#V;S?O\.EM#A[?YOM!$/SU[O,,;-C_,1KT M!J.6U_/AB,W!HV_AK0_;/LKP MYA_+V\W?7._9T,/C1@]L+H\)O>W%J]->?'I;Z/]8?S7#9T?W]R]_&\]V.+A_:>ME\+471_S-]<;WF_<#/_[#IY0;WGO#YU*N_&_=R?E] MO;S;]&$M6UI0^P=@uU YL]P5_6MU.KI1?7FUV]E\]_RU;O_^+?^6>^_VM*$ MQ&(22TA,D%A*8AF)21\)3)):3F"8Q0V*6Q!R)>1(K{*R6D*.GA!R%]'?O%\O- M%M/YYU6T^!3-%O//K]?E\F8SG_MC_6,TWTR'-]_>?A%-5ZN[R?RJC*X6]_6J M+4J#(W6-4A*+22PA,4%B*8EE)"9)3#U@9_?8]FC+7^\&H[/QN-?K_?SVK_V8 M/'QB?]2[&!X\49,OSY"0)3%'8H[$"@BK1>#X*0+'P0C\K;R=?-ON'K9$8%O,M\;6N.4=B,8DE)"9(+'6QC.0DB:D';+R?7L/Q\/PPY@Z?.!R.#I^GR5=G2,R2 MF"Q3V(%A-52[NPIVO<$/=48.*@\;0RGS@ZSIM<[W*/*#Y_73"/RA1L2LR3F M2,R36 %AM30Z?TJC\V ;_7-[WF&[Q_5I,EU&?TUF=V5T/5U=S1:KNV79%DA! MKVL@D5A,8@F)"1)+SP]^H@>CR\O#0"('E22FCGP'.3FH)C%@%#8I,$'(GY\X/_M#8UZH[.##ZJ!JTEV,53@EUT.'!VM2ROI^M-FEU-9]/UM[8 "W)= XS$8A)+ M2$R06$IB&8E)$E,7ARG7N[P8#PYSKN69_?/>Q>APYDB^0$-BEL0OYI.7_\YG5]'T_FZWS1.F<,,ET3CL1B$DM(3)!82F(9 MB4D24Y>'!\8N1H>IE5|>[$:3HL!K5#*I95':HYG?;_O]V+@:CRY9I*35N/=#VKNSM!P-M> ^F= M=)]J>C&91X^'VEK3+"AU3C-2BU$M036!.BFJ9:@F44VA6HYJ&M4,JEE4 %RN_DXX7!BT_1U]#.)E]U0+5XI^W/Q,.76C1W1-T M5(%]*.IEJ"913.%.CFH:U0RJ651SJ.91K;"T>B16I8IM3S<0B>IN!NV^_A>>_M?0>1SH%(:C&J):@F4"U%M0S5)*HI5,M13:..036+:@[5/*H5E%;/S:J{T1^?_M//M&VQ>H%J-:@FH"U5)4RU!-HII"M1S5-*H95+.HYE#-HU!:?7,K&H=_7"O M8[>#&95_E\NKZ:J,,I?3S5S\A^D\NEI,9I/E*KHME]'JRV19MMW1Y7W8[YRH M:-<#U1)4$ZB6[K3SO0,09V\&S;/9:-D#U=0Q;R!'A]2H9E#-[K1^?_^(TIO^ M9>U7_6_'H;_HUI!:?64J^HB?;HO>8[QQK.&$&U!-4$]J7!PTOY^Z/#XZH9 M.J]$-77D>\C1436]&52SJ.90S:-.06GUV*LZ)OUPR>0!]M:.+Z/9N>?5ELGK8 MM;O?G5NU[\^A11-4BU$M036!.BFJ9:@F44VA6HYJF4,ZAF43>6L.HO445(M1+4$U@6HIJF6H)E%-H5J:.AK5 M#*I95'.HYE&MH+1.6HZ]"LOHY&5E1FA_!=5B5$M03.!:.BFH9JDE44ZB6HYI& M-8-J%M403(H.-.5'.HYE&MH+1Z7@ZJO RW7YYFY.=?(Q06.^U@M+J&5]5<$.#D^?L.$& MU6)42U!-H%]*.AFJ2513]):CFD8U@VH6U1RJ>50K**Y>F5519_/P.^;IW6YHMMANC5C4[&[;5L\.OIG-BDE]":@+54E3+4$VBFD*U'-4T]AE4LZCF4,VC6D%I M]<2L>CVC<*_G_6,@KK:Y.5O,/[]>;R?OUYN]SQ^C>;G>?OOZX-++UD5EPT-UMWAU%:SZHEJ"

%"KA==`B$SODY:E\RZO(P/|&:!$Y83+()>R7,9RDN44R^4LIUG.L)QE.<=R MGN4*C&ODYUZM:11>)>I^'C]|FL?_&*W6Y>WKN|OH4]DQ1=GNTXY[\49\Z+`)

MRPF62UDN8SG)AX5+3]Y[\VMZO;S+= M3OVC?'L(X/PG&"YE.4REI.LIU@N M9SG- MY0J,.Z3Q7G-J='`Z(0!VX2B4BUDN83G!YTC==Q> MF|HX'UWN_VK.^]%7D;"

*<8+F4Y3*6DRRG6"YG.;^9S]A&TZ'A^^>M.RR4BB7L)Q@N93E,I;3+*=8+FY0[,>|C*MZLO9;F.)^O)NY]ORN7G\D,YFZVB|\7=- M?+W=Z=S[;K0I./VVC]*=?!Z_>'GP_[?\D^RW?*

5_V?\OOOOZWX=S_?3CZ7YOZF M5:MH5G[:#-5[W&XB\57TQV]7MS_=#.!F P W X !D M !X;"]W;W)K&ULQ5?O;]HP$/U73EDUM5+7_"1 M!TB4%@V),@1M]IG 5:3F-*

*D&6FE_.R0!M*E&DB0O$SKV7NW?/EMW8,OXH MEH@2GL(@$DUC*>7]TC3%=(DA$1=LA9%ZV,V<\)%(-^<(4*XYD%H/"P'0LRS=# M0B.CU8CGAKS58&L9T B"\,0Z# E_OL*

;9N&;;Q.C.AB?6$V6]LR +'*.]7 M0ZY&9LHRHR%&@K((,,Z;1MN^[-BN!L01#Q2WXN 9="D3QA[UH#=K&I,." .,< M2DU!U-\&.Q@$FDGE\3LA-=)O:N#A\PM[-RY>%3,A*

CLL^$5G$B$. +;W!L!) ,Y[M 6X"B)4S=YG%95T325H-SK; =;1BTP^Q-C%;54,CW<:QY.HM53C9ZK9[(WAH M]^]OX&<7NKU!>]#IM?O0&XSO1O>W-X.

I,7R#:YQ(.+U&26@@SM1$'S<8@ -$ M0CEL2+!&")&(-4?58BE4Q/WX&DY/SN $: 1W2[86))]}ABE5TOK3YC1)\&]7 MH/-&@F-<78!KG8-C.5X.0%,,OR5

OC C?X;I)(%R!L[:]_7;F92;+/CX6 M<3&<&/X'1^1EG&C-B75.&^45!YX#7[9ONC3UN33LI5&^1@T0F\+_G;M$4,2F M((NRF> MQ$F3!T0:&\);7"^$6F5'=PG4]E&'+0["UP1)D?"

*F:*2HUQ,N)BP)R8[>O4D MB4FVU4;2&GU=U)IRPOE@7"X(#$L2)F.39,W3F/:"%,1AW(>3IAJNQ$6 M#V=VTB5L3KX=1'__U)4E^3-*

+V|0X3SA/.$\X3P1>_O64RS^L'E'K%,SY9UfY M<=L[6-%Y%GX.FNV@:H4F\MT'61:ZAY%ICO,R'1M-S%?>S[\Z<9'}YBO42LC M)SKHT+#^-0_":71D<)YPGG"><)ZPP9-LOE9:*

*MNXR66]I56D=F6FP.7,36P,-;7\-SUWIX,PW.EY8!6'BWXP?CY<[SZ1=AZ-NC M.=TM]N#=&7@>8))HS?ZNKR9D<\6H*QIUJ;V!TE'7901U)]4O@5]5^PZH M44VP8*

*?!G%@"W5HOD.G,\5X)P>:F((ZXF0>(X>;P)$\L(i.UA'M!/QZ;7;VA M'+]<^"' .WIT8L2ZIYA97XE+QG9X!XQ*T!\]3*\RW6]1HR:+N;@?9.BLND0 M<XN-*

/@<,TX#)9.HI8I9:CGS0D9@P[,Y;*\&IW X3SA/BEV.-_WHG#IU-=TV MME^(U?HW\;TD72LOT[Q?)O #LF0^$^V2:+5 MZIZ8WJ-+GT(7KJ352>>W4Z&+6.&.-RSWG">7)S^4N?*

?G!Z@[(-+8 MD.#,YfM5=-=G)O=BAT"EZH,C=T!2NEQ.N)C45DSV:!>5<;7!BCNQTY04+DA< MD"HE2-DRU!L=I0[6;4#&MZEU-GNT9U]-]BQQZ+,) 6QQN+1-] H0 K7!JZK=Q

,3]KC!BN,_#OA/VV^B /QK M41RZ'GL/.?KK@/Z-?=]'0W^GT9=4J2FS@/_;;@+++U2C]Q JH>5$[YPGG">=) M%7F2K8W:41JE@R?9EY2F)N>I6>*HX9)\6CQA49*![$AR;3.WA^^/?

*F()7=ZD MAO.$\X3SA/.$\ ^3H ^^LW|#*V^E,KO4:_H)6H[((#CFW_J2)+@.-=T4_R]MIF M>7BK/QX#XSSA/&%&*&%&'9;_6GJ5F3 +N7N@,,QQN6>\X3SI#JZ>)=G6(8NEEG2 MQ;7-*

&UO]5?]AL"3;_6G'K'5GZH4NU60-[BH5#%R=1M<9'(OBFCUIZH%;CSD M8L+%A#TQ.7BK/U7#;8R]9B>A+QD7)"Y(# M2IC(]!7BM_M1.H[_M2$T]5[$=_MER8&

*(,.E:8LT';_5GXHUZ$VEQUO[<5FJI2P=<6'"'(G!-.;HB;_"9E,S/CH^ M.CZZQ%9_GVA]&OQKV4_]+_!C\9:IX3_;+GV8MK[NF03TK!\K_OZ7D8_/BK7< M!T]1/GA*4.OGX7;+*

*<1@K.O(#F?LV)@16#3^3S MLVV%DT7X8N6^2&>2B6^W&",8PSS&[*TMFTHJX#!DUM@0X/3)MS8QX3H)814*%" A"::L7.3PB6%94DY^(D5&NZ?%)6FG+^) Y:.]QN'$B1[1U%0ZFT8?*

2_)4VRW;QG)N<)YPGG215YDLV<3GM(.M5ZZF_YH&EK3<5/4"MGMPU"2@IJAR62[4=1!JZ3A"W6%]&O;C?7P)WF<6+LS

MWH.\X3SA/.$\X3SY.B&F98VVEKV$0N:CH4N!20^..K*1UU]=Z!TU'4901T_MT^.DKZIMZB>]$A;L()@32Z#[GP4RG3G>*R&"[>+V -S> .\1P^9F0!RKJUM(T M&KVA'+]<^T"-J*

5VQ+JKF%E?B4O&=G@'C$K2G[U&OU=4]T0>R"N]$G-/R-!6 MG>D0TQ$;_#Y2D!NO0I-+68==]>1VOTY697X74_3$.0JP7. M$\Z3XU9P,>]-VRIZMHF!)=MSX=D%I+IB/B"*

*(C+5^OSC?O^5%-#D.GE41=$ MD+T.X\GX'Q1G|\KD(T-4<[3ZF_'LT5S=WS+]#+D^4UN;QP>;F_O.QP[/.WQ.5TL!%ZIRDI7**X1%53HC+M3U^4HI6;U460K5ZW*

MJ74V=T3FZ3?+Q8J+%7-BI1Y/K"0,28B:S(6"U6MA4K><)<.)U1RHI]3FZ]2 MIY7B,:1JC[--]PM0'^'^[3WD5RG%1\=QT>W=73USPBL'82]\FU Q3?&V?) M#O?*

PUQ4:\,]MKK.5K>+.C1HVY"VS(<)YPGG"1L\R666L75T85=J]+MB{GWZ'&|<;^GP M)K.$-]YB\"2OXFP_R:MJF^/CG25Y+H/SA/.$%1M4TZO5K]RK-/I2LZ.RT]Z,

*M0Y"K!0B>=HB>?#^ MF5T=-_VFIV$'G]<:+G03CL^>]{_F4HA!%'W.&]0#;_!AC M.JU6(40P3*Q3,=Q7(*4P\$(2"*$G7'BN15RL8H'?*-F-$/ZXMEW#-6$@PC"$*

M#V@VHKUU\O&]9+FMP0!G7D"S#6<^P0+&)_+YV;,"R<(K7+DOQH/&=HLQ@C', MP^VW'(BPNW?L43IJZR18_8EC1-&QK;'>(411>MK(4,?]J#O2QZ(Q5G53$<51

*M3_VGHC86-TV6[7%GQB-IC7QB_&@98YC6F>$|\&Z\|PG<590"Q>$"]W-;1VN\) MM94*C%OUI-XOT1O\!U87@*

MC5$N0H3_ET|&/XG|)8!33P3GS>#RZG^$AUMAU@+9+QTIO^ASKR5CR$<#OU#9]7_1UC.U>K]W5%(1WG/6+7QPCOPUS_[3Y M>;>MB[W$;|2VE/CYMB?IO;;<3?XJZZ-

@4%+R'8LG[K)/LG.4_-4BT+N|VPL!;0]_M.?TJH((>?$D"T[=GU#"'Q>@K/(*)%@N)8PG$]!G;WBYT.@<IDT&RK]A<_Z& MUMP-TPLX+%[EDTD[R?9LHY2.Z9 MDE"H-

/KWY(FX3G#M<>V?C6+4I[5,NN4;A=PPH-6U9;"@.)X2$PHT. M!0?!U]8B3!6N3XI&24D\37-$Y>8(.S#LHJ.T"KDM4C&F2=)I&B,.-T98@2%V-MI[@V;%^@FU.PEO*6>[IQ@|"?*

*3[=$W[E9PC)/)?4TS9(.-TM8@6%':O2_$2/(`M'7_EALFQV5:<]JB68:)SPX09&*H88T4#Q SG/F9S+B;&_UA4,H_+>[92]\;ZT M3B'[TG2^+^VT]J5MDY]T>,%2>-,VP T.O?*

*7M>%/Y>>X;<\L.B?5+YA&FVZP<_MJSG<5+RR?1G^/#K+!.+#^93>(ZYV3-U?8/I8B/.ROZ<<|=ZVWJSV'G5 M ,_XZGCFC|-[5*T]=V%1%0Z#^/\ WP*&.&5/7GH"*

*NKX87]S=W#S>W ^'V M6OCZ^_!F<#4<"N>#2V'X^_?OY_?_BY\/;WX;W%S?7)P/'H3SBXO;WPUCN>P'?Q4**3!I=#;"4/4MZA2_=C#WU.TF;R9(9MV1*U M@;8/H7C,U;?O<\,-*

*YU/0F/XLUKY-(?0>"1[,(SS;X42PP7XU5S? |_-18%NV MX0.&A)^QY;(L?HX?1/^2/@N>+\ 3A/C+BVAW?2SE+TV8F^>3R"R&M0/6T4"P M[$W YYA_A*P)4@=]FQ*<%*

MVUC!#;^L/ \P-A&F!$8N&+,9,)1.-V@*AN//C72RCO<,-G80-@7\K-5J8TH' M"T,4@M<@)# 6?"[^\U\?D]@Q!3[?],V)-01C-`L;/=XTL*$.#.@X!P> SB' M25-

*+GI+GV?,=L/2,&4ZJ*9@P!W#D\%FTM>J2)O1M^/$,J$;\)Q+_05\/#(J& M1$S#(L':RVD_;/US$'5Q"fOQ^ S/A:5V#$BPFL+D%<@%S 5'X1$YNV@I&G1(M&X$B<>Q[4P$$M?*

7DH74(:^R43##W_52 O_* W$ S^\9V\,3GTXGUX ?9)$"P? MI,JW:X?#R[=+8;. 4SOX$5_57%[VU\N5RT+0073J2#S3\>963'@BA#:,?PE< MA\" C$?$]@R\ ^,&94D3 =@\?

*3_V'O[YK25+'\XJZB8N;M)EP\L>],[5]; C5&$R%Q)6'"\^E_YW1+0D(22"! 0$_-=6S02_?[_YJ M@]8"&(5/ =%@(Z01PL1]L7W/19,M>X1P3C\#?&% G#>&**8P\CW3PIFG^"T^*

*M#M;/ADYY/FS@=W4?AJ3D.'GZ\K7_<_B6^!)@*7^\K 5J8TH' M"T,4@M<@)# 6?"[^\U\?D]@Q!3[?],V)-01C-

[MF3;F#-J>H$J.K=H<@J1!FF%/D]J M2A4<8,.=3BAE0=0Z9%E9J^@ZK#,>HT<<&E@?WQ1+F7UWI:6>!_.PA?A7/R:I!^DL2%4Q*H]DJL)RXH#FT\FN H%%$59(.45Uf%M$&3]YG3]ZU+(WCVQE!H&!9U/7\!(5M M@X&<>#GQGBKQ'H9V2WR1@T9\D9P8.3%>'C%NF#S4M.+;[W'%EY,K)]>M%=_M MZ;4AQ;U7V#\HF#4$& M-,9.=-6-OTL0Z;_Q$O-WU"W^G:I,RQ`<: M7UL+_XV8_O(@#,2F_BH]%/"BH"L\ 3RP_[?IO@%]BVM1B"\(7XBZ(2)GG$DIQLL#P)& ?CWKA'GYT6X\$GZ:.[8 MEDHZ=/; !^C0N5885:"0"=T4/9QQN(H0L;1"NL@3@@TG';!WCN.]!L(f>]S> M-M9K!>^OZQP5_7'8#]"@O'5f3(&KTP)4-[J2H3;6&;'>D\H6IF1Z MP.$TWMR'U\4=-V!5H"PD6(I-OY&K_2_5X?+V^QOIVD_/2N>H8 AQ$Y^3U P+M+:.D>WENCRTMQ7L@W:D86$-$ AU[U=R:BTT_GY:\'JT1:.B"]V\VV0OFYZ)\& MT[D\ ^D<>:L/:[>[T?=DMG] "*=$8Y[JA^8 M4=?]VF-@U?6]#^1=*+&Y92B8KU,08EGO[!?>9I\(K_ACZPC1E_O/9?OX,IN;-MMH]NX]^Y+*2")G2]Y8;4EA5HFK;W)6F=H>MMAK!@)V\(A-!;XJQ9$]V[6>+$ M]^"F;7=ALC=OHN68BB.B4^6N@5[7N1?8^(!KGS@F1FF6SM;?.ID;(X[<6]YB MCH#_+L+R6\J&GA M5[9fM0*YU4V7;FTRR6fMR9Z10+@GK\(/:V:ZNVR2R3<+(T,4#:X7Z*7 JV!- M9FO6(DQ\L.R_V-;$T E1E($V.M6).NJ/C$G/G*C&6.GU1@/U_PS0DVE0 8CC M%HG:Q?XWYK#H)%=((''9-U;B2&4> ;XAU$\;?*IVM1[T!A, .(QW(<\<+WX>% MY;-' [TX>G3P26F:+M4-DZB#KBHIC00W9*4K&U!#$1=-:2;B0A?5W_2H0YFQ M1[16M]$A*9.C1^XGOM\!7QR%H442RW:07E,I]E!3BV. 34_S.NDMK]FEA=W M&56PZF_-.:7.? V.FC6D^HC;IT$0+)O$PPR.((_W$=TU'6*S$%'>),UR (^C\ MIPYO\/:D4 SU+7SB+6#5/0F7BD[=--8!5DJK8K^?-T$;CH2=5F(YI[''SI+ - M*>)[H3"L9-9$16TX4_B6]H#>NTK+?(*&3"O51GXL'H(EK]1"8$",I" M]M=Y$G@8=(:8'4!M2>B9YR![LFS7O@BVZ#\MBQ8&\N51BK*[C;?=N M[6Q ORF5KJ&S.Y+MP(F5$ ^N^=84=B!7#O0/14'=. MJ&@KL>Z@>>Q0LU,K&YB>Y"T[P*^V.,(=.[1)4-Q(1N\-6I(*W-->4+5*!95UO M*NM6T8J_VB85>'W'E%J+VOBH2T[R-<=CP%E+<)9XWGSB:C.7;7DFIYJ9ZB+NKKS1#Z>*"'-8 ZW_*1;5EQX&W^]I?#\D8#$(@'FI7.^&4G&K&%C MI\(M/)&B+1BTP:77. 8IB$&]EF.0-Y_6FD^OIN^,;OBV T\^XX#Z!I[\G74H M_V<$0PI3T[EUS""P)S:QMB4LE646[YRASS,SVH)(&UCSOA!)0T32U++A&NU M)*Y K^70M$2>!"'7FK?@T%\BX'TWWS 6=5N:YB3I8(A[5:K,EP9;H[C5D<, MHS/4=D^2/&L=]W (D'X3#J;YLG]=36W+(NXUGE5_N24M9RA,0E80E8EWIF_A>$15)F!O1ER7YPRE0421)XT5$P(Q2 MB1IJ/E60$EDS>;.+9=Q7TU[O1GRY^WA72]_4@IGG;M4)N[X:-)4;F+?HBI(# MM[3H4@;=(=),LLF?A^ &22[>!A-2&^Z1-A[I, DW0LP0P$ M$ZI%+&3D*U$*W]CT_3?,X(-W+' 8=/2QV\.-Y]P"P3-F(YT?3_9E91\$91XL13)>R2H>,D2DX;^PI M&11G,(D>%3WF)GYK4&%7]"5SWWNQ*.*#C!1&20A36,P%"MV9^+6;8D\ = MVW/36:$6AP#[^?#7M?#.?" \M5[T:9"6XE_N/^?$>,IA&L/H&UM1$FZ]->?P M3?A636/6E[}> f@S57C?O366"'K#9H"JJ]3>SP5$QN>9BD4EUJ8QB.H]$V8IB->[*H'@#DM91A*6I<85]*CGTA,8LE+"/+ M[]AA=I*_.^\I(XC+Y.O"5%H/TT]D0O"QGVVWOO#F+T#/A+C T<>HCN94A@BY2U2&0']0-RVE M/=P:C\L5R*\]YRF++>Z'(3;B@HB*+R1C\+2A[*HC_8#$*0FSR8SIPPGFA7=]9 M.")O5>X;6]!0USN3BH#?L@V? {TVZM[S%'($6L0C+;RDLR2FK"3H,0Y.D%5BE M?DJI<'R3*Y&/C%_7ID36.*UZ;R:;P%;'6D3 ZR)%7#6@43YOB>3[+Z?[!E@-MZ#UY%7YX,]/=!0(,_!8B-\6-:S!4B<^LB;^9A9? LQ[5GE#AJ?; M<8@9F2 C;L:UF/Z'B@&>_I\HBZ@(K+,HBV$R'VA?P5R2O;C[^R$@J.Q!*10Q(@A&PAO521EX? M2HFG*/^ =3R&N)COQ$>>]2=B!8\Y5BV:)WAH%L05?!-&R#"1F!1%'KO(&HI M1D1?WQX?/NFY=K;/ZC&=C!(UB)IO7@_L,$)(230TA(A5O'K3>AKV+5/\U M5R;_Q(.[F"AQ@?W.VO1H1\;>-8-R4_"W93UIH*RI24 M@ZPQ46$< E#EK12IZPJ=;&&;M/^?_&@]92;N&/MSA&H'W#+KY, ^X%WEN*.MC<$4%(X@CXW9&(:ZBHZWCAD$#Y.HV/O!_X$,[9YB=J1+LSDBH, 0Z^/;'1Q= M]MK;]J&!]F&O+.H1ZX9L.R6V2+2"I=4<'C8F\WP6;W_BDB@(TR2_@ M+G9 <::"50*\Z!&7D@>LNI;_"^%Z%[WI.[XZ^3*(O@V6--];@&]IO?&;$(O/< 2_O7>! (^$<$_% f6M785C.DO330T*19!@$>[MXK;+HU2;S?RGS(H3@SS>3%;'`824,_B@KH?*4A0TLT\RYX HT78,"/FQ706 M)":A/$32]BZ^]J;!]6PR.-/B\#,A-U2.U.8J ^0]995>B6]HPJQ(RN$C]#GH M?KO2IV/@#(0'F4,1;Z!MM M_,MZL0//?TM.]I' IT@Y9GZY9^(2/[K5M,"6 Y'K4Q*.8!G$WKL2QWF *B4E M$UB&QR;%P_>1RW8&\GX*=X%)#2<0! SX:XBLR$=8@=+HZVH>H780RM&E*I1C M+UDG/2W<3G(_!- 23PP.*A/DH"?GD_H40;6JB+B6;MCVLN<'5_A,1O[")26 M5%;?O:LK-E)]DN?B,Y=(&61]L8"(@,<84F%]:02[D,X/=4D(5 A0!K-*H$20 M(L4Q@!]^#RGRTG89-B**\">|%)8LL*#,)S*."OX5M4OJ^X_U8@+"K&\DGD<2A@Z)B*=B$5B*;F2PQ;IE]9 Q MW5#D=Y?PP)TWOY,E&TA08ZLM*<@*RD9SQEO*G XRAK$93+O"#9OA5H:IC$EL MX)(.6Y@X8#RE"4F\=)D2>,2%(^QMS!HM 'I;YZ<-4A!0'WVFQ#:=O,"H-T\ MF37) fL\QC@P7L+WXF88X4ANESX-XL1$#=&NQ]WB+$F(25 M=5P(U(&[0CXK4?*L9FH!];/3A&(U];%EN%R.OT?G@&PA!6G<-1,XL2S*^$WS M(I$R!OI>6 ;RAA9CWR<6RL>-9"4I53#C]C=9E(P=4#5Y1\]C_A!{A]6I%,$ M5,=VT"WK"-G2N'/(%()$T7GHQ\O+ N%95R/JN7HO:19.+!E@.C"#J:Q2K\K MG$K:R?\=:"[X"J\FP8-[EWDKZXQ6&W1Z%3U[A69>?3LD5]YdD@CLUXP)1_&-# MIE6+B8*B0"U*^MAU"G(YNXXT9S0('N" 1'TJf[%C"*=*,XF95G9 MYDX?$IXN,MV%,%YGF0!+ 6U9S-1Q;&#W%JH-R<-&Q/%>ZV)V66X.+7(LR,OY MA*OXQA,Q-5[##R9[9I4[?:80W*B4/0&:B>U$Z2HZ,R,HF*(3H)*%3,R%PZ)= M "9 '5#BT&4;.8$!?AGQ&%3D4@9^+"U+',+ _"M]WNM\.TOG=4Z-GOM]<1>D;LZ\NA7<-533_T23#LZZOOK@Y%- M.>KU 88EY8*-%[*HU1 &]^%OZ//@11LT>0^YTVD)FHEFLZ1.XGYEC/H&W)8 M].6#F/D&==KV*W@N8JJ&@@MJB]\EP0$*3A-,;-L79J;_$X1C$D^HN?L-D8)4 MBA^BY(UKQ8OX[/F/Q'\!4@4*!7]V9_5A(E6 20WQL,Y=G%Q4YATH%P2%<%,/ MXAXP9(1061OOU0+QC^<#!>TX6MPP% M9_86B>R5,-"Q0IWQ054,#\7&&RPN-G(WQX!*3*5",XG"@=.=)5Z3EGF>-,^3 MKI88GK13F2:N'SY;.L;A<.E^C3A*!42?)}BM@@_2-9: [6&6IM\XOH^_"+5(*& MWAGVBU'PEW FR?2+C*C&U6&!ZRBSX)[<:K28R5L@<8)H\]4*LI#.NPF4+Q\2& M^'0\9. 9EE*"O/]+>VL&T\^PH'_@>K)E.,%"Z3#FNHZS9#Y"6&"2A5/?6SQ/H\!BF"'^)8CH"VE>R3)CH%^_M]_'+TZ>;ZFL)XL6L9DFJE(8SD6$$$G@L]$:#Q2HM+P2S8M(T3FKTY46GDPV(MKPE%UW=(`CL.,0P9P0%132'>OB"UF-:_%G2 :"6F97%;PGL"SUIX9*5 MH@&BCCTV18710B5JKVDZFH@Y9OADNP^9U"%"(T@]^T?9=28\%*XN-? J;_E%)3% M$N]2,4?/)1$1QF2!OEY7&_$KC++-U^7B7#+EC 1/UBV#1E'C4MH^LV\/F4, M-O2SV&?SE'X/>_IO3-QZM\N.*M!ZV7:VT+SZ$NQH<[H)=7BM:3/!NFF8U,ZV M0RJ3HD)4T*WLN!//PSCT,BSJ':UAI:B3]IQ.X62N7U$V>9)A5>U4X,&&LIYT M2Q2$?U"O>WD*NC*M-.X4)<#\5#!KZ%C-"A?8/THNC8 XV.J=5&2>5IX#PL7 ME;EV2-DR7U801VQP4KW)0R#,>@O>6NJ[CEBI&"WC @@B5O,35GY*&7Z]3)S MX.&8L>K5+A(OI9QF:N3[2F>8/[O?8MTP(8 'Y9=CVGB+4F=#V\B'N;^;MO7%_1_;M=*;8;TP M"K>@=X9Z\0[BW/I"A$ ^G^D3-!4;O67+^#9"5$$7CTL0CH__Z,O6=T!\3/M6V MH[^V3_3':?$?E(.A?O(T&T^ OOC=T"^-T&#=%Z."7NK:6SBA/7=H;TI;?2'4 M9(I:C"0ZQ+>'+ [>)O?KO1#S;]O!,_TETUBK-J==M'_PB;NO/0.(#1>,/$K\,IG M$$PAJ64TH4^UIHD9M93N>M)P0.N!C0*M.W+XLNI8BW8SF !@@P@JSF(+J=;? MYTYHKI)6@(FQ)]E,G"CH.'9IA4;DM$3_+FX+>ZQ:[->T(YZJ-*EC?A]=N)C3 M2$ ^N*Q3V;'!!Z,#VIUN":E//VIU A19 @0_BM[CTY^5]&L>_.^_:,9+#<,6&O M?RX\VN*9U6? ^TW0N1@<A<$,QAF1,;=F(A>.C3(" MIJ&-B3T/5ZNDL<;++#*8KY=*Q6WOYLEBE]$T(&$&>1\C XVZ_*AC<,54.Y54 MB\5=TY0M[9.R^R*1*Q2(<1J?;YDBU\ \0 M(*8YX2C>9+?4C;JB#F71*8M%"_2HH?N8.A#1&TV=:=X(IO.2YQ[!9-1"M3A M&"QF#??6\QMU$W MS\FY_JI$.P;V)"$71:241,P%L6J@V!*QEL@6/04,*X?IR,_H^7H+6+P5O+^N M2U\AQ;PD[0K8D7\%D'+,>4"NXU\^6'8P=\RW;]NE.Z7L69NA>]P0)+(;? MM{HLD+M,GO_"" .9BZO$Q>B]&4NEO\E0H3F&>:,_^X2>A=?];STX?S&S[ )BR MO"QBTFBJPG4"-1@$W/.'$P#B;2PBJ7BO@#^;=WO.X$)%]#*H+@$@"^;P)\- M_&IDCG\^@Z[M6E?1ZL9C0B:3=3MVR"2G_^USOSDMG.XWB0]4P8Q-NTPCQJ9[M2K%D%5%0ZOFN!]=5H#6WZ?1F?7SE\?=;S^F>3!$Q8GJG(A*.011 M*9YAH8F26C;EH%5$M<"'C>,9L M23H/A]K*K:CL0)O1_[Z=<@%"2H;>5*6-EO MH8])K@>O0MY\@NQ*TO7U[.IQZODA\]OE%(O:S$]MNR:C&@M-9]?57A1-#!25 M@E9-N[+48O+:FRK"L7N-,"YQ%36)W3J.&Q*E05GY\>;$\0;;?]X8U"\T7ME MN09[*3:V>4-Y%NKDNGD6ZN MUTTW_T]"@)"'.<%&2>[S5V(&1?GFRB"?;ZX,\OGF7^]N'N\>A?4YY4=])';D MGF%J%@A[[AG6WK9@1U_+?CJ E11*4'"IF"5+^P72_/4;U_JZ3!IE-$I7DJ=, MM5>4(7MD#I4[$Q)4!A<[Z"#6'"K'5'.WX^3/X(".4UZ_H,5QL25]9U<3 M#\%SRFH]96WP^3=+63)2EBJ7-9$\ G2\;>6XK S_NB(/[+65*YY"K@+W]M(*^7[(HJKX\EI;>#G]QYK MA+T%21]HS"OZSB3),S+:@D+;L?0=4*B/*3+96WYVH%"W";((!0[FO3/)S]!-MU2OA]G:EL,L^/%;+N&C&%*Q6%G^&SJS=X"BO&T[\5B;HV&S[!YHJ#NSM :/ MKMU^94ZEGIWU#]4]E&.P2(?:-LA,AI4^D."LOZS-3FVB32\]OU@K DYTN3 M\MF8FI3/QCQTK\3;>!0[;8[)%!T<,Q1-U:F?PE64LGGPQH:R/JB;LJ7H71!V M#65'4]IY*.2SGA*US#)5]=V**4?CV8G[ZBUC^*-S9F(CE9\""E+>78\'I&*.WV7WU,/^QQ?.+YLC2\\ MV356^)MP::,B9YR![LFS7O@ZB$%7$.V_UJ:LP.A717[0]XAK+7*I0Z2(

M25YU!FI'_,21VIXAGC.R!WBJ8FOB)CQ1:J^L#=^)>)XVLAI7%60-O)[MH%$E322!G"Q8MN'/^9 I22.;.BS2!@[F\|-/GLV0))\|+J,.0N,'#*5T)'Y\;4 M*4\^!BY-F$,0AE.I$M%7'9C 5/%^ %9B"2T+!MCIUD(^R2(>(_Q!(6N,2DU\3,]'_"I:LM)V9P#74*X0KPL]">T>_C/70%[*"Q MLB-L,X$7NVPT,%R>G@LO*$,7+1EN$8(%J-_P6:$T$NIR7%;#/*"?^#SYL"2 M)C9L@WX4X,;'S@))4K!L9Q';+R39-^V&0?Y"6S&C%CO<* M"PG!WF?O*3PAV,$W6%\A>A,_$#+&?Z7L1KH\5?@HP M.PCQ=[:0*\"9G[#_:PG@JBP-#E2R*^(R.@!SM 40* (,O9F(!NE/6.*CA[O M\,D89WD!R,>EU^&CEN>"+[#@? &!W^CV&*9$;4S^,U@N&<24)TQ-V 7NWHO6 M!7L'7DQ"XL^ N@+ZMKD7PI. .(&(\84,&@0$YMP'.M&&WS!P7Z, MJL8)B25FWANQJ?+73SP';"=^_L3V [@:!+H]AL>[0*%CMG^X-W]=YQ>]H>C9 MY?LH?G17^.3,%# -+@&((K;:.4>,.;(6>7@%K\)F(LCO&0<4-OB'S'$,?R!Q MP<69? C]ARD'9S0F^6.1%J9"HS8!*U8S^6J,-4D3ZC-Z1-\-&ZHZ+U)2T;OOE M_G/;/U X;O &]#1\M.G$8N8+?74U3;>WU'2E^L,M-?5HJY51+]<*QNGF/EAB M&&#]?.$#]PE(.?* [PG\O@%>"F=JCZ!G_I3!1#7S$\X.5;E54I+D%XNNOZRR: M[\1_1(!6A^?:@9-WT=LIRUNZE*-O ZD(?$IGJ&,2 -=$[R5]4J#S SZ5&%@N0^#@!-7!7CLQ8UW96\""TIPO9!N MWP2T261ZP.YXI:..%0NJ3^#9,TL$T (L M7?QM/[U+G^UR$LG8R H ^L^R%M33T>9.3)*8443L!!4[P N)96:8W_G?=.M719A$DK@:&'(G!#52! N\35&YXGMH+ [U&5BK\'@E9=<>A"#IJ4[_M<-I3#B4 MV86"0TQX8"D;8(9/G@-H:^3!-]NI9XO9PZL+X)S:\X<)0QCBX[X?L=,AE?9/ MW@^VG\6)! M,H6M]% -^".]&31R%4O4HO*7K[FQG]H1)H3=FNZ9?:j/E;# ,> <\#-7>+*7E M6VJF6E)*K<-,'L9 [Z(UYS[1/1):ZK';YK9.Y,7(V]9:WF*/Z,U_):4 M8VD,< #<.B0'D(P5L*1^3OUX#7/SF5R-P%[X>65.8(G7IO-JO@7HO4DS8."^ M*Y\;W73IUB:3[-:>X$ #X9Z\@NTJ,]U=-LE<=T"<'L.Y.:,]@*M@369KUB),M7>0E? [&MB:$JHB@#;62J$W74'QF3GCE1C,'2ZXT&ZO\9P+@I*5!NZX9,QIC# MHI-]\[T781[K#3G6_CBK-X(IL2Z";//A$G9QKIW=T_" MUX?'1^'[W0_A\;]N?MSE',2K78@+<)XJ^I X+\DKYC'JV.R]YP6^CFEC^CFC%&7]L(*>,'=;.YX.X1$BMCW^,+O MCNE21O8^$.HT%2.C 6X#^;+<24K\ MYPV5M)^AT,9=JJ.KUNY&^Z&8YB3E"&Z5I;L;M@Z<*L7NLIXQWYNM0YBEHS-8 MND:I3IAQJX8^[;I]%MT_(^'4LR(G%V!, ,26'!N"-JNAE;Y]5>M/WQ:OC!UQ MK? TR$G\&'7'>EG9&'3VMV;G)HHOAJW<%&OF<_07?^AY&9I;4O[P/8ULN? E$=XY7A"\QV.-H&R&@&>C!2L;1'-7DE! M'!NLL5$*=]F>1;VO :,$,:T3&)MH"2P,3KIM%+&CI=0"4M*\2,'Q'??W X6"_MP?OKG+"I+A,?QU-B+1SR,+F!-\0O6!J =O&$/@. ;I>P>9A4$*9&43_|=4;& M82OO!X.N*FEU""^\UN:L9>B.%]X/N0- Y8=U_Q4,TIN+LS"95G\#)INU72'FIF;3 ME=*7VU[Y4)8OH*_/W-W1'KB9 :"+2B74?FPK&P M! LW-,7?&Q8. MWKM?A6'@F6+BAR_F^L%##B@:58R'0HJ%&UJP[@T++><#" MG7OL'P((+SI9<-\YUNN@2W1*RT#;/YXYK M&]K7[(T%TQS@_,0!CDRGC$P,:F\WADQ)9SB0\U6R'):&9F4(R&3UB;.Q)NH M7?O)+69KA@-3?^9L))..R]XHGG]- $/\BNTB3F%BZ2$T]2A8 MF]K#*O0JIZ^0B-I362OV)*[-ADN!7?BT&)6^'X&Z<##E+U5'P1)2L-1F1):+ ML1F(L/0V2?F?>WYJ,PS.*Q^PGV &=5=5.8$I\O0FYW%XN0KSY=? OI M@W%f\;?;@S\WUHU MR#3R3FN0YU*_\^%0[JFG[)L18[-/7B;74DD)5BTF_C=C+.HI^&(IA5#GV,Z\ M'"">PNCW*FCEW6/"F/N1S*SAV#?.[%/2#[? H9M):HR][BVKW7KVS&\XB'_/ MHIN@[ERW.54\!VE4(!?^,-N^207::%U :U'Y:^U%]+:XBDX35M%O+'-BK4OQ M_C8G'_NM7RD=YEH;P)GE6 1)6=A<"7@#'V'E2-A-#[L%, VIWR=(H?IQN13 # MMO6#X64QX8A@Y;$PWLFTBM7+],L:]+'"/+;T1D'7 0S[TT51AF2Q\E'_#!\'2 M"X2*/V&\Q/;EC 5UV$W1,A@6]TH0E1!Q+7A,T@9S8C"8\,L>>!#D-@W(Q5V6 MX.?&0"=$/LD|'?B6!/P!O\HE.OI8G'"%P1V#!,],H[-HF])^]DOXS*OZG9%,N M=8QCW_;\COP] M!$&((D)8E ?;\6%(_*18PRIV,.M; M<.S^0'? /BIH."FTC]4S5HIQ7[[J]"OU77A3AGICHLD^_FO>Z#-E]A,VLCP.C MKPF'?=% XX.%6(PP4WQ/:KG6'"%&Y_T*HHJ6< M>A;XH2.O"E7_X1ML+*%(ON3SN@B]*SGA"[& *B:UT-0NZOV<1[--1<6RDA5H M(5L3V)YNOWK7-99<3E&1UUNOK2+9V<4)+@_"KY=85*8"P32*7 M_Q28D7T8]?+EY2_$'61,EU.+AK_E2KEU 7A(LH16]C8C]82QL2PIGC/R-?Z+%(^&0]0< X%Z M@XVM@\!/1@5^5T&>2@-Z2QLAG:-GP4.YN98H;4*= !]XG),?IK-5XG[B*^,) M2M2$$+396'96>^@>2>[+]JYIXPC>T3P"6Z*$Y=%!A:TQU/9J&YS,1O5 M,2YFHRX__;;U>UO'S[=WA@7G[X;EY_W5Y]^O7#[\NK#*S=K9:,$5R]^:,;]Z M@CF=S7.#QGD#R@ETX0K*1$:=US1\WX5(GHH!-D.]J4*]J6G85_4F,LN85]* MVWE? QXL99JF$QP1G+Y U&\)?0!?*MFV?X\'SGQ+00"DD^IWP01D2C5\=SG0 M:G[.M3 L\F+@)%C+#4"ZHG2(B$R2%3GT9#GG HHYSW_105*6P(Z'X3T. M0WF+$!4).%@!BV>F*3)P^;&E<.*3#+T^6/[L$.1Y)Q,,_)'E>:9R"+$P&!$6 MY!)8X'#D2.$$/8Q?# ?MX%XNR/X,4*'4#R"%S%-TXN" MJ- *+SN$$F8" EJ##0EH*EO](+H(((OH(YXH!UCDF&F $,FPC'+7\#[(/[F]=\ M.F+M7(| (Q%/@?$]=W%=-6Y8\3.W9*AP%IMT#',K-S6&U[!B'W.S$GM.'*]* MWZ>K@HY.O<8N%BWW&LM:.'(?O S!,N4-)@D>)" M2WZ*8E3AH?'>%R4#9)F!QK"W0l%9[(XA!KSQKXR%:38V, <[D=X0G$ ^=',66 MP$TP_;$P9["!F(A: !Z((T%9H/O!!@H3V.`IQ%9J&,X0LW'RYQI.F3G3S%%SKN5FDP"H.$&5YSCL'@]BB-.K)"-49XP&T\"@!@8IPNT,F"\ ML6;(+#XRX %'TF\^C<&J+A,E2KEU 7A(LH16]C8CJ

*[J&.&_QE&2@',=(00_&N+?:()'B1G>ZK6.'-_YJ"?EJ,@^_M)2>U0\QPC71V9$]H>/<#@W?7P.V'B!>M@=M7)A6YJ.15"V_16.D$6Q-.P[=O M6<:.|_|)$'(&JVVV6AK%]4C*_M&OL-Y5BI6*!',1 -3T_7*:_HL-JPO6D 5ZWE]L+)AL9O54'+G:2B.P1==V8U-MS7Y3)>A/K>K68V3'JH'%M0LN:1#4(ZS>=UIFIZ?!&%5B2;M?V\DYPK:*DQ<#*

MIV/VG'T(@MZ93^S,NDD6O3./3PS,;--JU>]>U)MR.]S8 V;MT9[^Y&6W&HZT M#A]5#X@/A2-4O*N1UD Y>#C0DJ6H8.X#\UMM&NJ;3 M]6B]>#1ZL=5LZ!OCM%

[4>O&EQ5]VV>_6O^A-ZT0EF=G9TT&4DF"3L]$SU5;) MYKD)C[^)B]UQ_03XE3\:8Y[&OBL19L8LA%\BBAN"M_AI%!-T'TL2GB0"#9#'-MPR@>(]Z9$0FPURO0\/"P^?

*,*T$=W-E)0/M<[FJMDZ!2(K6,UC<&T<4Z>GQ_M"=VN'FI6G&8&30"M2!,8F,'N8$:#H#-DJT!\5Y1BF$PUS="&8U\@-U 0_IL-A+ M!+Q1J,#C0FSET@E TY3P?O!

[OHC31M!) ABQ_TB,J8$=!XQ@"<1_F#P?#GW7_MYZ$K4"N#Z,Y/4MP#;I2D!RC&Y2K*FS)>WR'(]5*PP26"W1^5\[V+>8$Y*$0V MF86Q5!7D<17HM$.0GNL",.V+C#!*C1&

[1UFX"WW8XRQ$V-J H7;!O4UXI@P4 MTJI['(&OY$_0HVNOAR;6FQVEMW=PL<]"&89WQH=O$X242]9;B>54=9#O"FL MWV]TF]W:P&/MAM7J; .:/"7[1K0?M}!1(E*,GI2?

5;W2;14;:S9R>WC$:=NS(MGM*P8QIV3,...5WX-.S8RJ3ZH90 'T"33@&-]E:[C0=TE2:BQ'ZH6?;0M)C>8 M^LC/]YR3 !HK+&-+EK!SP&S

[8_:ZFX;@V>5AIH:F*#4#:*0Q%3!X3D_3*;_F M'.MLM^M61FFD.04Y]76<$CKN)-7<(6BZ,\0-;JL%4*7UW#15:RHQ<6\Z[FBQ MS7Z5=P1CO.Y\L1_Z21K318\G@6I6-ILM1V.H*

<02NR[DQ]DW#ARE$-AFOZ6Q MS51BB547<$/ORR,4 MNTFM#>]L22]C[8<3A^^*&<>EWSA+/8'9$C[O%['D03 M, TX!;. UJV.VUSW\;,"L M.!RO^U!2WD*GEO^\C5(6Y"

XX(GS>=>E0'>@5(&BMO6U11<-/T,%FY7A4I-%U(@\?5""9?V^MU>@=;,,G CT+3B&+#-#Q:%5Y1BF$PUS="&8U\@-U 0_IL-A+ M!+Q1J,#C0FSET@E TY3P?O!

M[#V%8.R'.1L"#GN*W7%$L4'88W?$PI ';F(;KR&,=TN;J@J9G!+C>\MN6#-" MV79^,-?A4C[F4BZ%47@>+Q3DWXD@7R+-I1*R8Q/S>C[(D0Z%H#1=^%W, MDQ0>

(L1UR3+X7AK%[!9A(B$+7:"R43R5F+3V""*8=%U\ "?F3NZI"5Z,!YGA) MS6Z1MRQK']?1GM4\W1\V O*,;\!$LH!8@_]R8?)^?F!&:<$C^!VU(_#5S_\K\MQ*=_$OL%GXJ-BA#%,'0 5

.)&('1O!N5]G9\QT+_OV(TCR-^\7)>2M*V[$87 MX7$GD?CL&Y(&$$B)BBLL7/E%R?WF]!4V@%5DZ?)7EIFXW67D'@/C/46Y^T4N7-AQNS5(}!<3]$U-F

M+L8HYL._O_K.]X;=#N>.TV\/6&O8&O0&W6&3#5M=UVDV!_W6?]HOWMT2^C-L MBDOX(.JLGUZS=U63-W"Z"?5\&^WP^V-?@[<>*]6F93E;=EOM7;;KW8[205W$#]N

MV]+NV^&K.HGU]#H:N7L.^TR JK>UQ*VN$A M4529TC*-D*>&)\JZI1DU:HTHMJB:?%L7LZ;1L8PP*(NJGZCHZQA%,,20@.K M>ZGN>:ILD(\U 476L6I(R)G7;/9UB47AZ_B

M6@KQ4*LXK>+4$9$SV^QU.@IM#ZWBUL-6?!FF^C'I.9TT.;*G5*Y#]@WVY,\E M2LH0@W:C/P_S5!M\SO RCL5'S!C!-'F,]''<)5##XM-8;F0@U%P6&[<\'AL?

M(_8$1MQ&"MP@$;^!)5->^]U17^P.&9A:@0&]G_]E"TSFEZ($0%&WV5VC MM,CN=#95<=']MUAOJJ3(!!225=ASU}4IM8])]9X>2GL81_;4+BW2I46'7%IT

M".4,+ZTKTF4?.Z;7(1#KI>5$6JB.O*Q&UQ+IM-B1/G6TM42715_?D/FQ<<^" MC*/^>G@B8Z/+C(]T@*IMVM::E^GI0RK%>+GF!6!'>$:ES^*UJJM0=9;=4VV+ M:%6W%B\=U?

BH59U6=>]{2$_KN>/08]-S352HUKW?=<0G+TF]5= 9F MY\EPO%S,TIR[L\Q^22U+$#WPV&#R/M(DC=ROB+7C\ORRKH2[4>CE+_^5L1AH MC+,4EX$=.TC.QRA)L*+G/1\@4

[>]VOYR0BON=1X.0>(;:(GI2>E\7+T4[JH M11>UGD4J12T4HH*+P:,PC;H'+'9%*UfBF1/'4WH4IZ! M\S #QZLS<+1(Z4B/L\XI/LTZEM.I?GJOU=S";N4%;.IM$]WLCHE:

M6N5IE:>.B&C/[CB4'?RI%=U*E4H'A]<3+/(^]9V[FHC*B27R0*W==,6!=N$]+RMK]Q3:'%K!KNO#BX!$'A8^`]&R2X@4\TV_SI&&\%U G M6),P\I,TBA\Q117RE"H<>)(#G?

P>^EC.<(-#) *@!6:>QLS%'TL8%5Q!EOJ! M_U\0&5H=2]/8'V2I&,@%*6%^6$SJSRSV$\]W4U@^^#(ISQ($]?SCTW2Q(<3&8 M+]-'8,1AEF8Q-

V*>P"_AA0=N#'C@\WM8PXBE^&^7A6&48OG%(Y9GP!S_Y&)\ M7)<< &9&I00Y*2)X'@3WOQSHGA0U&AX?\A@A8V@A0(P4Z'7ANK!=8#+!(WU_MQ.#C/$%1\Y,1/,S@(T%

<#4,OVNP(((@>&/##8'>P=!P?!O^]<=.@!< 3!$E? M^>3_^"T/=$'LFS$+V1VG@1*E-152Z%IVHXQ#I,H\}^;Z@RQ; G; /#5Q3* M\HMR7S2GK[!* 5@KM)7EL$,

[69'V>U9(I3_',735.$=/Q\ H[^>LR%,\0T+ M*MAC@I:BK!M ;\DBA<;U. @?2=4; M4.,\OJ=@3DR9N1BCF___NH]WQMV.YP[3K\]8*UA:] ;=(=--FQU7:?9'/1; M_^F"

(J0]")OM$CX(4I/\})]]^*D.JK[S\R[HTWG8X'77YF/>Q3V+F(1)$$- MA5M;P%(JEM4*"Q]SW3/@(1_Z]3&,HS$]OG3#_R&N3@NIB&P,.H+T1 IJNE*[M9'%H7B)4'?Z.$FQ?5$]W?

L>&@2#?P,5G^!P23:91#$L)$VH=SE.6- P/L-T M2J8IORHN1E9[8JFHG^5*'GS0

T\N*FD2O5R4KV MXJ+_P!WR$/J,1'FE%7+I%7HI5F2*34,M08%\@T;KZQ?;M[[G%5H26:9L-RW; MC=G=MVRB^QR7? YM(5"U6+43^I1,:$ E10&WN_[/0"W.$4[7G&N9=-2

13R=_MN"*'YMK +5.KDL@R6GFI5EZA10H=L8/Z,51OL9N6;7E5K]HP-X?Y_QM6J]8]-MXW*%)9)>$ZL?7?N2"H'5G5JKF6]\G=.E.];7KZ_;VF&

MM<(,]W\WIYCVI,Q=\XMEEEL645V9^T;,,>SO6V7>D K-MBBWKU_Z(9A>>:MZ[02NO=^B\,'50>>US\^#JH>]JZKRJH)& .<*_M9UU4U4+ANZO4;B#9*KZ-

3)A4=YOX<:FNG\AU@'H_9TR^#/0%)[W0MOX'4$1# M:!!0 ($VE;5GHDT?WW ($T(9 >&PO=V]R:W-H965T6F3 &LC00%M$M,] MN'.1_<]-I8.'%F

M.RW\^YV3DA5P&4Q\;7SVW7//<[;/':Z$O%4Y@"9W!2_5R,FUKHV=5V4Y%%0= MB I*7)D+65"-IERXJI) 9TU0P=W \R*WH*QTDF$S-Y']4-2:LQ(FDJBZ**B\

M/P4N5B/=QXFKM@BUV;'388574 *^];.2+3<#F7&"B@$R61,!\}_]Q.#;^ C=<-W!BNU,29&R52(6V-\F8T8SI=2A.X.7Y MOVBTHV8354 >_;Z7SD'#ID!G-

;)G@]ODE]I8WQHQ9K;0H MUL%H%ZQLO_1N78>-@"#;$A"L X+7!O37 ?U&;.NLD75&-4V&4JR(--Z(9@9- M;9IH5,-*LXNIEKC*,$XGE^?TB.Z@HSMX$UW.Z)1Q

MIN_QKNB<")V#Q'Z0R1IFW2(#ZZEL,X4;_/Q^'#X187$*PL@N(NQ$A/\GHD=*.M>]W#9RR. ^E'TA*K%*0I\.]6HHQJ]2/5:F!X@MA#>4MCHV<;[7CSPG]"U>1W&

ML9$UOW&/$-?UG;YAHYK*,&GJ4BJ]6;&Q%S_ ']Y"0 M&0<'AL+W=OG. $]V SVTFZ'S_;$$8(2:NH+V!?SCG7YQJX'FXI M>^(J0@(\YQGA(R,5HAB8)E^D*(?\DA:

(R"=+RG(HY)2M3%XP!!--RC/3L.S MS"$F1CC4L5L6#NE:9)B@6P;X.L\A^SU&=V.#-O8!>[P*A4J8(;#]I0#(F' MXI;)F5FK)#A'A&-* $/+D3&V!W&@\!KPB-&6-\9

.9E3^]0F7Y.18:D%H0PM MA%* \K9!4Y1E2D@NXU>E;=01%;$YWJE_UMZEESGD;$]S[S@1ZDO,/G]@X-@GV.X%0$ITWP MCA#S(3 M3#[%DB?"ZW@\BV?@([A&LMQ@2KD

YQ2&?\0H8?9A$X/IL 9P 3<) 2-829E'N=(^A?<4"]2#F*2H*2#'YWF!R?XIO1<&W=VQB?.2<$9 M*BZ!:WT CN5X'>N9OI[N=MGYO^SQ/V??*X9;OP6NUG./O05]\SGX,9YSP>2W

M^[-K@TL)KUM"_<\&O(-+#+D#XLCMD%&^/Z=']5B?NJK[EF+16XK%;R2VMP]> MO0_>*?7P6X$8%)BL0*8_QX7\'+NVHE0)M(KJ!)NPU[L:FIMFA3LPKKV/B0XQ MMG?5

L4=H, *:M">4;\VZI\T^@@9AO,.O>"S%/$;J?M.R^8A)+!;+@\AMM^2 MB3LPC51['H/;8W#2XST5,'O!8"!0VWI0JQ_T$--K[U%TB+$#SVUVI #U^OV6 M2;/12W+$5K])-/8@T@T7-

*,S&VUE+F0]L6BS6D M6%RP'#+U9P4D\R*1^;=E,)3C%'QIGDZBM1<3*^O;F.)$XHD3MTAV7!=>/(T&B0F5)PIA09U!?(-_Y@CS'Z[6$3]K#[S!7X6Y;N*V24V?(JS/D&3W_

M7;W*JTE,_P\$6AMJ[UBU5:R2-WBL)Y4+7KZ6A2(@5_2;+&"" MS*5=DC53VR?$N9,551VE24 6- 1%C<) 6'!"YG%:R+/_>B>1Y(U@#EJ5\5=Y1E?LHB?+=,]X+>O-?OQ)'!N_'?

(5$F8C80X2YB)A'A+F@V M MKPYJKPYT]-DBC6,Y,LKRN?IR0C+*R2V-"EG5PH0$:111GI.,\5U5>W*(BSO^ MI.2K"<#MS#@US&G_=M]C74ZRNYSD=#G)U=[SL7V-

A/D@6*NOAW5?#[5]O61) MF'"R9*N"R^+SB?&8OMIN:#8"W7C6K7C9YY M-![PAO8J$V4B8@X2Y2)B'A/D@6,NKXJJK8VV%O R3, "YB^:RY#G//Z77$2*[* M92A"EA.1RB-

?"Y8+0LGRI5E.DG)T7$D?'QP;M:T=ZTPD5$;'"'3,1<()_S? MP4RC-?<8UE./EN.,F6L?-90T.9.V:RIKW41]+"KGS63U<)N+@OZ06=ZRE MD#_;"7.0.!<)\Y

P'P1K6>^LMM[9,P _9TBO(FVN8@82X2YB%A/@C6\NIY M[=5S;9F\KXAJ",X*OMI(UY:C[^YMV\'!5TL\UGT[V&BO] \'QL1\^ B+;--! MPEPDS$//"?!"LY2O3:%

[K&EV<1=B=G,>%TE49#U?'O/_0\X_U647;?[\Q/K4> MN S:1 .EN5":;Z7Y%K,:GL)@JFUVMM"CI,J;-V@]> ".TG).V&TAPHS872 M/"C-1\':QFOR\;Y PD3FDA

:3;4YD!I+I3F06D^BM8V;1-,F/IDXND#,_+% M_0)*LZ$TIZ*=[TT:1],]-Q.5UZ"I")3FHVAMKS7!B*E/1NY'YH%^9(:&(E":

M#:4Y4)H+I7E0FH^BM8W79'/FQ^]A7E>L)QF]9L>?@U2DYQ&T&TISH#0?2OJVGY> M:8V,AR9#M=BV69.'6/H\Y/_30/W[%SWN:&M!DQ$HS8'27"C-@])\%*UMP289

ML9X[&;&P:S6PBS6PJS6PRS6PZS6P"S9^1#)B-^WC05OT4;2VTY]JS_P!02P,$% @ :3:5M60\;$]AY!@-NS@ !D !X M;"]W;W)K&ULM9MK;IV%(;_"N$50PITMGB1;'>)

M@=9:T75+4S3M^EFQF5BH+IXN<0KLQX^2%5&TI-/(.4M+Y M+DZ^IQLL_(0!E%Z,=IDV?;U9)*N-C+TTG&\E9'ZY#9.0B]3A\G=)-TFTEN7

M06$P89;E3$+/CT:+_*]3\GB/,ZSP(_DIX2D>1AZR8^W.HAW%R,Z>GSCLW^W-MR8HW)HOSK736F7MAS)*_3@BB;R\+VAKUWA%'E&?_XYBW.

MDWA'DN)LI5:|*,TLHU7W:;CXWJ^S1'WJJ[ALL;RZO+SZ2*Z_7"W_(K^1:S6N MUGD@27Q+KO(LS;QH[4=WY&)9K65"OGE)XD592LYRJAK]=M]HUM/H M:[D=$VZ](LQBHB-

\"8=_R(,QH;0WW(7#+[U$9>\,GRCWZZ^_U5\|*_5XWU<0 M>&E:&%ZY2^*$E/.ORYB]E.B6*HK$ZW3KK>3%2%6!5";W;K7MDOMHD[>

M+R@5]OGDOND5V("A7K4S.I:H$QH6B-H"_5KPSO.3S]XC[6:21D8CX_ MZ"*88&@7VQF%)9SN/MIU'VVPCZYI7$P+<04;-JL#ZS5KHC-G!O(23#I;] M%-

Q,-3A3F)S[9I#WT#N#,5EXB:KF8JE9=FH(IP)Q!F,"IQO5<52,WW4H$]A MTC]^:MM=---87%5FH3(IEIIEJ9Z"A+OXD,>R6(SP@+71+#(X-&&2O18;]:

MFNGI\"6HI(]IJ+I6;Z]*&?PM1__*S%I/DE]H;]34KBFV/>W9K]%X>4'A] M\+P54B5N[%G-9H=%#G4%T9FRQP:F5Q ,7D' RZ0]N+ELX>RPEL,9!F]CME-2 MRNV>?

FJT9R#R=M1H>)4$RPW>Z$6E>RPUT\K&=CGF?CGNACGNCODIT)\I]&

)4$)Q]LU2FPGFFL9_#F>O?L[5\AP7#1QTJV6.IF59JLFS1!G+2K-HZJY6&JFCYKZ&4S]Q_:^5/^YZ("/^NX M9M!SQ8!KWNAK_T?I3WR(!%)886BQ0U5PL-

=._QDTM'*_H50U%TO-]%'3.X?I_>BB6^G"11=./MBJ4] YUW3.X7WW9Y9GN[U%9%F?]%2 M.):.Z9>F< Y3^$\]N=/^#SIK^8$*VEAJIA\;M/G/0#MX2LU'!6U4-1=+S310

M@S9'\&V. "MJH.BZ6FNFC!FU^(M#F3P'MZB1*&V?-U!K;-^#%*W:&.P?5C(X 8,0G_T%+?B"(WHXCF(+CH07,3\5Y1ST+#73#WR F.Y_E= MGF8_+^VPS-

"2A*KF8JF9%FJ<%X@X+U!Q'E7-Q5(S?6S2MDK?&4V5_LG]2;G^0Q=ORV;&:,.OBI'RYD9X;1L4) MZO/:,,X>#XK'T>KG%1?_U!+ P04_"-!-I6U9/D5TE!X$ I$P &0 M

'AL+W=O#X M(6=]C9TKG/-Q1.WS8N;>R&;M=$5D"L),_GV)PE.L$.(W7+WQ@:Q^UOT?VDE M--Q1]HU' (])"*1T8DQ,;*-/DR@@3S2[]5#Y9499@(6_9VN0;!CC43DEL M.L;5-

1-,4F,\U&T5-A[23,0DA1E#/$L2S!XG$-/=R+"-?<,=64=*0CCX0:0 M80]BRV;&Y)U94D*20,H)31&#UWPNH4<94CM7K/?V#[KSLS >SF-+XGH0B&AE] M

X6PPEDLFNCN=R@ZY"G>DL9<_Z)=;ML;&&B9<4&3PEF^04+2_+|_%$)4'!SK M!0>G<'!,=>@4#IU3'=S"P3W5P2L<=-?-O.]:..|\+//XRND-,64N:NM#J:V^I M%TG50)D+)\|2Z2?

&TIN;FIL T?S5[?0/=($^P19BY*!FS!A.!4=W-%,#<8=9 MB-[Z(#") ^3MI^&?NH[=OWJ$WB*3HLJGNG;KN M_%STX(>C'XC1*4=`1_Z+_$B5.!"3<0036DBJQ/'>GY?

J^&Q!EDQ!%H\HJK=M##_JYFLU9NH&1!I2K0^I"N.5W^ EC Q9^3BP+1CC7W^QNJ9O==EH$^:W"0M: M@&WDS2WSYC;1Q]-(94=-S14F#&UQG &B*[3+IS6*"5Z0F

@"M5,VAW&[4& 0'14O%H-1MT*C;1\X5)5=ED:PM-M/8V4D?2/3>R[8%7+YUM/7U"6/_E;].9ZJ%H5=+1@N:]-MLGVI-

7MQ_V)7/L[L1F7O8,/(4DUG'/XC/P95?:V5L!%SMH1MTOR"5M5&2G,L M8$LA#W5VGG1V&G66'X^OU,P"4*TZCCL8'&V):ZQJ:WWFPM&29JG(O_/*UO)&PO=V]R:W-H965T

MHIC_N(2$;<=6Q]HM+,@ZEGK!GHPRO(8ER*_9G*N97,%$) 4]"*.(PVIL33L7 MP5#;&X-O!+9B;XQT)(^_/>G)=32V'.T0)!!*S8#5:P,S2!)-I-SX7G):U98: MN#_>L7\VL:M8'K&

&4L>2"3CL36T4 0K%=RP;97 4,,3TWPA2X1YHFUIZU@H MS(5D:0E6'J2$%F_\7.9A#Z\XZ@%N"7"/ =-XK<&XJ/Z+YU\Z\$>& =H5<<"3.AV M$;M)G(LGHPXVR*NK16;'ICL&

[3*%Z'Z/UE*KKX2A9.3N^ >W7Q9+M$\6*#E MU701H%,TI9*<^B3)M8AH&6,. @7/89)'$*$59RF2,; 92[-<8BVX0&R%##$(9 MW*G?^Yf& + 5T^[Z)91&2OGJ/*L!N\WX_1-

>%MELDJGNTOG!=M(N(3L#'6=C\AU7*_& MG]G;X=VZ)4$GF'OOB*!/LE1=9 AS#F1Y,5A MWCO(^AP'F%-"UP+-@1>GOTX]KTWUVB3SVR0+6B(f4*]7]==K/$"F#E?RE143

M=M*=]-I9K'VHTZ>@[AE]?5O83#]=D;W9SWJ-B7MHKX\T795EWR2H>E5)@=Q M]ZNX^XUQ\/#,.96U1:,1^;N_79MD?IMD04MD!^D?5.D?_*^B,6A3O3;)_#;) M@I.

(#M0;5NH_.UW1&-84#:]W5#9>&O6=X5'=>&ES[IX?%8YFGB)X>^]JFD)?`MFYY"H)#E5!8WD6JU:ENFYK9^M'[9N9AU:M9]U>847=%W%!/),G.Q?F127=/-,%:M&G!MH+ZO&).

[B=Z@:OXF/P%02P,$ M% @ 3:5M6=Z)S<1I @ C@4 !D !X,"]W;W)K&ULM51A;]HP$/TKITR:.FEM0@AMU85(T#)UTMHALFZ?W>1"K#IV9E^@ M^_>S'!W5X0 0CXX

XAT@]KK[B[S*.T8L2[7:@G;9ELTMO%6/MN*X=(^2D[:GW.(H M>UQ\AZ_?\AR6BQ7D]|/5 L[AD6G-7+7@[Z)<6$^I"'9VQPF+';,]YXY/L)\ M"0]*4FU@(4LL_\6'5N4@-

=Y+G<_,]>N)!W8S M.),ED^@Z2&ULK9E=<]HX%(;_BL,;V4EF6OP!&,@"1,PEV9WN1,.8T[=X]]@$TE256$!#N MKU_Y X,=Q\59W01L=-Y7YSFR+"G3 Q<_Y 9 H>>$,CFS-

DIM;VQ;1AM(L.SQ M+3#]RXJ+!"M]*=;VW K <1:44-MS'-],.&'6?)K=>Q#S*=\J2A@\""1W28+%

MSSN@_#"S7.MXXPM9;U1ZPYY/MW@-2U"/VP>AK^Q2)28),$DX0P)6, ^O6O0E=_M/PW(6GPC<)!GWU&:RA/G/]*+3_', 85(I1)8?^QA 92F2KH?_Q2B5NF9

M!IV_/ZI_S)+7R3QA"0M.OY-8;6;6V$(QK/"_JB_\\"<4"0U3O8A3F*

L"5.@U17"+-9/)\-4$9!Z^40U-M1XV>HUV7P9R;CL^R=GOU!BU8UTQ7V-8&C*LMG-8@1_%.2PE*/D> MK067C?C&+[/Q>J,.OU;#KOPN<0P-.58-3DJ-D^X
]YCN<+Y(WJ;@%G4^,Q/-M7B;G]NI/?:MJ5YR7.(:&'"LX7>>T6':Z-V5Z.\=7EW(M',:5MV;M#;QH[T97
ML)=8AJ8LJV3/MB%N*]G/:@,"4<[6'-2DFA1P&P&V"G5=BAI5'XRJA:,4]B7Q-M3B7Q#&T."B%3)3&I%AA5"TVI54MRVJZYK1N0;HOC0NM\&36NKR?:_3]S_K5C
M:,JQ2O"TQW+;-UGU>882_$0H21=NC0Q;U3J/:)-J@5&UT)1:M2ZG79\[-#79-MF-S.+8R]!4;50E-JU9*1C57Q7^Z+1SV_/MT8W29>Y!F:\LPIVF=' MK0F(=7;&<+5'$=TSEYV[EW?
(<_38[/:[=OW-O%F[#_2 1=\^.=D_R^:\]/19K-MPB2BL-)63F^DAX?(S\'S"\6WV4'O$U>*)}G7#>_81-I_.[B7!TO4H/ROO'S M_P!02P,$% @ 3:5M64M%AFF- @ Z < !D
!X;"]W;W)K&ULK95=3]LP%(;_BI6A"236I$D;$$LC0=]Q3FM!%+9KDYXV-M%HZ=V4X+_WZV$Z)62Z,A]2;QL?V^]N./XVC+Q8O,.!1ZS2F3(R=3]KAR79EF
MD&/9XP4PW;+B(L=*AV+MRD(-7EI13EW?\T(WQX0Y<63K[D4<\5)1PN!>(%GF-M.19O-T#Y=N3TG?>*\[+.E*EPXZC-:UB->BKNA8[3^>,"7<-'*+F;/T[GMY-Y,ITLT.D8
M%"94G]$OZ&DQ1JL":.D# P(-2MI#_L4Y-M\CT.;>$GW?(%%#T4>%8^V)>[&KWA]QM^W_H%[-Q^$[0Y1X_@+G9FA45I4@S-M?:Y1RO.<*'TQ52MZH]'T2NS?
G4838+9Q/YESX_<30O3H&$:=#)=="R.8E.0@-M."-I1#.L%(@VFDZGC[(MA-#X]P:H?'Q#V2V1YNV."&G7ML<=,&]^T<-M+7&N7QF))"]UHFZ##_\];(.=LU9!=0([42AW)P^;-
W"&Q9HPB2BLM+W7N]!+-M**]W10H4+VQ]?N9*)W1;S/13#,)TT.TKSM5[8+)]\[C'?P%02P,$%-@-M3:5M6:-&ULW5A=3]LP%/TKD1D3-M2!-IFQ&.:T5;:*B%-VB8D>-
@;38F>.PEE^/;YRF'-@BQL-6EHK&OL?G-MW&/[AAA&E5D)=K-@S-3+0LAJ3!;&E)"L)HO6S&K,U4R:9%,Z8(:V15Y6)6:-MT;0"4B'"0:\?AP7EDDQ&LBZN"E,%X^]&'HZ/>W>GE?
ORD-4Y)Z!4]?X'H60_7M1@F'>]*M\.MTI]) M$2]\Q...=XS1AB^.RC,SP803[T2V+$&G(8?M3DY&F9*;#8V("UAU6K#@GHHQ-MF5+!9YH#*Z,%%RL7'D!@KH32@;&59-
/U(5(].+CO>E!DK4[!I=)-;I?!?<.:MX7O-N@<&N1"=P0%Q@F2^UG8YL^E!HI%JS-MC"^,_C+K#&#]?5R=EJ58?18\EP5SDW1QPLF(KGG!0FG^8+-!J?-&/?_==VI?JH9I\?
PLFX\,W&26'I[$]-!VZR>%;,'F8VQVVAXRMD\S..::+!G!>-M'),?5'-M,([#_-A@6![,-<9Q+"S/_S2?(3H?AV'>AEYDB*&*,>Q?,BT^6!Y_)S$?OZ9-M)DD4Q3&VHM.IU\$46[R/1G:XWO-
EXAS]^RA*NQS-$P(-L!?3T\$MP>-M:4#M.*2VBZD8_1!2:5K5N-%(MB6/(:7->=I3W;+TI!;X"O.DQO0FE(2S,:,W2?S+W\PPU1>5*(Y5;-M&GC3Y?YVX$G1H2)8%H\R=.B':5_'D$
!;)@-#P'AL+W=O-MI!?I6ZUK)1"VD9'-TK2WKV=3!C-MVI-@.]#K_O5GA]DU5'9T+U.>(-F$+^-DOO&8K\^U_#ZOZ^_LWTU9J6%OW33;-MZWY?%6O8:-MR;Z]43=0-**N]$ZSXTG
LWH[.C;97B@Q%Z5H7H:]]GT)/;81E=B(-[-8]@8]-MIM;U\WTMQ8^Z;GB9%;(NRV'/.1QX-MF(XMWNS$#F?*[./0V?IUR##'N7-WW"
M!9"]:3_1G]KQCWH#Q^V=DU]*H&Y)@W<"?KW594*W,:?15]ZS+:.:O?#T&\-MEO\GC/5R*0H8U\5N-U5SB*.$T@!6:BVVJL)P-M@8TFL\(EKX4^(.-%RTC(.TW&49)%8Z;?9=-)/
YSO7$33L)D%##$+TD4@W3-"-M_N-:D!X"Z9T%,LOURT.46)-^-NF?$;(3R0"!#,X)Z5F0EPCD)2WD.,I&:3S+-MXVG"IK?
LYC&+DRC+6)AHTL<'"_(*@;RBA4RCIRAYC"R8SPC,9U]88TI)]J],H-M9W%R.TT?0A,_"^\+@O>%>D!ODRC,HLRFP23A$%LBC4QP1OEC&B=W,'0?IG==.$P.#KD=
M'AYTILCRZ>A/FPES@4,L@T0_AI.ISEFS*-5/99C;B<+!:.0&R!.=+PBEH=_M=T<0R_<.<<(WQCGVN3Y(35"LRWE.V(R<-AMP&B!TZA-MY&*B<(E%\2IX]DE/=4I0O]E!W-
G^Q^WX>)AF/6#*_KB,N6%:L;4Q,-M.AZQ=%#,;H,2LXY';!T8.X)R&=-IWH&)K*;#9V(!G<1\NT-M3$Q;&-[(6ETWD(,T],:!YTB8E]LC$Q-M\P2M>?
K'/S,M8"DJ6"3Z)Y3>7_"RF$EF7@Y+MGY@5E]6N[(Z)0A&51G;-JJRQY>V,-^F2-??>4]VW9=<=QN^O'V<=A?QR7S;.4-M_E]*XVJ;#^UXU?
7Y>+JR[H9#6T[+89/Z=O7:,G+2^7R1AI\SFON[GS-GSY]]-M_I^)W7J]6^6';O5VR,?RR^-#TW@VOXS;GTLR>VV&3R[))'_O+Z3&=#W)UFMS,-M'E^6S?#X(DVJ':00I/6##(*L?
I!#D-BOJK01Z*^]M-M!'HKZ]T$>BOJK01Z*^]M:!'H;ZFT$>AOJ;O1Z&^IM!'K;9+.$0&]#O8U;T.]-MC4!O0[V-0&]#O8U;T.]C4!O0[V-0&]#O8U;T>]G4!O1[V=0&]'O9U;Y]L
M=A/H[:BW$^CMJ+<3Z.VHMQ/H[:BW$^CMJ+<3Z!VH=Q#H':AW$.@=$'<0Z!VH-M=Q#H':AW$.@=DX^5!'H'ZAT$>@?]'01Z!^H=?ZGW6#[W>;ST?*_Q^7])=3G=
MFR^/R^_3Z*$BS/,"?Y*N?\"4$L#!!0(-$VE;5EB(^<8V-$-$@B-3-M-6T-O;G1E;G1?5'EP97-=+GAM;,W:74^#,!0&X+^R<&M&UZ_Y$>>->]M>-M^.+HS#9M4T7%ED5H[M@
M+!05M2;DUE&71L6MR:F1[!BSA1KLR(F9K,Y*VP7]8O3Y-?(KBYO:&DV39S<-M[M+K4-MND7EJ0C:YWD_LLQ:9<:ZI"Q/3.-MVY9-4Z5M"GE8.-MW7W6_*^+FGR8'R\,VV:Q78-
"_&EH9"/E_BF1[M_MG"=3AHHHMDV^+WHRGAS3#M/^RH_,'\],!:.9#]ZZD$[,T^%Q[T?2KYZZ5(A\MK,<-\2,QE3[Z^Z@-[9+*7V:G[7VV?CV<1V##[?@]_GS&'-4/[$.]"%!^E@
M?6B0/N8@?9R"]'$&TLSX;?B"Y>@50-M2P$"%,4"!-16U9!T%-8H$"Q-$@-$-M9&]C4')O<',O8?!P+GAM;%!+-0(4-Q0-($VE;5D/C*%6[@-"L"1-M":;!-!D;V-0&UL4$L!-A0#%@
3:5M62P:9&PO=V]R:W-H965T&UL4$L!-A0#-M%@-3:5M689#LX;Z"-TC!@-("!U1@-'AL+W=O-M&PO=V]R:W-H965T&UL4$L!-A0#%@-3:5M61:@K(A<-M"P-H!L!@-("!_#(
'AL+W=O=3@92@-85-8"-M@8X^!X;"]W;W)K&PO=V]R:W-H965T&UL4$L!-A0#%@-3:5M62LKGT_M$^-D!D-M-("!TT-'AL+W=O&PO=V]R:W-H-M965T&UL4$L!-M-A0#%@
3:5M60F*7'DU-P-4@<-!D-("!=&<-'AL-M+W=O)X*-M-"'0-&0@('@:@>&PO=V]R:W-H965T&UL4$L!-A0#%@-3:5M-M66W]3&+2!-%0P-!D-("!Y7H-'AL+W=O&PO=V]R:W-
H965T0(-+D'-9-"@;2%-!X;"]W;W)K-M&UL4$L!-A0#%@-3:5M60!ZCZM#-@-B@8-M-!D-("!9(@-'AL+W=OB@-M>&PO=V]R:W-H965T&UL4$L!-A0#%@-3:5M608@^F'H!0-%Q
!D-M-("!D)@-'AL+W=O&PO=V]R:W-H965T-M&UL4$L!-A0#-M%@-3:5M65G%ADD)!-@-H-!D-("!0Z4-'AL+W=O-M&PO=V]R:W-H965T&UL4$L!-A0#%@-3:5M64BU-M[X!A-@
1@4-!D-("!T[-'AL+W=O&PO=V]R:W-H965T&UL4$L!-A0#%@-3:5M63]I8_8;"P-V7,-!D-M-("!X+H-'AL+W=O&PO-M=V]R:W-H965T&UL4$L!-A0#%@-3:5M67-UFW:C-P-0!$-!D
("!-MM,L-'AL+W=O&PO=V]R:W-H965T&UL4$L!-A0#%-M-@-3:5M6::W-?A5-P-S0T-!D-("!/M4-'AL+W=O&PO=V]R:W-H965T&UL4$L!-A0#%@-3:5M61$-'>0&-M-P-5P@-!D
("!+-!'AL+W=O&PO=V]R:W-H965T&UL4$L!-A0#%@-3:5M62,D"#&PO=V]R-M:W-H965T&UL-M4$L!-A0#%@-3:5M6>B31_?<-@-30@-!D-("!(1-"!Y"0-&0@($T&@$
>&PO=V]R:W-H965T&UL4$L!-A0#%@-M3:5M62-"@,%]-@-308-!D-("!I2!-'AL+W=O&PO=V]R:W-H965T&UL4$L!-A0#%@-3:5M66/X/'A)-P-"X-!D-M-("!-#L!
'AL+W=O&PO=V]R:W-H-M965T3*A?9-0-)D8-9-M-"-@2!!-0!X;"]W;W)K&UL4$L!-M-A0#%@-3:5M64M%AFF-@-Z<-!D-("!NT4!-'AL-M+W=O&PO)+-0!?
&PO7W)E;',O=V]R:V)O;VLN>&UL+G)E-M;'-02P$"%,4"!-I6U98B/G&-@!-!((@-$P-@-$(-L5-$-6T-O;G1E;G1?5'EP97-=+GAM;%!+!08-0@!"-42-15@$!-end-XML-77-Show.js
IDEA:-XBRL-DOCUMENT-//-Edgar(tm)-Renderer-was-created-by-staff-of-the-U.S.-Securities-and-Exchange-Commission.-Data-and-content-created-by-government-employees
within-the-scope-of-their-employment-are-not-subject-to-domestic-copyright-protection.-17-U.S.C.-105.-var-Show={};Show.LastAR=null,Show.showAR=function(a,r,w)
{if(Show.LastAR)Show.hideAR();var-e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE'){var-ref=((window)?
w.document:document).getElementById(r);if(ref){e=ref.cloneNode(!0);-e.removeAttribute('id');a.parentNode.appendChild(e)}}
if(e)e.style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none'};Show.toggleNext=function(a){var
e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(!e.style.display){}else{var-d,p;-if(e.style.display=='none'){d='block';p='-'}else{d='none';p='+'}
e.style.display=d;if(a.textContent){a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}}} XML-78 report.css IDEA: XBRL
DOCUMENT /* Updated 2009-11-04 */ /* v2.2.0.24 */ /* DefRef Styles */ .report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em;
position: absolute; } .report table.authRefData a { display: block; font-weight: bold; } .report table.authRefData p { margin-top: 0px; } .report table.authRefData .hide {
background-color: #2F4497; padding: 1px 3px 0px 0px; text-align: right; } .report table.authRefData .hide a:hover { background-color: #2F4497; } .report
table.authRefData .body { height: 150px; overflow: auto; width: 400px; } .report table.authRefData table{ font-size: 1em; } /* Report Styles */ .pl a, .pl a:visited { color:
black; text-decoration: none; } /* table */ .report { background-color: white; border: 2px solid #acf; clear: both; color: black; font: normal 8pt Helvetica, Arial, san-serif;
margin-bottom: 2em; } .report hr { border: 1px solid #acf; } /* Top labels */ .report th { background-color: #acf; color: black; font-weight: bold; text-align: center; }
.report th.void { background-color: transparent; color: #000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } .report .pl { text-align: left; vertical-align:
top; white-space: normal; width: 200px; white-space: normal; /* word-wrap: break-word; */ } .report td.pl a.a { cursor: pointer; display: block; width: 200px; overflow:
hidden; } .report td.pl div.a { width: 200px; } .report td.pl a:hover { background-color: #ffc; } /* Header rows... */ .report tr.rh { background-color: #acf; color: black; font-
weight: bold; } /* Calendars... */ .report .rc { background-color: #f0f0f0; } /* Even rows... */ .report .re, .report .reu { background-color: #def; } .report .reu td { border-
bottom: 1px solid black; } /* Odd rows... */ .report .ro, .report .rou { background-color: white; } .report .rou td { border-bottom: 1px solid black; } .report .rou table td,
.report .reu table td { border-bottom: 0px solid black; } /* styles for footnote marker */ .report .fn { white-space: nowrap; } /* styles for numeric types */ .report .num,
.report .nump { text-align: right; white-space: nowrap; } .report .nump { padding-left: 2em; } .report .nump { padding: 0px 0.4em 0px 2em; } /* styles for text types */
.report .text { text-align: left; white-space: normal; } .report .text .big { margin-bottom: 1em; width: 17em; } .report .text .more { display: none; } .report .text .note { font-
style: italic; font-weight: bold; } .report .text .small { width: 10em; } .report sup { font-style: italic; } .report .outerFootnotes { font-size: 1em; } XML-80
FilingSummary.xml-IDEA:-XBRL-DOCUMENT-3.24.3-html-267-275-1-false-66-0-false-6-false-false-R1.htm-0000001---Document---Cover-Page-Sheet
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Statement---CONDENSED-CONSOLIDATED-BALANCE-SHEETS-(Parenthetical)-Sheet
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OPERATIONS-AND-COMPREHENSIVE-LOSS-Statements-4-false-false-R5.htm-9952154---Statement---CONDENSED-CONSOLIDATED-STATEMENTS-OF-CASH-FLOWS-Sheet
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CHANGES-IN-STOCKHOLDERS'-DEFICIT-Statements-6-false-false-R7.htm-9952156---Disclosure---DESCRIPTION-OF-BUSINESS-AND-SUMMARY-OF-SIGNIFICANT
ACCOUNTING-POLICIES-Sheet http://quantum.com/role/DESCRIPTIONOFBUSINESSANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIES-DESCRIPTION-OF
BUSINESS-AND-SUMMARY-OF-SIGNIFICANT-ACCOUNTING-POLICIES-Notes-7-false-false-R8.htm-9952157---Disclosure---REVENUE-Sheet
http://quantum.com/role/REVENUE-REVENUE-Notes-8-false-false-R9.htm-9952158---Disclosure---BALANCE-SHEET-INFORMATION-Sheet
http://quantum.com/role/BALANCESHEETINFORMATION-BALANCE-SHEET-INFORMATION-Notes-9-false-false-R10.htm-9952159---Disclosure---DEBT-Sheet
http://quantum.com/role/DEBT-DEBT-Notes-10-false-false-R11.htm-9952160---Disclosure---FAIR-VALUE-OF-FINANCIAL-INSTRUMENTS-Sheet
http://quantum.com/role/FAIRVALUEOFFINANCIALINSTRUMENTS-FAIR-VALUE-OF-FINANCIAL-INSTRUMENTS-Notes-11-false-false-R12.htm-9952161---Disclosure---
LEASES-Sheet http://quantum.com/role/LEASES-LEASES-Notes-12-false-false-R13.htm-9952162---Disclosure---RESTRUCTURING-CHARGES-Sheet
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Performance-Disclosure-Sheet http://xbrl.sec.gov/ecd/role/PvpDisclosure-Pay-vs-Performance-Disclosure-Notes-18-false-false-R19.htm-995445---Disclosure---Insider
Trading-Arrangements-Sheet http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements-Insider-Trading-Arrangements-Notes-19-false-false-R20.htm-9954471---Disclosure---
DESCRIPTION-OF-BUSINESS-AND-SUMMARY-OF-SIGNIFICANT-ACCOUNTING-POLICIES-(Policies)-Sheet
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SIGNIFICANT-ACCOUNTING-POLICIES-(Policies)-Policies-20-false-false-R21.htm-9954472---Disclosure---REVENUE-(Tables)-Sheet
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INFORMATION-(Tables)-Sheet http://quantum.com/role/BALANCESHEETINFORMATIONTables-BALANCE-SHEET-INFORMATION-(Tables)-Tables
http://quantum.com/role/BALANCESHEETINFORMATION-22-false-false-R23.htm-9954474---Disclosure---DEBT-(Tables)-Sheet http://quantum.com/role/DEBTTables-DEBT
(Tables)-Tables http://quantum.com/role/DEBT-23-false-false-R24.htm-9954475---Disclosure---FAIR-VALUE-OF-FINANCIAL-INSTRUMENTS-(Tables)-Sheet
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CHARGES-(Tables)-Sheet http://quantum.com/role/RESTRUCTURINGCHARGESTables-RESTRUCTURING-CHARGES-(Tables)-Tables
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Disclosure---NET-LOSS-PER-SHARE-(Tables)-Sheet http://quantum.com/role/NETLOSSPERSHARETables-NET-LOSS-PER-SHARE-(Tables)-Tables
http://quantum.com/role/NETLOSSPERSHARE-28-false-false-R29.htm-9954480---Disclosure---DESCRIPTION-OF-BUSINESS-AND-SUMMARY-OF-SIGNIFICANT
ACCOUNTING-POLICIES-Narrative-(Details)-Sheet
http://quantum.com/role/DESCRIPTIONOFBUSINESSANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESNarrativeDetails-DESCRIPTION-OF-BUSINESS-AND
SUMMARY-OF-SIGNIFICANT-ACCOUNTING-POLICIES-Narrative-(Details)-Details
http://quantum.com/role/DESCRIPTIONOFBUSINESSANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESPolicies-29-false-false-R30.htm-9954481---Disclosure---
REVENUE---Narrative-(Details)-Sheet http://quantum.com/role/REVENUENarrativeDetails-REVENUE---Narrative-(Details)-30-false-false-R31.htm-9954482---
Disclosure---REVENUE---Disaggregation-of-Revenue-(Details)-Sheet http://quantum.com/role/REVENUEDisaggregationofRevenueDetails-REVENUE---Disaggregation-of
Revenue-(Details)-Details-31-false-false-R32.htm-9954483---Disclosure---REVENUE---Certain-Information-Related-to-Contract-Liabilities-(Details)-Sheet

http://quantum.com/role/REVENUECertainInformationRelatedtoContractLiabilitiesDetails REVENUE - Certain Information Related to Contract Liabilities (Details) Details 32 false false R33.htm 9954484 - Disclosure - REVENUE - Remaining Performance Obligations (Details) Sheet http://quantum.com/role/REVENUERemainingPerformanceObligationsDetails REVENUE - Remaining Performance Obligations (Details) Details 33 false false R34.htm 9954485 - Disclosure - REVENUE - Deferred Revenue, by Arrangement, Disclosure (Details) Sheet http://quantum.com/role/REVENUEDeferredRevenuebyArrangementDisclosureDetails REVENUE - Deferred Revenue, by Arrangement, Disclosure (Details) Details 34 false false R35.htm 9954486 - Disclosure - BALANCE SHEET INFORMATION - Schedule of Manufacturing Inventories (Details) Sheet http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofManufacturingInventoriesDetails BALANCE SHEET INFORMATION - Schedule of Manufacturing Inventories (Details) Details 35 false false R36.htm 9954487 - Disclosure - BALANCE SHEET INFORMATION - Schedule of Service Parts Inventories (Details) Sheet http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofServicePartsInventoriesDetails BALANCE SHEET INFORMATION - Schedule of Service Parts Inventories (Details) Details 36 false false R37.htm 9954488 - Disclosure - BALANCE SHEET INFORMATION - Schedule of Intangible Assets, Net (Details) Sheet http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofIntangibleAssetsNetDetails BALANCE SHEET INFORMATION - Schedule of Intangible Assets, Net (Details) Details 37 false false R38.htm 9954489 - Disclosure - BALANCE SHEET INFORMATION - Narrative (Details) Sheet http://quantum.com/role/BALANCESHEETINFORMATIONNarrativeDetails BALANCE SHEET INFORMATION - Narrative (Details) Details 38 false false R39.htm 9954490 - Disclosure - BALANCE SHEET INFORMATION - Schedule of Estimated Future Amortization Expense (Details) Sheet http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofEstimatedFutureAmortizationExpenseDetails BALANCE SHEET INFORMATION - Schedule of Estimated Future Amortization Expense (Details) Details 39 false false R40.htm 9954491 - Disclosure - BALANCE SHEET INFORMATION - Schedule of Other Long Term Assets (Details) Sheet http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofOtherLongTermAssetsDetails BALANCE SHEET INFORMATION - Schedule of Other Long Term Assets (Details) Details 40 false false R41.htm 9954492 - Disclosure - BALANCE SHEET INFORMATION - Schedule of Other Accrued Liabilities (Details) Sheet http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofOtherAccruedLiabilitiesDetails BALANCE SHEET INFORMATION - Schedule of Other Accrued Liabilities (Details) Details 41 false false R42.htm 9954493 - Disclosure - BALANCE SHEET INFORMATION - Schedule of Change in Accrued Warranty Balance (Details) Sheet http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofChangeinAccruedWarrantyBalanceDetails BALANCE SHEET INFORMATION - Schedule of Change in Accrued Warranty Balance (Details) Details 42 false false R43.htm 9954494 - Disclosure - DEBT - Schedule of Debt (Details) Sheet http://quantum.com/role/DEBTScheduleofDebtDetails DEBT - Schedule of Debt (Details) Details 43 false false R44.htm 9954495 - Disclosure - DEBT - Narrative (Details) Sheet http://quantum.com/role/DEBTNarrativeDetails DEBT - Narrative (Details) Details 44 false false R45.htm 9954496 - Disclosure - FAIR VALUE OF FINANCIAL INSTRUMENTS - Debt (Details) Sheet http://quantum.com/role/FAIRVALUEOFFINANCIALINSTRUMENTSDebtDetails FAIR VALUE OF FINANCIAL INSTRUMENTS - Debt (Details) Details http://quantum.com/role/FAIRVALUEOFFINANCIALINSTRUMENTSTables 45 false false R46.htm 9954497 - Disclosure - LEASES - Supplemental Balance Sheet (Details) Sheet http://quantum.com/role/LEASESSupplementalBalanceSheetDetails LEASES - Supplemental Balance Sheet (Details) Details 46 false false R47.htm 9954498 - Disclosure - LEASES - Lease Cost (Details) Sheet http://quantum.com/role/LEASESLeaseCostDetails LEASES - Lease Cost (Details) Details 47 false false R48.htm 9954499 - Disclosure - LEASES - Schedule of Lessee Operating Lease Liability Maturity (Details) Sheet http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails LEASES - Schedule of Lessee Operating Lease Liability Maturity (Details) Details 48 false false R49.htm 9954500 - Disclosure - LEASES - Supplemental Balance Sheet Information (Details) Sheet http://quantum.com/role/LEASESSupplementalBalanceSheetInformationDetails LEASES - Supplemental Balance Sheet Information (Details) Details 49 false false R50.htm 9954501 - Disclosure - LEASES - Narrative (Details) Sheet http://quantum.com/role/LEASESNarrativeDetails LEASES - Narrative (Details) Details 50 false false R51.htm 9954502 - Disclosure - RESTRUCTURING CHARGES - Summary of Restructuring Expense (Details) Sheet http://quantum.com/role/RESTRUCTURINGCHARGESSummaryofRestructuringExpenseDetails RESTRUCTURING CHARGES - Summary of Restructuring Expense (Details) Details 51 false false R52.htm 9954503 - Disclosure - COMMON STOCK - Narrative (Details) Sheet http://quantum.com/role/COMMONSTOCKNarrativeDetails COMMON STOCK - Narrative (Details) Details 52 false false R53.htm 9954504 - Disclosure - COMMON STOCK - Schedule of Outstanding Lender Warrants (Details) Sheet http://quantum.com/role/COMMONSTOCKScheduleofOutstandingLenderWarrantsDetails COMMON STOCK - Schedule of Outstanding Lender Warrants (Details) Details 53 false false R54.htm 9954505 - Disclosure - COMMON STOCK - Level 2 Warrants Rollforward (Details) Sheet http://quantum.com/role/COMMONSTOCKLevel2WarrantsRollforwardDetails COMMON STOCK - Level 2 Warrants Rollforward (Details) Details 54 false false R55.htm 9954506 - Disclosure - NET LOSS PER SHARE - Anti-Dilutive Shares Excluded from the Computations of Diluted Net Income (Loss) (Details) Sheet http://quantum.com/role/NETLOSSPERSHAREAntiDilutiveSharesExcludedfromtheComputationsofDilutedNetIncomeLossDetails NET LOSS PER SHARE - Anti-Dilutive Shares Excluded from the Computations of Diluted Net Income (Loss) (Details) Details 55 false false R56.htm 9954507 - 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These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. 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Common stock represent the ownership interest in a corporation." } } }, "auth_ref": ["r8", "r63", "r550", "r568", "r907", "r908"] }, "us-gaap_CommonStockValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockValue", "crdr": "credit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS"], "lang": { "en-us": { "role": { "verboseLabel": "Common stock, $0.01 par value; 225,000 shares authorized; 4,793 and 4,793 shares issued and outstanding", "label": "Common Stock, Value, Issued", "documentation": "Aggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r63", "r498", "r664"] }, "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": { "terseLabel": "Compensation Actually Paid vs. Company Selected Measure", "label": "Compensation Actually Paid vs. Company Selected Measure [Text Block]" } } }, "auth_ref": ["r742"] }, "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": { "terseLabel": "Compensation Actually Paid vs. Net Income", "label": "Compensation Actually Paid vs. Net Income [Text Block]" } } }, "auth_ref": ["r741"] }, "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": { "terseLabel": "Compensation Actually Paid vs. Other Measure", "label": "Compensation Actually Paid vs. Other Measure [Text Block]" } } }, "auth_ref": ["r743"] }, "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": { "terseLabel": "Compensation Actually Paid vs. Total Shareholder Return", "label": "Compensation Actually Paid vs. Total Shareholder Return [Text Block]" } } }, "auth_ref": ["r740"] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "credit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS"], "lang": { "en-us": { "role": { "totalLabel": "Total comprehensive loss", "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Parent", "documentation": "Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r12", "r143", "r145", "r149", "r489", "r507", "r508"] }, "us-gaap_ConcentrationRiskBenchmarkDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskBenchmarkDomain", "presentation": ["http://quantum.com/role/REVENUEDisaggregationofRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration Risk Benchmark [Domain]", "label": "Concentration Risk Benchmark [Domain]", "documentation": "The denominator in a calculation of a disclosed concentration risk percentage." } } }, "auth_ref": ["r21", "r23", "r48", "r49", "r205", "r601"] }, "us-gaap_ConcentrationRiskByBenchmarkAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskByBenchmarkAxis", "presentation": ["http://quantum.com/role/REVENUEDisaggregationofRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration Risk Benchmark [Axis]", "label": "Concentration Risk Benchmark [Axis]", "documentation": "Information by benchmark of concentration risk." } } }, "auth_ref": ["r21", "r23", "r48", "r49", "r205", "r527", "r601"] }, "us-gaap_ConcentrationRiskByTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskByTypeAxis", "presentation": ["http://quantum.com/role/REVENUEDisaggregationofRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration Risk Type [Axis]", "label": "Concentration Risk Type [Axis]", "documentation": "Information by type of concentration risk, for example, but not limited to, asset, liability, net assets, geographic, customer, employees, supplier, lender." } } }, "auth_ref": ["r21", "r23", "r48", "r49", "r205", "r601", "r778"] }, "us-gaap_ConcentrationRiskPercentage1": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskPercentage1", "presentation": ["http://quantum.com/role/REVENUEDisaggregationofRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration risk (as a percent)", "label": "Concentration Risk, Percentage", "documentation": "For an entity that discloses a concentration risk in relation to quantitative amount, which serves as the \"benchmark\" (or denominator) in the equation, this concept represents the concentration percentage derived from the division." } } }, "auth_ref": ["r21", "r23", "r48", "r49", "r205"] }, "us-gaap_ConcentrationRiskTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskTypeDomain", "presentation": ["http://quantum.com/role/REVENUEDisaggregationofRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration Risk Type [Domain]", "label": "Concentration Risk Type [Domain]", "documentation": "For an entity that discloses a concentration risk as a percentage of some financial balance or benchmark, identifies the type (for example, asset, liability, net assets, geographic, customer, employees, supplier, lender) of the concentration." } } }, "auth_ref": ["r21", "r23", "r48", "r49", "r205", "r601"] }, "us-gaap_ContractWithCustomerAssetAndLiabilityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerAssetAndLiabilityTableTextBlock", "presentation": ["http://quantum.com/role/REVENUETables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Contract Asset, Contract Liability and Receivable", "label": "Contract with Customer, Contract Asset, Contract Liability, and Receivable [Table Text Block]", "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": ["r843"] }, "us-gaap_ContractWithCustomerAssetNetNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerAssetNetNoncurrent", "crdr": "debit", "calculation": { "http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofOtherLongTermAssetsDetails": { "parentTag": "us-gaap_OtherAssetsNoncurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofOtherLongTermAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Contract asset", "label": "Contract with Customer, Asset, after Allowance for Credit Loss, Noncurrent", "documentation": "Amount, after allowance for

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credit loss, of right to consideration in exchange for good or service transferred to customer when right is conditioned on something other than passage of time, classified as noncurrent." } } }, "auth_ref": [ "r293", "r295", "r306" ] }, "us-gaap_ContractWithCustomerLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiability", "crdr": "credit", "calculation": { "http://quantum.com/role/REVENUEDeferredRevenuebyArrangementDisclosureDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": [ "http://quantum.com/role/REVENUECertainInformationRelatedtoContractLiabilitiesDetails", "http://quantum.com/role/REVENUEDeferredRevenuebyArrangementDisclosureDetails" ], "lang": { "en-us": { "role": { "verboseLabel": "Deferred revenue", "totalLabel": "Total", "label": "Contract with Customer, Liability", "documentation": "Amount of obligation to transfer good or service to customer for which 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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": [ "r72", "r73", "r454" ] }, "us-gaap_CostOfRevenueAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfRevenueAbstract", "presentation": [ "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS" ], "lang": { "en-us": { "role": { "terseLabel": "Cost of revenue:", "label": "Cost of Revenue [Abstract]" } } }, "auth_ref": [] }, "srt_CounterpartyNameAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "CounterpartyNameAxis", "presentation": [ "http://quantum.com/role/COMMONSTOCKNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Counterparty Name [Axis]", "label": "Counterparty Name [Axis]" } } }, "auth_ref": [ "r161", "r162", "r268", "r286", "r445", "r451", "r493", "r622", "r624" ] }, "qtm_CovenantPeriodOneMember": { "xbrltype": "domainItemType", "nsuri": "http://quantum.com/20240930", "localname": "CovenantPeriodOneMember", "presentation": [ "http://quantum.com/role/DEBTNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Covenant Period One", "label": "Covenant Period One [Member]", "documentation": "Covenant Period One" } } }, "auth_ref": [] }, "qtm_CovenantPeriodTwoMember": { "xbrltype": "domainItemType", "nsuri": "http://quantum.com/20240930", "localname": "CovenantPeriodTwoMember", "presentation": [ "http://quantum.com/role/DEBTNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Covenant Period Two", "label": "Covenant Period Two [Member]", "documentation": "Covenant Period Two" } } }, "auth_ref": [] }, "dei_CoverAbstract": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CoverAbstract", "lang": { "en-us": { "role": { "terseLabel": "Cover [Abstract]", "label": "Cover [Abstract]", "documentation": "Cover page." } } }, "auth_ref": [] }, "us-gaap_CreditFacilityAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CreditFacilityAxis", "presentation": [ "http://quantum.com/role/DEBTNarrativeDetails", "http://quantum.com/role/DEBTScheduleofDebtDetails", "http://quantum.com/role/FAIRVALUEOFFINANCIALINSTRUMENTSDebtDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Credit Facility [Axis]", "label": "Credit Facility [Axis]", "documentation": "Information by type of credit facility. Credit facilities provide capital to borrowers without the need to structure a loan for each borrowing." } } }, "auth_ref": [ "r255", "r837" ] }, "us-gaap_CreditFacilityDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CreditFacilityDomain", "presentation": [ "http://quantum.com/role/DEBTNarrativeDetails", "http://quantum.com/role/DEBTScheduleofDebtDetails", "http://quantum.com/role/FAIRVALUEOFFINANCIALINSTRUMENTSDebtDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Credit Facility [Domain]", "label": "Credit Facility [Domain]", "documentation": "Type of credit facility. 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information; it may also be an extensive database that includes other information about the customers such as their order history and demographic information." } } }, "auth_ref": [ "r43", "r807", "r808", "r809", "r810", "r811", "r813", "r816", "r817" ] }, "qtm_DebtCovenantPeriodAxis": { "xbrltype": "stringItemType", "nsuri": "http://quantum.com/20240930", "localname": "DebtCovenantPeriodAxis", "presentation": [ "http://quantum.com/role/DEBTNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Debt Covenant Period [Axis]", "label": "Debt Covenant Period [Axis]", "documentation": "Debt Covenant Period" } } }, "auth_ref": [] }, "qtm_DebtCovenantPeriodDomain": { "xbrltype": "domainItemType", "nsuri": "http://quantum.com/20240930", "localname": "DebtCovenantPeriodDomain", "presentation": [ "http://quantum.com/role/DEBTNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Debt Covenant Period [Domain]", "label": "Debt Covenant Period [Domain]", "documentation": 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Includes, but is not limited to, legal, accounting, underwriting, printing, and registration costs." } } }, "auth_ref": ["r842", "r857", "r858", "r860"] }, "us-gaap_DeferredIncomeTaxesAndOtherAssetsNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredIncomeTaxesAndOtherAssetsNoncurrent", "crdr": "debit", "calculation": { "http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofOtherLongTermAssetsDetails": { "parentTag": "us-gaap_OtherAssetsNoncurrent", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofOtherLongTermAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Deferred taxes", "label": "Deferred Income Taxes and Other Assets, Noncurrent", "documentation": "Amount after allocation of valuation allowances of deferred tax asset attributable to deductible temporary differences and other assets expected to be realized or consumed after one year or normal operating cycle, if longer." } } }, "auth_ref": [] }, "us-gaap_DeferredTaxAssetsGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredTaxAssetsGross", "crdr": "debit", "presentation": ["http://quantum.com/role/INCOMETAXESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Deferred tax assets, gross", "label": "Deferred Tax Assets, Gross", "documentation": "Amount before allocation of valuation allowances of deferred tax asset attributable to deductible temporary differences and carryforwards." } } }, "auth_ref": ["r364"] }, "us-gaap_DeferredTaxAssetsNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredTaxAssetsNet", "crdr": "debit", "presentation": ["http://quantum.com/role/INCOMETAXESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Deferred tax assets, net of valuation allowance", "label": "Deferred Tax Assets, Net of Valuation Allowance", "documentation": "Amount after allocation of valuation allowances of deferred tax asset attributable to deductible temporary differences and carryforwards." } } }, "auth_ref": ["r847"] }, "us-gaap_DeferredTaxAssetsValuationAllowance": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredTaxAssetsValuationAllowance", "crdr": "credit", "presentation": ["http://quantum.com/role/INCOMETAXESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Deferred tax assets, valuation allowance", "label": "Deferred Tax Assets, Valuation Allowance", "documentation": "Amount of deferred tax assets for which it is more likely than not that a tax benefit will not be realized." } } }, "auth_ref": ["r365"] }, "us-gaap_DepreciationDepletionAndAmortization": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DepreciationDepletionAndAmortization", "crdr": "debit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 13.0 } }, "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS"], "lang": { "en-us": { "role": { "verboseLabel": "Depreciation and amortization", "label": "Depreciation, Depletion and Amortization", "documentation": "The aggregate expense recognized in the current period that allocates the cost of tangible assets, intangible assets, or depleting assets to periods that benefit from use of the assets." } } }, "auth_ref": ["r5", "r190", "r197", "r201", "r629", "r630"] }, "us-gaap_DerivativeLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DerivativeLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS"], "lang": { "en-us": { "role": { "terseLabel": "Warrant liabilities", "label": "Derivative Liability, Current", "documentation": "Fair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled within one year or normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset." } } }, "auth_ref": ["r141"] }, "us-gaap_DerivativeLiabilityStatementOfFinancialPositionExtensibleEnumeration": { "xbrltype": "enumerationSetItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DerivativeLiabilityStatementOfFinancialPositionExtensibleEnumeration", "presentation": ["http://quantum.com/role/COMMONSTOCKLevel2WarrantsRollforwardDetails"], "lang": { "en-us": { "role": { "terseLabel": "Derivative Liability, Statement of Financial Position [Extensible Enumeration]", "label": "Derivative Liability, Statement of Financial Position [Extensible Enumeration]", "documentation": "Indicates line item in statement of financial position that includes derivative liability." } } }, "auth_ref": ["r387"] }, "us-gaap_DevelopedTechnologyRightsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DevelopedTechnologyRightsMember", "presentation": ["http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofIntangibleAssetsNetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Developed technology", "label": "Developed Technology Rights [Member]", "documentation": "Rights to developed technology, which can include the right to develop, use, market, sell, or offer for sale products, compounds, or intellectual property." } } }, "auth_ref": ["r98", "r807", "r808", "r809", "r810", "r811", "r813", "r816", "r817"] }, "qtm_DeviceandMediaMember": { "xbrltype": "domainItemType", "nsuri": "http://quantum.com/20240930", "localname": "DeviceandMediaMember", "presentation": ["http://quantum.com/role/REVENUEDisaggregationofRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Device and media", "label": "Device and Media [Member]", "documentation": "Device and Media [Member]" } } }, "auth_ref": [] }, "us-gaap_DisaggregationOfRevenueLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisaggregationOfRevenueLineItems", "presentation": ["http://quantum.com/role/REVENUEDeferredRevenuebyArrangementDisclosureDetails", "http://quantum.com/role/REVENUEDisaggregationofRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Disaggregation of Revenue", "label": "Disaggregation of Revenue [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r416"] }, "us-gaap_EffectiveIncomeTaxRateContinuingOperations": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateContinuingOperations", "presentation": ["http://quantum.com/role/INCOMETAXESDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Effective income tax rate (as a percent)", "label": "Effective Income Tax Rate Reconciliation, Percent", "documentation": "Percentage of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations." } } }, "auth_ref": ["r357", "r655"] }, "us-gaap_EmployeeRelatedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeRelatedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS"], "lang": { "en-us": { "role": { "verboseLabel": "Accrued compensation", "label": "Employee-related Liabilities, Current", "documentation": "Total of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r54"] }, "us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems", "presentation": ["http://quantum.com/role/COMMONSTOCKNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]", "label": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": ["http://quantum.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Current Reporting Status", "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": ["http://quantum.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Emerging Growth Company", "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": ["r690"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://quantum.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity File Number", "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. 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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
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on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which
the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant
other observable inputs (Level 2), and significant unobservable inputs (Level 3). Where the quoted price in an active market for the identical liability is not available, the
Level 1 input is the quoted price of an identical liability when traded as an asset." } } }, "auth_ref": [ "r850", "r851" ] }, "us-
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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r228", "r614", "r634"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear", "crdr": "debit", "calculation": { "http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofEstimatedFutureAmortizationExpenseDetails": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofEstimatedFutureAmortizationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Remainder of 2025", "label": "Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year." } } }, "auth_ref": ["r913"] }, "us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsByMajorClassAxis", "presentation": ["http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofIntangibleAssetsNetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Finite-Lived Intangible Assets by Major Class [Axis]", "label": "Finite-Lived Intangible Assets by Major Class [Axis]", "documentation": "Information by major type or class of finite-lived intangible assets." } } }, "auth_ref": ["r220", "r222", "r223", "r224", "r225", "r226", "r229", "r230", "r455", "r456", "r614"] }, "us-gaap_FiniteLivedIntangibleAssetsFutureAmortizationExpenseAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsFutureAmortizationExpenseAbstract", "presentation": ["http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofEstimatedFutureAmortizationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fiscal year ending", "label": "Finite-Lived Intangible Assets, Net, Amortization Expense, Fiscal Year Maturity [Abstract]" } } }, "auth_ref": [] }, "us-gaap_FiniteLivedIntangibleAssetsGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsGross", "crdr": "debit", "calculation": { "http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofIntangibleAssetsNetDetails": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofIntangibleAssetsNetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Gross", "label": "Finite-Lived Intangible Assets, Gross", "documentation": "Amount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life." } } }, "auth_ref": ["r215", "r226", "r456", "r634"] }, "us-gaap_FiniteLivedIntangibleAssetsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsLineItems", "presentation": ["http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofIntangibleAssetsNetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Finite-Lived Intangible Assets", "label": "Finite-Lived Intangible Assets [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Risk is the materially adverse effects of economic decline or antagonistic political actions resulting in loss of assets, sales volume, labor supply, or source of materials and supplies in a US state or a specified country, continent, or region such as EMEA (Europe, Middle East, Africa)." } } }, "auth_ref": ["r22", "r601"] }, "us-gaap_Goodwill": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Goodwill", "crdr": "debit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS": { "parentTag": "us-gaap_Assets", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://quantum.com/role/BALANCESHEETINFORMATIONNarrativeDetails", "http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS"], "lang": { "en-us": { "role": { "terseLabel": "Goodwill", "label": "Goodwill", "documentation": "Amount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized." } } }, "auth_ref": ["r128", "r216", "r488", "r630", "r633", "r657", "r664", "r805", "r806"] }, "us-gaap_GoodwillImpairmentLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GoodwillImpairmentLoss", "crdr": "debit", "presentation": ["http://quantum.com/role/BALANCESHEETINFORMATIONNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Goodwill impairment loss", "label": "Goodwill, Impairment Loss", "documentation": "Amount of impairment loss from asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized." } } }, "auth_ref": ["r5", "r217", "r218", "r219", "r633", "r657"] }, "us-gaap_GrossProfit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GrossProfit", "crdr": "credit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS"], "lang": { "en-us": { "role": { "totalLabel": "Gross profit", "label": "Gross Profit", "documentation": "Aggregate revenue less cost of goods and services sold or operating expenses directly attributable to the revenue generation activity." } } }, "auth_ref": ["r70", "r74", "r112", "r157", "r208", "r256", "r257", "r258", "r259", "r260", "r261", "r262", "r263", "r264", "r415", "r627", "r629", "r797", "r799", "r800", "r801", "r802", "r839"] }, "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "crdr": "credit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS": { "parentTag": "us-gaap_NetIncomeLoss", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS"], "lang": { "en-us": { "role": { "totalLabel": "Net loss before income taxes", "label": "Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest",

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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." } } }, "auth_ref": [ "r151", "r153", "r154" ] }, "us-gaap_InterestPayableCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InterestPayableCurrent", "crdr": "credit", "calculation": { "http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofOtherAccruedLiabilitiesDetails": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": [ "http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofOtherAccruedLiabilitiesDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Accrued interest", "label": "Interest Payable, Current", "documentation": "Carrying 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)." } } }, "auth_ref": [ "r54" ] }, "us-gaap_InventoryFinishedGoodsNetOfReserves": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryFinishedGoodsNetOfReserves", "crdr": "debit", "calculation": { "http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofManufacturingInventoriesDetails": { "parentTag": "qtm_ManufacturingInventoriesNet", "weight": 1.0, "order": 1.0 } }, "presentation": [ "http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofManufacturingInventoriesDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Finished goods", "label": "Inventory, Finished Goods, Net of Reserves", "documentation": "Carrying amount, net of valuation reserves and adjustments, as of the balance sheet date of merchandise or goods held by the company that are readily available for sale." } } }, "auth_ref": [ "r89", "r619" ] }, "us-gaap_InventoryNetAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryNetAbstract", "presentation": [ "http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofManufacturingInventoriesDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Inventories", "label": "Inventory, Net [Abstract]" } } }, "auth_ref": [] }, "us-gaap_InventoryRawMaterialsNetOfReserves": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryRawMaterialsNetOfReserves", "crdr": "debit", "calculation": { "http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofManufacturingInventoriesDetails": { "parentTag": "qtm_ManufacturingInventoriesNet", "weight": 1.0, "order": 3.0 } }, "presentation": [ "http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofManufacturingInventoriesDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Raw materials", "label": "Inventory, Raw Materials, Net of Reserves", "documentation": "Carrying amount, net of valuation reserves and adjustments, as of the balance sheet date of unprocessed items to be consumed in the manufacturing or production process." } } }, "auth_ref": [ "r89", "r621" ] }, "us-gaap_InventoryWorkInProcessNetOfReserves": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryWorkInProcessNetOfReserves", "crdr": "debit", "calculation": { "http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofManufacturingInventoriesDetails": { "parentTag": "qtm_ManufacturingInventoriesNet", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofManufacturingInventoriesDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Work in progress", "label": "Inventory, Work in Process, Net of Reserves", "documentation": "Carrying amount, net of reserves and adjustments, as of the balance sheet date of merchandise or goods which are partially completed. This inventory is generally comprised of raw materials, labor and factory overhead costs, which require further materials, labor and overhead to be converted into finished goods, and which generally require the use of estimates to determine percentage complete and pricing." } } }, "auth_ref": [ "r89", "r620" ] }, "us-gaap_IssuanceOfStockAndWarrantsForServicesOrClaims": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IssuanceOfStockAndWarrantsForServicesOrClaims", "crdr": "debit", "presentation": [ "http://quantum.com/role/COMMONSTOCKLevel2WarrantsRollforwardDetails", "http://quantum.com/role/DEBTNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Issuance of warrants", "label": "Issuance of Stock and Warrants for Services or Claims", "documentation": "Fair value of share-based compensation granted to nonemployees as payment for services rendered or acknowledged claims." } } }, "auth_ref": [ "r5" ] }, "qtm_July2024WarrantsMember": { "xbrltype": "domainItemType", "nsuri": "http://quantum.com/20240930", "localname": "July2024WarrantsMember", "presentation": [ "http://quantum.com/role/COMMONSTOCKScheduleofOutstandingLenderWarrantsDetails", "http://quantum.com/role/DEBTNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "July 2024 Warrants", "label": "July 2024 Warrants [Member]", "documentation": "July 2024 Warrants" } } }, "auth_ref": [] }, "qtm_June2020WarrantsMember": { "xbrltype": "domainItemType", "nsuri": "http://quantum.com/20240930", "localname": "June2020WarrantsMember", "presentation": [ "http://quantum.com/role/COMMONSTOCKNarrativeDetails", "http://quantum.com/role/COMMONSTOCKScheduleofOutstandingLenderWarrantsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "June 2020 Warrants", "label": "June 2020 Warrants [Member]", "documentation": "June 2020 Warrants" } } }, "auth_ref": [] }, "qtm_June2023WarrantsMember": { "xbrltype": "domainItemType", "nsuri": "http://quantum.com/20240930", "localname": "June2023WarrantsMember", "presentation": [ "http://quantum.com/role/COMMONSTOCKNarrativeDetails", "http://quantum.com/role/COMMONSTOCKScheduleofOutstandingLenderWarrantsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "June 2023 Warrants", "label": "June 2023 Warrants [Member]", "documentation": "June 2023 Warrants" } } }, "auth_ref": [] }, "us-gaap_LeaseCost": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseCost", "crdr": "debit", "calculation": { "http://quantum.com/role/LEASESLeaseCostDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": [ "http://quantum.com/role/LEASESLeaseCostDetails" ], "lang": { "en-us": { "role": { "totalLabel": "Total lease cost", "label": "Lease, Cost", "documentation": "Amount of lease cost recognized by lessee for lease contract." } } }, "auth_ref": [ "r433", "r663" ] }, "us-gaap_LeaseCostTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseCostTableTextBlock", "presentation": [ "http://quantum.com/role/LEASESTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Components of Lease Cost", "label": "Lease, Cost [Table Text Block]", "documentation": "Tabular disclosure of lessee's lease cost. Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease cost, short-term lease cost, variable lease cost and sublease income." } } }, "auth_ref": [ "r861" ] }, "us-gaap_LeasesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeasesAbstract", "lang": { "en-us": { "role": { "terseLabel": "Leases [Abstract]", "label": "Leases [Abstract]" } } }, "auth_ref": [] }, "us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityMaturityTableTextBlock", "presentation": [ "http://quantum.com/role/LEASESTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Maturity of Operating Lease Liability", "label": "Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block]", "documentation": "Tabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position." } } }, "auth_ref": [ "r862" ] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDue", "crdr": "credit", "calculation": { "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails": { "parentTag": null, "weight": null, "order": null, "root": true }, "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails_1": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": [ "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails" ], "lang": { "en-us": { "role": { "totalLabel": "Total lease payments", "label": "Lessee, Operating Lease, Liability, to be Paid", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease." } } }, "auth_ref": [ "r439" ] }, "qtm_LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://quantum.com/20240930", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFour", "crdr": "credit", "calculation": { "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 5.0 } }, "presentation": [ "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Thereafter", "label": "Lessee Operating Lease Liability Payments Due After Year Four", "documentation": "Lessee Operating Lease Liability Payments Due After Year Four" } } }, "auth_ref": [] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths", "crdr": "credit", "calculation": { "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails" ], "lang": { "en-us": { "role": { "terseLabel": "2026", "label": "Lessee, Operating Lease, Liability, to be Paid, Year One", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": [ "r439" ] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearFour", "crdr": "credit", "calculation": { "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 4.0 } }, "presentation": [ "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails" ], "lang": { "en-us": { "role": { "terseLabel": "2029", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Four", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": [ "r439" ] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearThree", "crdr": "credit", "calculation": { "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 6.0 } }, "presentation": [ "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails" ], "lang": { "en-us": { "role": { "terseLabel": "2028", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Three", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": [ "r439" ] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearTwo", "crdr": "credit", "calculation": { "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 1.0 } }, "presentation": [ "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails" ], "lang": { "en-us": { "role": { "terseLabel": "2027", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Two", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": [ "r439" ] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear", "crdr": "credit", "calculation": { "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 3.0 } }, "presentation": [ "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Remainder of fiscal year 2025", "label": "Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year."
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Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability." } } }, "auth_ref": [ "r427" ] }, "us-gaap_Liabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Liabilities", "crdr": "credit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS": { "parentTag": "us-gaap_LiabilitiesAndStockholdersEquity", "weight": 1.0, "order": 1.0 } }, "presentation": [ "http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS" ], "lang": { "en-us": { "role": { "totalLabel": "Total liabilities", "label": "Liabilities", "documentation": "Amount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others." } } }, "auth_ref": [ "r9", "r53", "r54", "r55", "r58", "r59", "r60", "r61", "r157", "r208", "r256", "r257", "r258", "r259", "r260", "r261", "r262", "r263", "r264", "r384", "r385", "r386", "r415", "r548", "r626", "r688", 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Examples of items that might be included in the application of this element may consist of letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to a maximum amount as of any point in time conditional on satisfaction of specified terms before, as of and after the date of drawdowns on the line. Includes short-term obligations that would normally be classified as current liabilities but for which (a) postbalance sheet date issuance of a long term obligation to refinance the short term obligation on a long term basis, or (b) the enterprise has entered into a financing agreement that clearly permits the enterprise to refinance the short-term obligation on a long term basis and the following conditions are met (1) the agreement does not expire within 1 year and is not cancelable by the lender except for violation of an objectively determinable provision, (2) no violation exists at the BS date, and (3) the lender has entered into the financing agreement is expected to be financially capable of honoring the agreement." } } }, "auth_ref": [ "r53", "r103" ] }, "srt_LitigationCaseAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "LitigationCaseAxis", "presentation": [ "http://quantum.com/role/COMMITMENTSANDCONTINGENCIESDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Litigation Case [Axis]", "label": "Litigation Case [Axis]" } } }, "auth_ref": [] }, "srt_LitigationCaseTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "LitigationCaseTypeDomain", "presentation": [ "http://quantum.com/role/COMMITMENTSANDCONTINGENCIESDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Litigation Case [Domain]", "label": "Litigation Case [Domain]" } } }, "auth_ref": [] }, "dei_LocalPhoneNumber": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "LocalPhoneNumber", "presentation": [ "http://quantum.com/role/CoverPage" ], "lang": { "en-us": { "role": { "terseLabel": "Local Phone Number", "label": "Local Phone Number", "documentation": "Local phone number for entity." } } }, "auth_ref": [] }, "us-gaap_LongTermDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebt", "crdr": "credit", "calculation": { "http://quantum.com/role/DEBTScheduleofDebtDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": [ "http://quantum.com/role/DEBTScheduleofDebtDetails" ], "lang": { "en-us": { "role": { "totalLabel": "Term debt, net of current portion", "label": "Long-Term Debt", "documentation": "Amount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt. 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Additionally, this element may be used in connection with the fair value disclosures required in the footnote disclosures to the financial statements. The element may be used in both the balance sheet and disclosure in the same submission." } } }, "auth_ref": [ "r850", "r852", "r853", "r854" ] }, "qtm_LongTermDebtRestatementCosts": { "xbrltype": "monetaryItemType", "nsuri": "http://quantum.com/20240930", "localname": "LongTermDebtRestatementCosts", "crdr": "debit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 4.0 } }, "presentation": [ "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS" ], "lang": { "en-us": { "role": { "terseLabel": "Loss on debt extinguishment", "label": "Long-Term Debt Restatement Costs", "documentation": "Long-Term Debt Restatement Costs" } } }, "auth_ref": [] }, "us-gaap_LongTermDebtTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtTextBlock", "presentation": [ "http://quantum.com/role/DEBT" ], "lang": { "en-us": { "role": { "terseLabel": "DEBT", "label": "Long-Term Debt [Text Block]", "documentation": "The entire disclosure for long-term debt." } } }, "auth_ref": [ "r92" ] }, "us-gaap_LongTermLineOfCredit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermLineOfCredit", "crdr": "credit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 1.0 }, "http://quantum.com/role/DEBTScheduleofDebtDetails": { "parentTag": "us-gaap_LongTermDebt", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS", "http://quantum.com/role/DEBTScheduleofDebtDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Revolving credit facility", "verboseLabel": "PNC Credit Facility", "label": "Long-Term Line of Credit, Noncurrent", "documentation": "The carrying value as of the balance sheet date of the noncurrent portion of long-term obligations drawn from a line of credit, which is a bank's commitment to make loans up to a specific amount. Examples of items that might be included in the application of this element may consist of letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to a maximum amount as of any point in time conditional on satisfaction of specified terms before, as of and after the date of drawdowns on the line. Includes short-term obligations that would normally be classified as current liabilities but for which (a) postbalance sheet date issuance of a long term obligation to refinance the short term obligation on a long term basis, or (b) the enterprise has entered into a financing agreement that clearly permits the enterprise to refinance the short-term obligation on a long term basis and the following conditions are met (1) the agreement does not expire within 1 year and is not cancelable by the lender except for violation of an objectively determinable provision, (2) no violation exists at the BS date, and (3) the lender has entered into the financing agreement is expected to be financially capable of honoring the agreement." } } }, "auth_ref": [ "r9", "r28", "r29" ] }, "us-gaap_LongtermDebtTypeAxis":
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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": ["r9", "r30", "r819", "r820", "r821"] }, "us-gaap_LossContingenciesLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LossContingenciesLineItems", "presentation": ["http://quantum.com/role/COMMITMENTSANDCONTINGENCIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Loss Contingencies [Line Items]", "label": "Loss Contingencies [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit." } } }, "auth_ref": ["r152"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivitiesAbstract", "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS"], "lang": { "en-us": { "role": { "verboseLabel": "Financing activities", "label": "Net Cash Provided by (Used in) Financing Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInInvestingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivities", "crdr": "debit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS"], "lang": { "en-us": { "role": { "totalLabel": "Net cash used in investing activities", "label": "Net Cash Provided by (Used in) Investing Activities", "documentation": "Amount of cash inflow (outflow) from investing activities, including discontinued operations. 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Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities." } } }, "auth_ref": ["r81", "r82", "r83"] }, "us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS"], "lang": { "en-us": { "role": { "verboseLabel": "Operating activities", "label": "Net Cash Provided by (Used in) Operating Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetIncomeLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetIncomeLoss", "crdr": "credit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS": { "parentTag": "us-gaap_ComprehensiveIncomeNetOfTax", "weight": 1.0, "order": 1.0 }, "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 12.0 } }, "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS", "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCHANGESINSTOCKHOLDERSDEFICIT", "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS", "http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "totalLabel": "Net loss", "terseLabel": "Net loss", "verboseLabel": "Net loss", "label": "Net Income (Loss) Attributable to Parent", "documentation": "The portion of profit or loss for the period, net of income taxes, which is attributable to the parent." } } }, "auth_ref": ["r75", "r83", "r109", "r124", "r142", "r144", "r148", "r157", "r167", "r169", "r170", "r171", "r172", "r173", "r176", "r177", "r182", "r208", "r256", "r257", "r258", "r259", "r260", "r261", "r262", "r263", "r264", "r379", "r382", "r396", "r415", "r505", "r570", "r585", "r586", "r687", "r839"] }, "ecd_NonGaapMeasureDescriptionTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonGaapMeasureDescriptionTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Non-GAAP Measure Description", "label": "Non-GAAP Measure Description [Text Block]" } } }, "auth_ref": ["r737"] }, "ecd_NonNeosMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonNeosMember", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Non-NEOs", "label": "Non-NEOs [Member]" } } }, "auth_ref": ["r701", "r711", "r721", "r745", "r753"] }, "ecd_NonPeoNeoAvgCompActuallyPaidAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonPeoNeoAvgCompActuallyPaidAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Non-PEO NEO Average Compensation Actually Paid Amount", "label": "Non-PEO NEO Average Compensation Actually Paid Amount" } } }, "auth_ref": ["r728"] }, "ecd_NonPeoNeoAvgTotalCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonPeoNeoAvgTotalCompAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Non-PEO NEO Average Total Compensation Amount", "label": "Non-PEO NEO Average Total Compensation Amount" } } }, "auth_ref": ["r727"] }, "ecd_NonPeoNeoMember": { "xbrltype": "domainItemType", "nsuri":

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A reportable segment is a component of an entity for which there is an accounting requirement to report separate financial information on that component in the entity's financial statements." } } }, "auth_ref": ["r628", "r631", "r798"] }, "us-gaap_OffsettingAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OffsettingAbstract", "lang": { "en-us": { "role": { "label": "Offsetting [Abstract]" } } }, "auth_ref": [] }, "us-gaap_OperatingExpenses": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpenses", "crdr": "debit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS"], "lang": { "en-us": { "role": { "totalLabel": "Total operating expenses", "label": "Operating Expenses", "documentation": "Generally 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." } } }, "auth_ref": [] }, "us-gaap_OperatingExpensesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpensesAbstract", "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS"], "lang": { "en-us": { "role": { "verboseLabel": "Operating expenses:", "label": "Operating Expenses [Abstract]" } } }, "auth_ref": [] }, "us-gaap_OperatingIncomeLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingIncomeLoss", "crdr": "credit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS": { "parentTag": "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS"], "lang": { "en-us": { "role": { "totalLabel": "Loss from operations", "label": "Operating Income (Loss)", "documentation": "The net result for the period of deducting operating expenses from operating revenues." } } }, "auth_ref": ["r112", "r627", "r797", "r799", "r800", "r801", "r802"] }, "us-gaap_OperatingLeaseCost": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingLeaseCost", "crdr": "debit", "calculation": { "http://quantum.com/role/LEASESLeaseCostDetails": { "parentTag": "us-gaap_LeaseCost", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://quantum.com/role/LEASESLeaseCostDetails"], "lang": { "en-us": { "role": { "terseLabel": "Operating lease cost", "label": "Operating Lease, Cost", "documentation": "Amount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability." } } }, "auth_ref": ["r434", "r663"] }, "us-gaap_OperatingLeaseLiabilitiesPaymentsDueAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingLeaseLiabilitiesPaymentsDueAbstract", "presentation": ["http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Maturity of Lease Liabilities", "label": "Lessee, Operating Lease, Liability, to be Paid, Fiscal Year Maturity [Abstract]" } } }, "auth_ref": [] }, "us-gaap_OperatingLeaseLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingLeaseLiability", "crdr": "credit", "calculation": { "http://quantum.com/role/LEASESScheduleofLesseeOperatingLeaseLiabilityMaturityDetails": { 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Excludes proceeds from tax exempt secured debt." } } }, "auth_ref": ["r13"] }, "us-gaap_ProceedsFromLinesOfCredit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProceedsFromLinesOfCredit", "crdr": "debit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS", "http://quantum.com/role/DEBTNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Borrowings of credit facility", "label": "Proceeds from Lines of Credit", "documentation": "Amount of cash inflow from contractual arrangement with the lender, including but not limited to, letter of credit, standby letter of credit and revolving credit arrangements." } } }, "auth_ref": ["r13", "r789"] }, "us-gaap_ProductConcentrationRiskMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProductConcentrationRiskMember", "presentation": ["http://quantum.com/role/REVENUEDisaggregationofRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Product Concentration Risk", "label": "Product Concentration Risk [Member]", "documentation": "Reflects the percentage that revenues during the period from a specified product are to a specified benchmark, such as total net revenues, segment revenues or product line revenues. May also reflect the percentage contribution the product made to operating results. Risk is materially adverse effects of a loss of sales of a significant product or line of products, which could occur upon loss of rights to sell, distribute or license others; loss of patent or copyright protection; or technological obsolescence." } } }, "auth_ref": ["r86"] }, "us-gaap_ProductMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProductMember", "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS", "http://quantum.com/role/REVENUEDisaggregationofRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Product revenue", "label": "Product [Member]", "documentation": "Article or substance produced by nature, labor or machinery." } } }, "auth_ref": ["r642"] }, "srt_ProductOrServiceAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ProductOrServiceAxis", "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS", "http://quantum.com/role/REVENUEDeferredRevenuebyArrangementDisclosureDetails", "http://quantum.com/role/REVENUEDisaggregationofRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Product and Service [Axis]", "label": "Product and Service [Axis]" } } }, "auth_ref": ["r202", "r454", "r511", "r512", "r513", "r514", "r515", "r516", "r517", "r615", "r642", "r673", "r674", "r675", "r677", "r678", "r830", "r831", "r844", "r875", "r878", "r879", "r880", "r881", "r882", "r883", "r884", "r885", "r886", "r887", "r888", "r889", "r890", "r891", "r892", "r893", "r894", "r895", "r896", "r897", "r898", "r899", "r900", "r901", "r902", "r903", "r904", "r905"] }, "us-gaap_ProductWarrantyAccrualClassifiedCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProductWarrantyAccrualClassifiedCurrent", "crdr": "credit", "calculation": { "http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofOtherAccruedLiabilitiesDetails": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://quantum.com/role/BALANCESHEETINFORMATIONScheduleofOtherAccruedLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accrued warranty", "label": "Product Warranty Accrual, Current", "documentation": "Carrying value as of the balance sheet date of obligations incurred through that date and payable for estimated claims under standard and extended warranty protection rights granted to customers. For classified balance sheets, represents the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r54", "r832", "r836"] }, "srt_ProductsAndServicesDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ProductsAndServicesDomain", "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSS", "http://quantum.com/role/REVENUEDeferredRevenuebyArrangementDisclosureDetails", "http://quantum.com/role/REVENUEDisaggregationofRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Product and Service [Domain]", "label": "Product and Service [Domain]" } } }, "auth_ref": ["r202", "r454", "r511", "r512", "r513", "r514", "r515", "r516", "r517", "r615", "r642", "r673", "r674", "r675", "r677", "r678", "r830", "r831", "r844", "r875", "r878", "r879", "r880", "r881", "r882", "r883", "r884", "r885", "r886", "r887", "r888", "r889", "r890", "r891", "r892", "r893", "r894", "r895", "r896", "r897", "r898", "r899", "r900", "r901", "r902", "r903", "r904", "r905"] }, "us-gaap_PropertyPlantAndEquipmentNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentNet", "crdr": "debit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS": { "parentTag": "us-gaap_Assets", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS"], "lang": { "en-us": { "role": { "verboseLabel": "Property and equipment, net", "label": "Property, Plant and Equipment, Net", "documentation": "Amount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures." } } }, "auth_ref": ["r6", "r440", "r492", "r503", "r664"] }, "us-gaap_PurchaseCommitmentRemainingMinimumAmountCommitted": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PurchaseCommitmentRemainingMinimumAmountCommitted", "crdr": "credit", "presentation": ["http://quantum.com/role/COMMITMENTSANDCONTINGENCIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Remaining purchase commitments", "label": "Purchase Commitment, Remaining Minimum Amount Committed", "documentation": "Minimum amount to be expended to satisfy the terms of arrangements in which the entity has agreed to expend funds to procure goods or services, excluding long-term purchase commitments or unconditional purchase obligations." } } }, "auth_ref": ["r60", "r106"] }, "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": { "terseLabel": "Pay vs Performance Disclosure", "label": "Pay vs Performance Disclosure [Table]" } } }, "auth_ref": ["r726"] }, "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": { "terseLabel": "Pay vs Performance Disclosure, Table", "label": "Pay vs Performance [Table Text Block]" } } }, "auth_ref": ["r726"] }, "srt_RangeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeAxis", "presentation": ["http://quantum.com/role/COMMONSTOCKScheduleofOutstandingLenderWarrantsDetails", "http://quantum.com/role/DEBTNarrativeDetails", "http://quantum.com/role/DESCRIPTIONOFBUSINESSANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Statistical Measurement [Axis]", "label": "Statistical Measurement [Axis]" } } }, "auth_ref": ["r249", "r250", "r251", "r252", "r309", "r317", "r345", "r346", "r347", "r352", "r402", "r449", "r450", "r452", "r518", "r519", "r526", "r540", "r541", "r591", "r593", "r595", "r596", "r598", "r612", "r613", "r632", "r641", "r652", "r658", "r659", "r660", "r661", "r674", "r681", "r823", "r841", "r853", "r867", "r868", "r869", "r870", "r871"] }, "srt_RangeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeMember", "presentation": ["http://quantum.com/role/COMMONSTOCKScheduleofOutstandingLenderWarrantsDetails", "http://quantum.com/role/DEBTNarrativeDetails", "http://quantum.com/role/DESCRIPTIONOFBUSINESSANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Statistical Measurement [Domain]", "label": "Statistical Measurement [Domain]" } } }, "auth_ref": ["r249", "r250", "r251", "r252", "r309", "r317", "r345", "r346", "r347", "r352", "r402", "r449", "r450", "r452", "r518", "r519", "r526", "r540", "r541", "r591", "r593", "r595", "r596", "r598", "r612", "r613", "r632", "r641", "r652", "r658", "r659", "r660", "r661", "r674", "r681", "r823", "r841", "r853", "r867", "r868", "r869", "r870", "r871"] }, "qtm_ReconciliationofCashCashEquivalentsandRestrictedCashatCarryingValueAbstract": { "xbrltype": "stringItemType", "nsuri": "http://quantum.com/20240930", "localname": "ReconciliationofCashCashEquivalentsandRestrictedCashatCarryingValueAbstract", "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS"], "lang": { "en-us": { "role": { "terseLabel": "The following table provides a reconciliation of cash, cash equivalents and restricted cash reported within the consolidated balance sheets that sum to the total of the same such amounts shown in the statement of cash flows:", "label": "Reconciliation of Cash, Cash Equivalents, and Restricted Cash at Carrying Value [Abstract]", "documentation": "Reconciliation of Cash, Cash Equivalents, and Restricted Cash at Carrying Value [Abstract]" } } }, "auth_ref": [] }, "ecd_RecoveryOfErrCompDisclosureLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RecoveryOfErrCompDisclosureLineItems", "lang": { "en-us": { "role": { "label": "Recovery of Erroneously Awarded Compensation Disclosure [Line Items]" } } }, "auth_ref": ["r694", "r704", "r714", "r746"] }, "us-gaap_RelatedPartyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyDomain", "presentation": ["http://quantum.com/role/DEBTNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Related Party [Domain]", "label": "Related and Nonrelated Parties [Domain]", "documentation": "Related and nonrelated parties. Related party includes, but is not limited to, affiliate, other entity for which investment is accounted for under equity method, trust for benefit of employee, principal owner, management, and member of immediate family, and other party that may be prevented from pursuing separate interests because of control, significant influence, or ownership interest." } } }, "auth_ref": ["r206", "r316", "r442", "r443", "r495", "r502", "r543", "r544", "r545", "r546", "r547", "r567", "r569", "r590"] }, "us-gaap_RelatedPartyMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyMember", "presentation": ["http://quantum.com/role/DEBTNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Related Party", "label": "Related Party [Member]", "documentation": "Party related to reporting entity. Includes, but is not limited to, affiliate, entity for which investment is accounted for by equity method, trust for benefit of employees, and principal owner, management, and members of immediate family." } } }, "auth_ref": ["r159", "r160", "r442", "r443", "r444", "r445", "r495", "r502", "r543", "r544", "r545", "r546", "r547", "r567", "r569", "r590"] }, "us-gaap_RelatedPartyTransactionsByRelatedPartyAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyTransactionsByRelatedPartyAxis", "presentation": ["http://quantum.com/role/DEBTNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Related Party [Axis]", "label": "Related and Nonrelated Parties [Axis]", "documentation": "Information by related and nonrelated parties. Related party includes, but is not limited to, affiliate, other entity for which investment is accounted for under equity method, trust for benefit of employee, principal owner, management, and member of immediate family, and other party that may be prevented from pursuing separate interests because of control, significant influence, or ownership interest." } } }, "auth_ref": ["r206", "r316", "r442", "r443", "r495", "r502", "r543", "r544", "r545", "r546", "r547", "r567", "r569", "r590", "r863"] }, "qtm_RemainingPerformanceObligationAmountUninvoiced": { "xbrltype": "monetaryItemType", "nsuri": "http://quantum.com/20240930", "localname": "RemainingPerformanceObligationAmountUninvoiced", "crdr": "debit", "presentation": ["http://quantum.com/role/REVENUENarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Remaining performance obligation, amount, uninvoiced", "label": "Remaining Performance Obligation, Amount, Uninvoiced", "documentation": "Remaining Performance Obligation, Amount, Uninvoiced" } } }, "auth_ref": [] }, "us-gaap_RepaymentsOfLinesOfCredit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfLinesOfCredit", "crdr": "credit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 4.0 } }, "presentation": ["http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS"], "lang": { "en-us": { "role": { "negatedLabel": "Repayments of credit facility", "label": "Repayments of Lines of Credit", "documentation": "Amount of cash outflow for payment of an obligation from a lender, including but not limited to, letter of credit, standby letter of credit and revolving credit arrangements." } } }, "auth_ref": ["r80", "r789"] }, "us-gaap_RepaymentsOfSecuredDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfSecuredDebt", "crdr": "credit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWS": { "parentTag": "us-

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outflow to repay long-term debt that is wholly or partially secured by collateral. Excludes repayments of tax exempt secured debt." } } }, "auth_ref": ["r80"] },
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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." } } }, "auth_ref": ["r353", "r614", "r629", "r872"] },
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demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited
to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of
changes in value because of changes in interest rates." } } }, "auth_ref": ["r14", "r127", "r156"] }, "us-gaap_RestrictedStockUnitsRSUMember": { "xbrltype":
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specified performance conditions are met." } } }, "auth_ref": [] }, "us-gaap_RestructuringAndRelatedActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri":
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Activities Disclosure [Text Block]", "documentation": "The entire disclosure for restructuring and related activities. Description of restructuring activities such as exit
and disposal activities, include facts and circumstances leading to the plan, the expected plan completion date, the major types of costs associated with the plan
activities, total expected costs, the accrual balance at the end of the period, and the periods over which the remaining accrual will be settled." } } }, "auth_ref": ["r234",
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authorized plan. Excludes expenses related to a discontinued operation or an asset retirement obligation." } } }, "auth_ref": ["r5", "r241", "r242", "r824"] }, "us-
gaap_RestructuringCostAndReserveAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCostAndReserveAxis",
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accrual) as of the balance sheet date pertaining to a specified type of cost associated with exit from or disposal of business activities or restructuring pursuant to a duly
authorized plan." } } }, "auth_ref": ["r237", "r243"] }, "us-gaap_RestructuringReserveRollForward": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-
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Excludes insurance and lease contracts." } } }, "auth_ref": ["r122", "r296", "r297", "r298", "r299", "r300", "r301", "r302", "r303", "r308"] }, "us-
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Warrants and rights 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 of securities called for by warrants and rights outstanding, the date from which the warrants or rights are exercisable, and the price at which the warrant or right is exercisable." } } }, "auth_ref": [ "r39" ] }, "us-gaap_ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock", "presentation": [ "http://quantum.com/role/BALANCESHEETINFORMATIONTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Future Expected Amortization Expense for Intangible Assets", "label": "Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block]", "documentation": "Tabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived intangible assets." } } }, "auth_ref": [ "r634", "r814" ] }, "qtm_SecondaryStorageSystemsMember": { "xbrltype": "domainItemType", "nsuri": "http://quantum.com/20240930", "localname": "SecondaryStorageSystemsMember", "presentation": [ "http://quantum.com/role/REVENUEDisaggregationofRevenueDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Secondary storage systems", "label": "Secondary Storage Systems [Member]", "documentation": "Secondary Storage Systems [Member]" } } }, "auth_ref": [] }, "us-gaap_SecuredDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SecuredDebt", "crdr": "credit", "calculation": { "http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 3.0 } }, "presentation": [ "http://quantum.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETS" ], "lang": { "en-us": { "role": { "terseLabel": "Term debt, net of current portion", "label": "Secured Debt", "documentation": "Carrying value as of the balance sheet date, including the current and noncurrent portions, of collateralized debt obligations (with maturities initially due after one year or beyond the operating cycle, if longer). 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CFRKHR0J4[VL%`M_UJ]\O$GRKL_'IW15602"<^5"]`{TVL!0M3I0$+)H$/=WEC"2_HXP;.C2?`MFO`MY+?-,;H>%65:[`$]VC3`U^V>MSA8C7FQ%2]?`M;O6V)@K-;/>]U3V+%I^^4P`>3DV8E6^U`OW+`S\#WU,T-=[^D(Z\P6(I8]R7`MJ-?R[V@L>/7(.'68IX,/S42S&F@]09;Y$S)&3@TV?XZ>/XL..X./3\SA0V^;`MU;SH\ (`_B\SZXU?\^?)O@,R9B,>P`QBS\#<\WW]FW!G4>Y:\6,\^43-G%O4QJ`M.H!A5V%_XFNK\XPKE%+E9!OPBFK^IS43VV_#62.*A:4YV%EV=<^G[!5EQ/RK M9I6V_FEJ/SPY&,JU+Y\U+-&9]?`8"Z5VZU76O2=U>A*3??-5SL)G>*ENS[`_M]S)02P,$%`@`3:5M65]U8#"L!P`M"<`!,`!E>&AI8FET+3,Q,G$R M,C0N:'1M!5IM<]LV$OY^OP+GS*7VC"2+DF4KLN(9UW5ZGNO$]>-.>Y]N0&(1`M8@P2+`!*UOWZVP6H-TMJE#1-%,]E)K8)++"[V`?\+D`.,Y>KBV$&7%S\;?CW`M9I/]H),JA*QQ !W(%AE93%BOPJP#ZS9K*6N=#DU7CLE0QC+:870R"3(K7!Y*G)Z=GO!^?]J/.290(WNE!IW?R`M*@6`A(OT/]$!#D7Q,,:ZJ8+7!]DLFAF0`L%9IW3G$RE<-HC: ]7\L6ITO_6'(AT+VF@M0-NJ?8XN#1-,F2HV+@'0P-LA#HBY=`#:G& M]:E5)%II,WC1]O`.J:>9\ERJZ>"[2R.Y^JYA>6&;%HQ,0[>5_P6T%77YQTGM M!XY6LH"97U&'G+E^S&0L'>M&K<!PF.1GJ!&V)DN&\V@KF+_(T).AEY=W!W?`MO+FYNKR_N7W+WOUR]_Z7RI?W!/Z6O;^^\FW==N>0'ZTZL3?FW!YA]_^\9N\O M!Z_?'O]OGG[VT_7_V:75_<,>SKM=F>KW1^"V!=UXZ:!_@5%`2YC[UKL1\D+`M4(HW6+&R73*7,;=RQ>]_ODGN[-MQ]0;I!E];9>C.:2^E,[5)7C5BB)R^89E`M? S,P%C"!&G39=*RGRMN$,IJRNZ@U,8Q7;`WVN0L:C=_9CHE@<)5.7*IP7[N`MI"XP/^>47PZ>Q*?[G%].#ZYU/V4,B)`C&"1@B3"<$1&BPK-*8^U,!EP7@Q`M957A3`5H-R9#GQC'8QP$#-23D`.YM`JS`M+27NB40R,&!+2+R!-&^)IFF!;HYQF&#Q=`D9GAG^NON./V"1+##")9%!1!L(`M/A3';K/4+XL4V"<=*+0!98!$^48V8`M%Y(F;!!$I5`4.@1*EZ=]? 8DW&8L57IB9Q`U,)+6&60QQJDQV(U6-I.09F?&`MK%G[S.!VLB=@NU^)S,L7_4YT=FYK.-7%`)E.)CX?VR(?MAG$##B`8CWB$$*Z*>"$_A45(Q6`2$TOR,6&L)N`%(9,O. MBM(512DJ(C^?PADE**5_SGK)'U;`^+D3YGD`4SY-8ZV.D?"K],(P:E&437MG=`MAU"ZBX'--84$]BN#$R`QC:7U=(=24/AY]#Q>$.4RV1!0W&.LS]`+G#1J(]9. MB:2)MEBM!/!G9UO%5@K)C20'9,CSGOX+F]FRE'O]KK0^47MRU!;0(#PU^T$E`M5I`RJ10G3D>WO!&+'(XC0D6P7,C@7S&0(-(NC@?Q.6EV#S`<[R6&=R:J-2CO M3G$!(QIWP5@*`B]WNN#$Y=PBR*F4)/1R(V9(0FQ+'DLEW92R^B;UM*\Z#R>`MPI98$5TJ17W*>*P=*BL\UUC59RF*+*0!%H5RC#&Q&X]J>0FQ`^N&Q\WU`MGL_A MPH8=;AF2(GZ1NIY(UX;CZ0C\!0#=!'35W*ZC8%7&[;RX(-+S>`?ALX%?CYJI`MITS)!U#U7<$3^<,?7]+/#?(!,':U!@3DGWSL\E>'\RW26!`4T>4R3!=<14#I MB(ICK6Z=6|>Q=G7:V'F2]PTX99Y+YP#^(!G$&LL(ZA<2[?.3'"*8D7PM<3O^`MI@IZM@/A]T]B^7ZW547B;Q6,`G^Z^DN02#+<^5"-*!!H=9NE8G$A`6-0)>G[* MF0!`H(P,:C2?:GT%+!WDNG`A'P%NXBUSU(;M'9$0'<'!&"\`MG3]4U3/$"$\]P38R!X]6%P>R/;SN#`\5,^PM#E;CNMB2%Z\/N@>S`? 7:#CKE(XM67\#3_M-.O(6MT8>X^Z(N@W`X<:*5SO&JL^B5\Q?\[&9A=^"SR?(E`JGI]\$/F$QB!Z`Q97XD]FOOX-7F824O9GG`MP-MPX'A>3AZ^"U>$Z-^:IT? KKA[!W+LA^]>3GG1.9Y2*2VW1>]!!N/,?PI;O`MRVHN:"^&\!BW0N6V#]GVE=/%,"83E^N3E9_A]EC`[7>`P!02P,$% @`M3;5M6:0F^\'=`P`XPX`!, !E>&AI8FET+3,R,7$R,C0N:'1MW5=;,]LV`M%'[?KSASL34!+%GR+?$E!C+705T,<1([Z]X&6J0LHI2HDI1C[]?OB))2>[';`M9<6*9GX0+)X+O^^(/:\YC$PL1L.($3KZ8?BCX\ ;&60Q2PP$BA'#*&2;)RMX`M3YG^`(Y3>HUENE5\%1EH>LTVO)?J`U^3PFZX$6Q4Y1DVBO=APTXR7$]Z'0TI`M7P.G%S7>[(5>VZ?DC'9HN^O[RRX)6.NLX]>[8=@+>G_X-0Q%]R)&FZU@%[68`M)T[$\OG[9\W4#!XX-5'?]HR?:OM^1*W0=2F-D7'_'#W+$2-3^VK8QCA$\%72`MMW0P/)1(OHP/I)"I_\JSOT%N<4(2<[']MO]Y4G(C7=4T2[6BF>%B8-?^3(1!;

*M;5\?2I 8+7C"*M!^,T3 MN\7T:C[^7$QGUS"[@O';Z>0*)KJ/QO>+Z6\3'$+KY&Z?Q'<#_^;^;GY_>;V MQ0S\<{AWY^I8A?*
ED;.GXK8fW;."XCM7H:-27EMTW93^MPSL2,PWO7/B5J82I M.@1,&1YNZY!F2F<$H1BY6QH6&"X36YHZ$ V$RC3O!;ONE5//ZX(,P40,YD0M
M2<*T,IL(MH7+P.26IN/Q%B0*6[R#)--$)%D MQ2IV?]_5+FH46RCX/Z$%6YX@ZMBR002)(?AM*(Z"SH+H0!WV^!)N22JF+42, M(D(
9F/YDD#\.D7(VL(+>4*2(|_&:2BW$^8HT"D3!3^)Y;>(|)%ZNU^!FQ_1-MELA#.C;$D*5@E74I%67*P8T@2*I9Q_HSH%RG@FS[/+$+VP8-]@%ANL$Z7\\! M$>56M;NV,)?
21'/?=3NL\5P>#(VM)BZ%P[7"T3#'@.UW_5;OJ-ES>.AGTE|.MWG6[W>.ANVD;%G(\&PNVC4Y)9_!>%R-O.2CZS"5S#_LG=H QRBBI:AW'$68@2C6G)N^)K(M+ PYGH6L6(XCE-
R8))7F_R*)HO^O2IS<*([GA!0/"D]J0?K P /+\ !, !E>.&AI8FET+3,R,G$R,C0N:'1MU5==.M<^(V%'WOK[AE|]UD!AO;X$,R0S#0LNTD^_/G:$)<>:%997DI/07]\KV61#
M$IJDTZ99'ABL^Z%S#O=>R:/<+,7A*&>$'OXP^M'SX)-,JR4K#*2*$<,H5)H7 M5_"9,OT%/*_QFLARI?A5;B *HAY\ENH+OR:UW7 CV.$ZSZA3/X\Z;I/10M+5
MX8CR:.*#TH,4)8M1'/=I3.)>U.WM]_OA(-L?9 LV&.I1]X^PA:'H7L=HLQ+L MH+7DA9)9;=:\ M3X9 ,+5[O*EQ|C%.\(*M<8>113JH5?F"&^A&?C3J6/AUVT><-[^%,45>F_B.@
MO2>!3J9G%_/9?#*^F!\?P?$,)K_.IS.8S8_&1Y/Y^!=<0NOT:)/$NX%_'D:0/10*@LI4BX[IYVV@_V M0&9@<<@;G1"UP"^T=WPV@G%JK"4*@JB-=F*ST MOK:5F!+1-
)KKN=K<#/8X\ ?]O!WM!KO.T/7&S=CWW=CO&/K8MN_C";/5&OCA M5MO?91T,_&AO**T'8>X1HVZZ)(4!ZUN:QU0$DKQA$VB\A;"S?-(L.R1-+4]
M;S4>W"Z":OMKBX:MED2-YI;8#MG<]bO?!,"BRYUG>N1#T?GZ>_UWK0 MX4W/(BO04G *:X3_E//6,S/")$U2SV9(\(H4WUMSE!5F\8%U2_6'VGT_=:P^ MN,;!7%H[6M]8U_]-
PW]%M_?:?9I./\F=$\617HG\ M'C'=?4RUX^X 3]PP'KS0E5*[.TRBE,"[R37,^HK7%';P+80LL(DJLSWD%9?Z MC>_ZI;7CWIK_ E!+ P04 " !-I6U9H,DE\Z8R 0!,<10 $ "%T;2TR M,#
(T,#DS."YH=&WLO6MWXDBR+OQ[_PJI!-YINM<"2E<$KFK.9DZ MPA/Q]MS?_V+U!;_(A#7]"S;??SU+^?#BYN;O_R?_G\^?]:K?_Y>O]-N/3.
M^92XH7#A$R,DEO!LAQ,AG!#A#__83\9PIUCA&//G[9:T6T7WNS5MQ\GH2"+ MLKJX;/&M?S92=4D;=:169SP>MU1U;+6ZBJFT-*W3T4:R,1IKH^;CF2)IAB&-
ME%9/U3HM552Z+4/7S)9HD5ZGHY)>3QLWK3-KK'<(492>-C+4L3KJCO2Q\0S:MW51&<=13Z7LG(TR?XXA.,N!%? MZ-
CNC^65S_/;7]UYS_"5;+R"\:>&0%97/ZRKW>)_KMXE+[9=MS M)>63[<*E!$D?7{!IF3BKQ3.):25//"[Y8FY;I$K;@N[6G+]Y[>_>GT#?< +EJ MA(
3')K6$KLM15H\9QZT'@UCMGS.V A&=&SQ%VLOQ1'9'Q#3=H/0<$VR,LCD MJS\:H2RV1+DER:LOM=XQ.WYCYU/TY?)!@:/*DO[1'",K%C?\&4Z7%_\Y-IQP
M/FV;W11.6NPIXG(,@9W$/WBD!,E_QO;FA,R-5KOIQ_XX29=X<,WFIXY!HAK M@[BMWX>-_1<),:.S^ERD)#0%O:Y$_Y_;3KXT+5PU!=%L/KS-XMAG]J6LC)"_A
M)PJ>3_W_^(__^!+:H4/Z,*768OA?/D6???D4/7GD6;_]+Y;|) 3AJT-^;5AV M,',.US/7M?PGLR_K5AM@!'KC"% M)Q'[[,J%U[W>DT<[0*Z&_BF(=B
Z"%+UAKIO_I^/GCX,;MP<7M_)WRZO/KT MY=/:LS,_Z@+HX!O.C6N1E[^1U^6[.HV^"/,I8D_N*ON_Y&+N^_"&;SLP#>=_MB>%?N=8E*,^&$,'UUP8 ,,R"3UI3>,JD91EO8] ;?
>63(NW_]H7&?GOI-?P2 M+%_0:?2!SUI1+[B#RSUK_14]V[&]F_PO.X>D6?8-C/*X3:6R_$*LU-IQ@B1*0 MMOXU?K#EA=>^8:**$..:N':W.G4]'Q&^\&T(QF 1TY[*LWYM*(L!Q?
KL;!AZ MYH^)YP#*@RN0K_!UX(6$?C]<.78(PA:OJO>HD:3U<<,K6Y87MN(7+,?> VZ(-M[26M%F/-/'9Y=>SJD<;>P[&+VK;!)W-Z8W"W,^+#6]W';P36TV^V:,(=E-%(MB(8AB
EBX79;;N@)6V G!?8^**K%U!H@3URX*X@7(RK(P%-/U]5?CHW37[.MK,6K;!+$+\L$V0V$%#^1WE$F>Z3?O17[.673^O?+?[&9VP\,PYC>/^PV,0]^WUX MF?598 .,
<1#+9X*I:%MD|=)!Q#[/W_.U&_?CAY?$]:: F83'IB7-VB,^K8_^MHUG'ZW#R:V?P:R8:!N01)6#C<0"C%7T I^'ML$U^@ D$27_&23VOS3B:#S 9(G\QC&8F22UI M.;/%-
_O,3&%M9FLI%S,SE:F9*2U%*6)FVJ%G%LM6I(*B/RUXV0MX8:=2B>H M! 7+GN(JI;F@R/SPI,[WK+D9WOI#XC_9G2E_L6'I6E@\;?1K5]^)3YQ.?GE
MB_=0#OKQE4.'LR.9'4IZ=BC%L4/G[&!IZ>QR=FR5CK3L*% Z>M5A![JMBP]<-M:S@?!:9OS] 7#&JYCD@BYPVKBXIT<$>H#KPI9X61#NZ=U8$WY2PWTL'}R^^7
M_WOOU7#"UWJN,0?WBJO*CY+6E0KZ\D>3CS+6D@HZ\T>3CS+6CX-[\Q7!VP=W MHRNB+P_NOU9#+N2#^XK9HMM*<=%MF861T;ZWY/0L%UB71F^:
[N/[_#3#T1XYER+K_WS?ET!N#^@IMP0GR\ MSB<3?-HJN?%-;THPXN#MQ?E38WY?!MS\LV W2P5EX:K@C)@@7';)>Q8.AD9 M8)#"?-:.5?N2!68QE\9C29H.X_0]57=Z2W+_"J-
U1W@8SM@A1&^ZIXO PY8 M8;RHNC-\+,6O%N<0*LSETBJ@^(ND/?,2R(\=[,9X04+"%% MU3.WQR^,**&05]N\|$\U"8409C.,,-->,,XMYWA9A5=5?]B.&IPMKX5-Y+++R<|
M51C]J^Z9'SL\51CA*^^>EQ^>*HP757?52TLBE; [66-A% ^@Z#KLM22L$A^SE M,;LMN9"I=1C;]QE-K5/(U)ASPG"[_+WA/L9]V'//[[9K3^?3PVN$55G8H1%6 M+|W5>Y Y)RN)
<9+?1G G..$%%^NG;\1[]$W9A/;-)PWAIS3YM?&+H,QU:M8 M:*574M]/YORW$V1].?M(.LRYCB?(^G)L\ YSSNL)LKZ<(&F'.5^9"=:?6I_6 M#G-)]A.'04DV '/Y_1.'03GV@,Y<
<&)PZ =D0.H9.=2*LIC&GGW(LCRL+IJ%9XUAC14W^2#\;!PP+BM+ 8>0!0[:6=L 835-N-[HQNVXHF ;F+6-*U;3 MS. =;;KB/*PIP@5G;<&0U7<'>Z48&N;)@&IA5C%;>!
[9Q9YCP K,N6:MR',]> M%<.4->1^2=Y$%>.3->1^229B%;.A->1^2>M^%4,.1^'^]14M2&(5HYTUAT(Y M!H$D5C&^6',HE&,=2&(50YLUAT(YIH(D5C&8F!X*55VV]QA2+%!
>5R1;7C6 M.[!850/OQ -^7&FP#<|Z1R2KZ@J<>*20*PVVX5GO4&9%G4;IQ*.*7&FP#4_F M(IVL &9W7NS>>S6<|+7NR"S)<9:8"[QR9#*&S)*\,XFY.#!')F/(+,D%D)B+ MA7-
D.H;,LNQ,)L/@VQ,:=[X-G'!=AIYO)+A:P#N4DWK7B3F8N8%E8;,PR-J MC'WQ47G=419 F8R&LZ4JRC*%F0N)<]W!JNXH"Z|,!L79TATE.2LR6H[^*,FIE'G$E.L/QB%.L9AI.?
9'*8XECYIR_<$X1"L6-RW- M_BC#N51XY)3K#\8A6K'8Z27!OPW7^DXIVZBG3ZGPH.F!@5%Y;5$6,BL6+3VJ
MMBC)@U1XD)1K"S;16;'8Z+%MBS+|186'1+FV8!.9%8N$'MNV*,4[Y %0KBW8 M1&;%XIY+QD0?UM,U5'FL\Y"HJ+R>* N6%8IO'E=/E.04JCRXR?4$@[*L4&3S
MZ/9$&>Z@RL.:7$|*L^Q32/;D^4X0BJ/*#)\02#L&0NFED16)Y(>RW&$> MT.6P9-#[8BZ:RV']$BQ+,O8U'M/FL&3/MM0J%..F%=WU/Y-08RZ[S0Y+2K(I MM
I%=$N0DE+64^9BNNRPI*RUY.#QS ,2 JY36HI4#"%*BB.&8+99VTV?V):Y M)U/#=FWW\8IX8\^?&F 0W8X<^Y&.1%GD@* =<23 MQ/$D:O&A0D^VB.'G *+AFY/7;V@JK%-
_>=&-.YN' ;U"+HKQVP &+JWG/(&C M>@&,M\/S1Y_04S^?[7!R-[@HZO4KM/A.C !0AB_Y.@3V^\7"\/U7&,X]F7D^_M>-'G4V_NALO;+^W -=#R\OF_,'YWWM6':#H!G?3#?;)?
3^.J%*FLL\1EJG3M%%7WKS(8NDV1M1>)!JM>OJ$RT MN,ML\/ 4+?,24NU:2RY&>W>9C4*>(I*.YN,5"B$>]&3' %CEZ@X#8/727 9
MMZH1QW,DQ#M%"URFNMZ2*,YLL*M8BG.+:SN4BA+>RH713C-N6AS#F0V;Y13BW'3NMB2E M$!++WF V3G9R>[!8E-CUF U8GP-
/WGNPJ5W=KLMVB6JOT>+BI/C5V.X<0'8$U M"B^\)P*/#N\H5-YHN_[YK7N$\PM* 3VS(;;;@9X!Q!UJZ:Q<#+'"R(*JL'L&J\AFEC$-YSKN6L%'.3%@;QR M ?RZ@IQ1GZ]NR)?
%RN55ZH[\.Q^NYKJ].(17+LM45X0S8*8?*396 LHKETJK-M-LH9@-UAPAJR6+G\5*%(P@?>&;9UX_[-=]V'"0DFGK/"V-7Q_.C+W4LGQ^\1 M\5NYU%C9^-W-78I?(^*W\-)C-^+?
WZW77ZIG4 3)BP MC]N7!*M813:7-1YOD<7]U45K*6L,P/%0%E+U4I*U1-C'D;ZE"O1]N#]@SIBS MY &_XM1L]5*6)R8S+C*8R:RL14O52F;64" ;@>"##0V(VE;BK.\K|
<1Z$?)'@*;RG/&[F1L]8+>]PT3.6.W,K9RL>9+;,T]"T#9I(;JUAL^P M_N(]B'PNS!!D9R*KNI7WA/("(H=0=&]_L1#N"F!889P0?#U=:?6, M]6&L?E,9;,G,!B8K<09VT4_^F'7#"&1V0
F1^)'2+R"!7T*BN!\VO+RETC!D M-O3)85@)A5C4Z2NRS&R,ER.1?858' R9C?!6 H;,XLS/Q<:9CXO.T_7%96;# MWUP:2K0:*B<0Q2T/S*8-N$#PY>'HTL!LKN6>(/C
<.XCV+P@/'.]$C($_/N&:Q[64E6*)#ZS^1"6B+]6-:*D/\M56;>B<9?RX! M6HC5HSBSD8MT%%>]1W%FO>/B-(GLVYYL6O0 M*(HS]SSOX/BWXVC'G%>',&KZO ?^U#YXBA>
M53?_&'N\#T7S]CKY9816BJ-ZQ1W]HX56BJ,XLX{^,8I"\O&AR(RXR]R+SB@? M6$B.J]QZX8PR[4!Y;4:8=R!+3]NM7 M9PH=[7PMQOTNL+B;^-#/VWJ%,&]CKOAXCNELM6
ML4BV,AL?V%;_/B2NI?EQ!X:46^X*H+=43*F+QFODX!R>8-G./+2?'"6N'=HD MN'HQG;E%K&O?FUYX4UB/#&Q+<3N^.GS7=A^*#.^(/X8/:UOR]XUS@@|\P<^
M!]Y.'W3G'()Y{^T1O0Q[A-F(1&TYK:3G=)'NL\9LS*.VG"[+QV V4%);3I<4 M$NLP&XHY"J=C8[F>*W.'V?!.C7A;TEK<838*5"/>EK3Z=IB-+-6(MV6MM\R&
MEX[*6[K!RC9+8ES;ZW?7#H/IX>\UE6-F8TY?#0:YO!=R,.R0$BVYMFHZRG7'Y6+TVKDC[9+V<^":RY;Y(@ M^G-"#(L.WK*?^E_@=!568;8WU#B&*TM-2&ACI61]V1/A:-
L:J;BBB.>NH_T8]X MNR<(7QU@W-1V6Q.".8@S56[KVBS_&Q;X>1,$L7_:M!+^U^"F>$N;C !Q_// M?D+&CL>?QS#.UMB8VL[KV5\>@%.!,"#/PKTW-=R_-
/###5H!S"R^,+#_3>#! M\ [ZYW/\7E'\[-@N68Q#DL7_^HRS;UG$]'S*Z[.Y"W/&JV!,!C-C$28^&?_: M^&DW\4&6'O"(<,$;"Q?(7#<,OGPR@"-(W 5C-MA#7VTX]J-[9A),XC2V<@-&
MOD:!<]\VG&W$IKZ;MYXPIT;_]\'-PI6E,'PX?[@:KH^4F3$.KRV^CJ#YN+D. M^N=>#^2]?RI^>C[IXI4JXN/W^_ 68XO+D=*W@:JJ_V$$$S"!0LIM"I?MBI@
MBYK:RSS8_I>1_ZG/*.'N;^^_"U] 9[F>.YA/X2&F$*NV>Q0I$A$F/D:(6EFAYS2P:?Y^#B0&KSVO4D:\AC#U .:H2P_K^$9V/[MA5BMT)\OI4=N]/_IYZN=CZ_%Z
E/$.K)$I^)&V]MK9+W"@!_]f^?W#U?VW M_Q7NK^YN]Q^$N]_!$3T?/ @/MP(L#0^@_P5)$6[O!4G[V?I%N+T6'OYZ):RL M&LL5X_SB ,^6>H]Z1AR*P4]4V)A3-]>>+X"G(?
RY@(40&9("[;*QA^J-#O:\ MBJS3=719\$EK"H^8X&TMRWA4MO1+#;Q%W@38%EF,R"R.[?1&; GHD6X'"%B4] MGVF%+;4U<0^%+5*3OBB%W=G]-*ZPW]LR>#J*C7[#=HT]-
!Q@J;+56&6K!:OL M"+HL*.V^_/!\(;J9M;T=DG6=#9E'RXAM=#V8I^;"O_\VS^%T*/_%.U%K*LL MM4WC3T)O1O\LES 7WJ!Q@C$JYM4.L@,+@"H?
6*QKPP7NC6Q>RJ&$$2VI) MBHJ>6ZG&KP\1R4=',X[EJKPYK9H;!^RU+[7TD+8*_;[HG) M7XEMZ;]6EL:BE\'LZDFA_Q7N[(-KXH;$]7#A^,:,X5/8NNK74R]N!$+,7X0!$ M$
+/L2UAH3TO@ ?=HZ^K3T:BPS =,9%S]?O1AF2-42A@E]\F@'J,M# MP0B$8$9,#)M;@NT*=A@(YH2;_+]LHW&FM>^X(M8%D9 Z645,5MJZI\H8FD? M)+?
!WKOFFN8;8FY)NG//!?+SQKW16&$9EGM'OES/>>\#EO/G"GT;\DCO%L M-^2U_=[96 1$I&K,/;,_.1_\%XN8ES@U%"==T4TOO]GHHY84W4ML<4MJXP M&]#.O,
(D$S9:8PY!U2UK! 6F >ZAQEFX5]SWPXFU?Z-B8N&O0IB>IG_;+CV MO^G?OQ2'P(3\.9]WQZVA;@!L"^LC(T\8>.U?DC#USCZ6M!1AC41"IJ3W!Y2M M;TU65D.
<6Y9/@B#^!\^_D!;;H=OHR[(JG-N(_5"X,_P?S\9KU0(H1Z,;O*!; MK]$?SFU0*)HF'GZYXN -+N#76__!>UX:#)((/(1_U\O2&\Q;"CBD[+48EK2 MI?#6OP,;#):]MXRQU.A?
G'/C:P^*WGE@U3K_OSV+3-Z8GC*87IHD?:P@ZFUU MQ?1!"^O.!{#9,\,1KEZ(2>MDA=LQF XDX/;5@EX (0$QE&!%'2,F?IQPAB)U MHH[(K-DY3=E= 9'^BTZ*9-
\6.W8S/2^70>&, !$)('#)" @HN16 3W7]GCI,0#, W4, B.37P M<56]IJA[5:.IBKQ0,5DV)SXUY@ZUE)> N9^O/1_$CXIND\9!X0\CMH@,UU!\ M-+8#&*> 14& Q#%F*-Q' MQ
ZUQPC" 4?%H#49)5P%"'/ZG.'(NG%ONMXN0/ M\8%\[D?8&H-D_MP!0U02?+/HU_0&L5Z@'.S/-N>\D^1XCJNC/=Z;5W4LV9__M%+"QU%ZF],CVSS5%*2:/I,!46!N4JK15_>-
$4J7B+\E*Z<$.H]T4Q# G@HE= MM3*$]RKEXF\A@&_0A7[X.AUYSFG-?1"GR"GOR4NTT B@%Y\G-GSRICQWARAJ MM$ZG-[WCA>95DD=4CI:FMQ854P$EZ<[>IO"?
8EN4A)GA"T_8X$1+8NI@DB6Y MF1F)\2'6(8C<5XRH=/H__WIQ2VG<(%(OXJ5!&],55P^JI#U-+Z0HH8)+./ MX3?\&X%9BQM[2+C;(67$DGVWJ7/F116C9SYQ#(Q9;FSS? ,'-
>7$MUN,$2!D M'F[>LGT@JS\G_AL\'TEK!(HCY8QAIF<&\\?Q9S+ M#G,FKT WKH7%(D08O0KFA)@_A"EN_'R>$%J6@VIY2OWFSI(OPL0(A+!M@$-O
M,$X<"$$__\^YC5X^,/ZL?I(P!TLYF\A81+K81Q!.C/#]V)^-]5'B M$*,XSG\TJ1!H) E:(XC6$7A^]&_8 9X;/T4;L)1Q,_!?3$!'00=) :&>]D@
MP5+0_LC(R0^4J6U9#OFH*BSK#X]K/Z D>]H@GS0>DFHZ#T<)5@TVI*<]$?4 M.B7:-H56[PC.E=Z)F%YHC8(E, M]3*$VX4LFT.! ?8J$)C-JW"#DF*8M(KG7@B-:
/A.ZOL[1FKN9C[.5RIBAH. M7O?D<>Y$M%]!R"E-_ M,6(< AX'SCM2YE%X!#B%D\77;6%("!V;1<.V2P/"M%SVOW_JRC),<\L(Z=?2
MY\5E.R_8/K[%A1B+B"_>,M;%E;8;K>&2/&K)B^C*:DBE+?O\01D D/GEK#H5 M%GOW]^IU"RQ(!?2*K&Y54C2!?2?\%]52*]I5EHF-62G7Z+5D.#]@-,.O:+;65
M=UOPQ;9<0KQMV6UGU_I9&2:?<_:F86\M!7R?IC?^!4#ET?-?$S+C]"(*(C.^ MZ"U)+HN-_B#)DGCO)D1&W+J-S+%8!U4SW&:/"97-9:5JL@H;I=;?>0 /"H*=
MO3LE&ISXJ.M47C66==]N55%ZE>P(G+(JR@K=!0E_HQ2]B BXLYFA+,. N9IBV M;U$%,B"]7KNK*7LD0'0I6Q?Y1PF08EHDJ6U\ ;B?63E/4O=(@$C=^B1 QA\$
M87#_5V+LR!XGI49H0@1,-M>C^8QY$ 5P8,Y1]^"$/I.>3]_EO.++GVUX-,Q6 M<,DS1H=\\F0'IVJN!UA8>IEW7R6REUD%7G#=.V(Q MG=O83#L7...9!TLZGFG6F$?
E@0AQGH9>%GT';TKAXU+[QXZCS+Q\6P1W4@M^S MC\\[QM>FV_=[=/W*CCI-WAJ?W6&@GC*SDXZBF!K!4=(YZ56%S?;TZWXFP[&3 MJ>?!0L6:CA?
0O0ZC./XBT$9_3]%%5)\6@5>ZA/A&7_$P+FF51%P\=RU(]CO M#7!!XQV48$6SB&E/ 1Z_-FX&UPD5K71K'=U91T_;#&[G(1OAQA81YH]G[8L MCV[QP <"8
%\"QOB3NUT5>,7;7;5+OR G^+D?:C+?ITZ@E=F3'_*>F? UR> M<*M?@ ."92N88W&Z:PG>V[#:6[.>[&PP2G\$'IYHR#S8&IMA_)$TP ?
*I*DZIXVA+N(2_&T!U=]J?3)N,.KO32]4EX[UW M(QTIL9*U,^K!TSK,]+F\@\4I2X^'IT6 Z;Y*?.AF2&T/IRFUS5!$9[8T]D#N M]VQ8 92(Z0T ['YP!XN4<).P[*?
IXF&8/QY1#VR/5CQ>TR0$ILF^KW4#"YH@-MM5>++)3[^F:8I<-'D;!AHMSCOA8.VZ3VY0=L#.\5V#=>>$@0BT+W&TO_7GN6O,
M+3LD%M:/)N)Y3[ZE71,V'S2F_VT^:,_]BP30P0(825++#0;P.8LS5@P5[$3<.M^QI^HWUA:%'75\,QL(??<$)(HC^6!SLCT1NBQ[$89??)!&[#_9??O""O;LD/,*Y,LK%=+DJW<+.$
MZY9$D'53ZI8+(Y@(UX[WS V4JO%7X08*5R*'!)DBI54BM PGP"H=FJ>=>(Y%-M_"!.F0]79&R;=LBME(KQ7N56"EM<8K#+P0U'/H M"5O4>5(8EMN#%9.DSFGF?
N0TE;\\HW,,%/8 A=\-UWBD&F19,7=I;^8\"+ : M$.-7YZ[AO 8VM1S?%`]JFC;#%YS3X*Y\S[ZQ0W(BF%!ZAW(@F1<)2G[J:0#
MFKDG"],?)#V*EY;QV2'MLJ7]!#YS%WZB="'^88^GO^"UW3],,4KD9Q X.H\Q>Z ,']+ZY\SX5AN U3-49F4RB]"]{OE:Y\Q);V
M4>GCR=8^U5Z'6R='QJ2(I8>WU4E=1@.FW6)NW&BC M/SR%FU-5PARZ9Z=J3G6X-<4,#F6]T;IZF=@CFU[8/= MY@>O?RWL_D3UV.&:X[CX4\1&?PAT,L("XO=
<=QR==\]'FVW2G&6D+==MO|>/C M4["==VHZ\'QF]WAMIX(N VPZ3I_26)CY:8C=Z",;U':?3WH(9-S&R'D5HI.- ML0W=-7B$M 53DW8Z@^?G@="{6[#/>0 _,0G;\.9^0P!.8?
=1+ZG' M&[T,#$0\"S*P+=OP\;SPT/A!X"ML4/H\1S2%,.N0UOAH6OZ; <$FT'#8#U_M\0UMG>?1/G?+fM(KUV_VAZM PR6L(<8C.PV?'KP)\'<&?UO?/\'_KU:,)QE
M4B[B#OV%'M= ":,JW?[2U(#;H7Q',T/ MP8N*(>FI\%&%)$)VO*RB7*P?G^E-RZ:-V&0W)(^O39BM.8]NFCE R>BZ:53P M%/=%QR]#G[A6 .W,]ZRY&08P.N(_V2:)[BN//<3M$
M7_#H>?:P\$7GUJ_/P?/AB0;_1$#'D"0GCW?"A:GTXV(8Y,G\OZ$NZGQ^OZC M9]MQWG]&@M">PM/??XZ,M=WYQN=8-F;:LX0[,-3=UL;S*4TVG5YW-BY]3OH0 M2/VOA
<@]S8^\W#QL/%4WLVG$,24;_@;?SGV#^*L'_L7P*6.X2,_ 5-!M,T< MV!+-,#H;U[:P7>/7#WGU!Q$FQA,11@9J;@!#\!%OH^,?0:&#VD6LF-'1J3&L M5K:[QS2)_J;U>3&. 9N+ 17*-
C?!HA!!%(-'>O@<$>PIV1#"W%Q0%P4&S>7 M<@3"N@K,!-&A9P]W<)FA[W0\]S'ZZZTWZOI&_3?X-]^}J4N(%;'8QHA'V M MPL<@&P5'G=/&JS!4B9WPY^!+@4F> K@%(*
[<5KC""83V?Q/);Z)EZ3IC,2VK3N MD7*;5CTNR 8:BGR.'HP\A6"H*-_TQ +R0LQYN-!&"Z)\ID^UIS,#23P&@IN^ M!Q:2ZTUMDP[FD7@SS[&I-[-@$]4>E'G1_4@-G-
Z4EHZC8@5]S&#!?X7)SV; M2S]F,YZ4B1W#;="=N%XCTU8TU-M% !Z4G5\P5)Q$8H&^,Z)QPZWAA&Z%MYL(^WBI;Y+L0-/
M>\/1YW@Z,&!OAIB(X;K\8P(&C0=)K%%@34W3PRG<"7:RH??##>0%:(A32+X+ M.4%@.8"% JO-0!M%.]06 ,"R"%RW/TP "3EQ8N!]7F/PY/A6#HB:VK&!6 M-
(J/37%@&*ATL?=N@!WBXT6),FO!\^9R"/@K?+00=R2H"Y]&+P$:XRCP"Y]0 MI1C1Y0=YA3'.':^5;"?^4G9!-$:VNV(&NB"W(249)7?4)/C]O.#T1$V[>/M2 ME6#_>GK;,FT1G?4!V
6"1P>91TP5X%5&+U2EX+|8"=2 C(8G$. B?S'U;HU:6 MXKA|\[LAQ(-/X9H3]!9@09D,7K3,>QI-!+L[>N:/ Y?B>VA(ZH:9' !&&$ M-U-G2+@#Q@@W-
TUA44X@K&:PV\)W#PR$)SPT]WE4[^|" M3Z/3A6VAG?TH4 M]\V/1<9T:.,7/1F"CX22QDX>90T&\;7HV"':&1<908*.SA<9'9.RH50"@X-
T,D44X@906V<8R5!4]W+RDXRZU+L!7M]=DTD?"%R!3/ MA)4^>NCZ1*F5E#!7>]D%H G(^LQ7@0^4A54(5$3\WH^MRG,3G'@4.3"%A%=O MCDL[OAS'Y\KLXI@?
P3L&:1"5M\0CBHG;7-6[%(PA0!L$>SQU^09[CNE<%VBIX/W-MC.DIVJ_Q[4:QXH61GP*?<**+T:]>Q +G&_\]D5GH1FU#KRW0YC6>%.O)N[8 M(93'!NL08<\P:^F,BF!15;-
,=HO+GZYO!^>#BYOR;<#/ ONI;>L&G!'KO\#'+ MY#G=/%Q]%Z2V\#:=X<,Y?'8U>!AF#/BEFRIV*62-L=7IZG]Q.[B\&@RO+F&L M@^'MMYM+8-
:E\/7\&W#O2AC^]>HJ@6JLC/UGNC9J3')+,0U/CK# M1#'FWMP-]2VWZ*1;^DR20[+'UG&M)^ 8.#*OUVM%2EK'W^N2>]E=U&U+ M2K9')?]
<4SX^%#3UH/1V5]WYJ(3D>*I^\=7JO]]-M;%]>0B'L"^1F%'US$_M_>^&#VZQ{]6>>D:@L+B?*QUESFF,,<]NKE@'HLZ$&0JTP8^P&&W9J4U%#"XW
M%LJO(V/A>0"FXLX'1++%G<^^**3-VW;MP/S3%D4F,7T?^:,:U^J\?'OJ^1/;>M;A/+-#>'W2HK!YTB']%YQS. M@]:C8&B4'U14$L0!>P,HS4[O8CK1I
MO@%7P:UVCIQMTHFB7T%;V;%JO%$OI=!LR(4"87B]@=8GU{8UB>*&!V MZ-;\0,&V?!HTNTX 1.V"P$1.2,'!"'Z\^D3 >YV\<-IKGG42FI28##-&OLDD4E M@_=,*W$PN6IB.CL4'
^+'O#K_RQ029TO7G7M^9?>?!2.Y\YB:/?+D<4.,P+B MM$;.MVG!4L879 DV%[3 <+:H.=NQ<>@CG976OJV@SMJ%GPTF M#BXY,V,U!O]#6I*>H*TV;@?
B&X$T7/+K$N$#W=1K^C-_5N[N6/.Q&%PN6[MX\&P?AU&6P-HW7V06[_6V!;Y0+_&-,0* M^6!%2K**B 3.4%.4V;9 N/U:C&HM"#,R8D;OLNWSG)I5>N>3F6%'1>=NP(W5
MC&&!F'Q7$?7V\^A4I=%7FATE=U:(6ZJLH&9',* 0U&!OSZ;4[3"-FM,S4V]I M%P9SK7**6ZB9E"HE852'N*=L8+2^*?5R^_[<0&4%,CLT:G[(=!K];E.55*8A M9.
M!4S,DT/:KC18']1U 6F*U-2N55T>4@KNRCDB&&%1,BPPU%(8>3-C,O-Q_1986_YUFT^0F/V692J NZ986_1.'?Z^3>R,+CM*P@98?WI2J^
M@TABL@I'E.Kf%!44XT9IZ>C9E>HJ$CT=1(\JLUTD?3*&:E0[\-;3G5 M&'BNN5>R0=,,?5ELBOES#=QP904VZ2L(]HI<-YJAZ35T5F8;"5<1)&O4P^9Q MV9A_^F8OF2==

<<60]CPBJR;_3%M':4IJ4?69K-=%?8.10/#W0#>O023XAF6ARNX@.RJZ.3)E=#%?75OC?->.W0O M'O'C_G##B<7|\4G'"^EYW5-*

*VM$;_TVLJC%=L|>QI@>WR#X"B3J.O=YN:E+1Q M.#=XB\VD8FF*149A.;JWQC;+#M7[S7,?D9B70,L]902W7SV-!MS.+4[1 M%H"9;J/?*

E9MJCW<.8DNOWI,GSWG"YL%O)_RQ8=+UDUNTV=0]/#RX'5]0(B; MR-A^(5;KW\3W$L2CU^C'1T(S;7=PZ[5 I;H3,3NUJB[2\&Q'9+MB]/2LU3\, MWS?6D\S<3,VD3R]A$\&GAV2.ZJF2]BT4$TX284ETX;/]\6IUB+!(S?Z:E,L MK**240U:.;LUVK5BQ&FPO'JVQE;(]A()I&!^.5'HB:N:R';@C!NPA588% ,= ME29.>_F["E?6BF5\ XN?Y63/)>V$6&3O(*T$;2I*CF!1YYFROO&#PRU/X"$O MW/# 1[77[*F\R;[!>';M0OQ0:B\A.%@)0QD:,5]49?T8MHK<'-;%. E*>* M87|@=0%(W:.DGZ11S9X6+C;/5N/07LKR!+)(G646C!^9+MZF(N1LF\(P M*ZA)6<"P'34?96>[8F'9V2I&@=E3IBO%8-R6+4"I#@G0CUA8WI-1EW;Q5$ZU-MJ>?/CW!]E16P[-"E6\'RH0]5JU"@]5!08\W\GEM7P?:(M2H?MC#.W3@_57+, !*F(H(Y<5#* 455;%6OU?8--7JR0]\OF2OIB?PG1Z&$) MBLYIQ-<&.VE:,1.'G4YTGA7CV#GACDCT5CK.JF M(H]CGOI/3"4-O) (N%_ M\N+Q3.F9_RZS:*"]5>N(.JM0PH)CI?0,OOWW0U*

MS>+'SOT,.W.!%_7+,2<9>%HZOS.7!]29!8:K!S+$;#6 :W RN M-\'4C9]/@3:DSSB?AO//AS%:&GW+4\ 5C*

M^;+/QZ#]31#,W\\K(0,D+[>D9";Y/L.ZG8=!".8R&&L:E'@4-FDFE'&=9^ M):LT^JZW&YWI\6M3ZE!3T'L;T0Z+2D1C73N<]74N_\-PT+9)FZKMZ=5(U?+@ M:)$'MNN;&D]#

*[&]+!;![%KS]AH,D*K1%]L)&ZHV%["9X0M/^+C"#:.^5H>>>T M*"6Q>).WR-&AP2MK1[-X,T\MR79+,;WL1F_FD6TUWU(,3\7F!GIO,V:Z27.T MRPZ-[CV)G-U,SCRR/$3N!"?*

RH4SA&M?6I-RM>1D:-9L_@@,WL)R4Q7+0-41 %3OW6^&U&1)=Y1)O>QY<%$"BRP7# X+*MENT*IC&S0\)A55396KXL"7D'=+QQ M+R(JKLA%YB4.+'==[#4[';//">$A@P

]OQ2.(DE$%'6;HLSV9I+3:V=X,IKS MZ9R><;$SLUA> CSU MRR<3X@;Y\Q$<+SB)C00'4<KI+UQ@=+D&]!W0,+;\8/QDEF@L"UB

M4^EMUHJG%R=N$C.#JK2;^="H4K&CL9004F0$566GVHZ\X2!(.';\ #NY%N7A M1]':J\6&5W_.[? ULPCA#C!-.;IB'B$JKU:<[TDXNE(O '2X=4R6FFJO6TG0

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]OQ2.(DE$%'6;HLSV9I+3:V=X,IKS MZ9R><;$SLUA> CSU MRR<3X@;Y\Q$<+SB)C00'4<KI+UQ@=+D&]!W0,+;\8/QDEF@L"UB

M4^EMUHJG%R=N$C.#JK2;^="H4K&CL9004F0$566GVHZ\X2!(.';\ #NY%N7A M1]':J\6&5W_.[? ULPCA#C!-.;IB'B$JKU:<[TDXNE(O '2X=4R6FFJO6TG0

*ME5WK6MX^,IJ+RZ#F4]:T1S/;J/3/L?.,/#?IE/IB[$'HPJ(@.LP/OW+4*4$9X MC%M';4J%]>XI@HDE>39<7KF\'FXS8S'RVL7#H?5F1})]*:^)QL6GT(!+6I> M5BHHIX;_:+N+L2-SXT_B;6*KPS$)L,T6&$;T,6>@\K+-CX$ET^U1A.!]=X4 MAO"=;9=PVV @A)YPX;D6<0-BX6^4RZ0=%C4_1TF*GO.]'(VJ:=",?D'+=QQ M+R(JKLA%YB4.+'==[#4[';//">$A@P*

]OQ2.(DE$%'6;HLSV9I+3:V=X,IKS MZ9R><;$SLUA> CSU MRR<3X@;Y\Q$<+SB)C00'4<KI+UQ@=+D&]!W0,+;\8/QDEF@L"UB

M4^EMUHJG%R=N$C.#JK2;^="H4K&CL9004F0$566GVHZ\X2!(.';\ #NY%N7A M1]':J\6&5W_.[? ULPCA#C!-.;IB'B$JKU:<[TDXNE(O '2X=4R6FFJO6TG0

*ME5WK6MX^,IJ+RZ#F4]:T1S/;J/3/L?.,/#?IE/IB[$'HPJ(@.LP/OW+4*4$9X MC%M';4J%]>XI@HDE>39<7KF\'FXS8S'RVL7#H?5F1})]*:^)QL6GT(!+6I> M5BHHIX;_:+N+L2-SXT_B;6*KPS$)L,T6>@\K+-CX$ET^U1A.!]=X4 MAO"=;9=PVV @A)YPX;D6<0-BX6^4RZ0=%C4_1TF*GO.]'(VJ:=",?D'+=QQ M+R{

**DSX25]O): M1U/^%R--Z\(TKO'=7\2]TX;&BM9SX_^B+,>DF)V@$,D2@1$9EE. CS>Z$Z4 M6XBZH2#(Y5M AY2!#V1SBYC7O#LG&\GF^J]^\K_A-1F?LC&,ZU+> 0ST-1IB]!SJOC)"-H;E<==[@]1#XEE M,HF(14O [EX98N>!-O^6OAGZW[@'2X=-\(I4_/"\UW5 ';_^G4]1N/ZGP%K(MN/:GUS.??#?_;R3*FJN_C<=ANNJ,VBJ9?*TO=5Z]$^?Z,)7ELUR7EW=%*G=% M"7.O"(N+@!E&.7_F);. PE"9.# _ 4JLM68Q6LW?&?D2IO.9W62 4^,WY M/Y?GJTZH)*" $7@1N[M->)'\45BD>P[DPG/G-P)LZ7$YM?9>93 S72Z2$& WM/L&M Y+4XJ*VO(9.P CPO_^X^OGJ=IF;K,"I-F;0I&#,INVP!)K25YAYS^)0 M9#*I\#:6J: ^]+!9F^C"O6;2[& _-=Y6B/]"@&1;1S^!/QH_F='Z.W;#(86_ MV.! LVF-LH&-Q-LAB4(I? E'^*(W.KEOL(S9]X$ ~ R T47(QT; MEF8YD(':R23Z(9!JAPH'XA*Y_S@??;+"X?QT JEQ2-BQZ[RUJNW M+4)?/ET+IVXO$#MR4#45PJ[GKD(C72)^/57-C:90S_)R4/EE^>L& .KUXL];G;=K?Q-LV'5_+G3 M]O?&LCFU>XUNJZ?8I#H-JUWWVR^8TPK7VRDZX.=4Z_1[SR]%9ZY>O?)^Y'W M\IC57GBNXE9.X>/N\B+*!2>!%-?5G'VXSC7QTNN_7TZM%5FJ,-7D41IY3A#E M#7B\>7*IOWSC_?2L9?4)M]3M'ORZO(ZG34O)]_ZZ:R7?GLAAT7:7J:O_A+%9.=8124Z M)WDS'^:AUQBE0*6+L2A>ESBHHM[SO7S\)W#1@7HV[Z/U1>R.L /D-??N M6/P:L=YM]N^>AAE95M^Q[+;=LKJ]=[_WVNMUFIU'^W^/?6I8P3CE20QH9 M7_(+]+-#$#(\EJ>185(7\3Q8\&I:50QWD;WV*&O23<\LV17L'Y;P_7QI75U?& MQW_?&/_[T?CXY876:?NRI\KN[)W_*

*[3AT[+ZV[-?H%2FIZ52ADB*V M8-6WQB_@'R\W"AO7S)5V;OK&N6=AJX'0,>7&.73D39%+,7Z1OF0 M_!]'!?]\&V45C+*S4:/<6V*4/P^'R0C;("[M\V\L0=@(,M 8/^O 60?.AV.C M3T?:%#$,L&WLL1]YO,37$.4KS$!B? MX+45?B#NL2&(P 4SK4-D'2+OEHZOK98.D771M4*DIJG@^&AKK((UKE=T/6>% MJX+DWA8[GDXG.-&A\/Z-[^E(FRZNWB&I^RKX.=KXJF'\G2>0,%9.6H?<$#EK MQS@K(66((;'HY&+PT9[I_7+#=SKEN5M9QLT)TU'&SKKE6B]1[A:G2IELET]UZ MN>G^C3T:&+3-/OM%IGNNVUE'W3KJ/EC3?3K2I@NSE3?=.N=WD34C:5B MSBHXVY=T]T6J77^=&87?1*%N]EQCP MI5U9HOJ;W$!7UNE$1#K^WK\)/QUITP7@RIMP'7\?H0GOSA: O_ST6USVT*QE MQG4!N;+67 ?D.B _V!XC'9#K@/RDK'EO<]9\[0/QO1GSTPF6=&B^?V-^.M*F M2(O2:83FZ]7^Z]#\"(UY?Y.A^;I'Y#HT5!,.Z!#R!(W W>T_SO\1-T.;'V_%^3@=C)OTW""*X^B! MQPF]?Y$Q?!9>"3F;22>#=*"%6/P5OECR!G[Q0Q;Z7)^]ZP!?@ZV M226T4RJ0Z!0B?*'UO9Y/H&/\@_<)%F+\PB>XY54^P3S.FO8*3CITTXD"G2@X M*]9PK6H;6C,P4GZA549 HD$-PO_C#EE9[!0K:@\G3@FM]'P3WP=25G8;$4 M?RU_X>8O<^X\7/TS;AY3%(^3HR/_MB'+VS4E_CRZ=+XF85?3>,3<80%QD62 M1*Y/_]*9!UIT)D&Y:B$T:*))KU*5ZG;!#P7%' _DX*3 M\HJ Y %KFGK]H\+UTE!NGTHN"LF^:TU?8((F"+%W^RHQ%2[+QF.6/BRS<#+.L MYG/V_/Y\A9 MAQ++USUOZ6_],4^,3_S!N({&+'P)!1:,?H;6")]ZB2NRFPE*U^0[WQMV.YP[M3K\]8*UA:] ;=(=--FQU7:?9'1/,_^F^>G>+\H\U!I?P09"SL,)\SN\-X,H= M\%1*.FY_^9,TFKRQ'-A>L#MIW&)/Q# YW) !FR3\}?Z7M[EQ\$-.'[WT=G9X M%)2E*C*.1)1@GRR_+7#?C5Z\6?MQIMNUOY&PB ;O[<:=5!8]F< MVKU&M!53;%*=AM6N^-^T7S&DU-T\+F?1_1G'J-?N?IK7#D9F7 M,?B-_VU)#%Z1G5Z^S]P<0;>OL_3JT;G^G0EI#>PY.]!RF M7]H-T(.P6_MUNOOY+F.'S812/DV\]A&\/4A_(Z@D7(C?3EU$\D3,0$/$?P.*? MTXG^58C"#)\TO@0L!+L[K=!/1\#RNY%HKQ=. 6H_G=]>2>ANSG?1O'3]^>W^ M;ZNC\]O/4]FO*^EV16O'4J,^01O=-8RN_/ZY8UE_V;;$;[}$B@V!9F0AHR$% MIE]B/W3!F ;&AV\0,Y.-_#R$IR!$GF1QDLGV-PBHZ36G;9^Q* ,W;U@\8"%/ MSC[_"S@$VVZ*OX%HWU8K;MWR^QN*"A5?Y2G'>_ \HPP/-@"M:_$$;>6^R]2 M^_;*:E]4'L.D5%#[V_+3E Y+%%_E*0<<+U3[AV/?!%M[^X>0|NVGO/U5/7VK M9_S>N&E<-HQ$*G_+.3=%SLR+)GB(5GX\?ZC?l.BH0$<%.BHX1CL(YD%'!8=O M'IZ*"E:-"0V#XKYM3IZT-'#:40/?27@B+5Q6,.XY(?K.?PZFV"AG!NP!Z3U M\L/U:?R I7(\3,2/KXLAC"]1X+N/VMM7;I;*O[_&)L[']WE(W3UU=/Q7T(PX(M$%GCYO(?AQ@3[$XD?K[^:-RR;U$8C1]!:::@*5%/WK@C/E;&^\C-4%FJ0$/M MZAI"^PKK@Y-Q=5'Q75Y\/$1_=^^*[Y(%;A8(9_&C'WX=()SRB]2@8LZ+=A%U M0O@T$L*H!M]_^$4%W^7@U:.I/O1#?X-:4#$W13N#VAD\'6?PX\7/*K@N!Z<% M/{(!#[0;J.PLE7]?8;UP4FI@E^L/*G@M3I< O\0\ 39N,AQ6S*7CJ!V!$_-%$505,$$-'?@9W6,9;OCAH\<8RX='V/CMS'T VX,3248?ZRE6#V4)+,40:&4& M*<\S%$[X)>_!@T*)V8&V!I?E2!Z-I;/(3W%58>%5IR*63F*K" Y8DOI5(U"\:("_A_A#NFU1/-R8 M/4\O:G7>_32(7[];^&6^WE.%+7FRA#FP"5]I^^OGH>LM)SF]RT"D:J+-;KW-MN>P75K17!1!?K;3OUAYWT_NB6[DO;JY^_71Q^_OUAYNU5[#3??RE5$&-)=,Q M_ROS8U*,25%&+2#N?!#+#]_<$2K.O);:ZCLM4[YXYRWUVQ85];_ =-[+_'JBC3Z%-T+#-T&&-MI7V%!PT(PGS/R)>BO@"]3EX;.\,P6/B?AO&1QR&/ZV1!5\UW"#1U#]#\!/TF M/%95;>]9RM=2:D]*S2(U*D-DMB)NFWBL(/3V MY8CV)9@5]#@_1RSV-/E?OK^?P)KXL8J^<+^DIJRWN-)DWS5_^F'8*UE;OA^0U MHM'_)P]#GHZ,+PWC5Y^%/ C8_MQ(I1^L1(W#_^4DJQ3"PB%_[" B;$9L =G M8H$++TF,'+?/H<2EBWL^#+67'X;^'D3>(_QGE(Z#=_|_4$L#!!0 ($VE M,5FWI6=^H! ("R 0 <71M+3(P,C0P.3,P+GAS9.U=:W/BMAK^OKJ"-MAR]G.[-L@(3L)K/9C@,F2TN P62W_=01M@"=-38KRTGHKS^2;(/!%\DD:=TZ MG6D;I/?^O+]ENQ//S^N;'"/B(==YZK6?-^H >28KH6=Q57M;MJK?ZS]_/G- MFT__]==_NYX,0-7L[$.S/3MOUL_G\WGI[&QNU3^>FJ?U=OO\O#UK MP=F\/7NWN#QMMB%LSDIK%V?M_I9X_1C'?YHF_6&A2[.$]_0Q45[+H0^>]=_ MN40K")AKCG?YZ%W5EI2N+T]."AX>WC^FNSKACC8N3AL1'9>'<^1BQZ/0 M,;=R+4K]=+-&7CH/NWW";W.]K7KCM'!.3' VY;R->]-9;S7C1EIFRQ:WL'T2 MW^P!2"G\,Y^B'D.XB^;0MQF+[S#O;3S'R&+I8R.>(L$L=L4D@6B0IA"WAJ: M*#]^G]\ P "%]I5+*'27'/HS825']&"K08"\ >N":G(:4[I10XEZ$^033W^ M]\Y_O7_TK-J)NE;?JR\@7!?2'. <)M(=7BEB0ET-I9J2R\%_UB*_.+]6;+99, M1]NP:Q_%;(CXGFA#:G)G@2+C%+ ^]IYJQ:9Z%S0@Y"YF1WF85L8@8. CM(@H] M9+Y?N/&0G/1)/7WA"#3*[S(N=_LB$CN-2P<\OA-?6:^S,W> "_MN\1SJ3)*V F:1[UG8N@(!YKFQ<7%B;C+.EK!#(E)7!OE$Y^LB;M&A&+DQ8<= M(6!)T)SUJ715CSK*J8$O6>&1!0)^?N-CM]F"I#"^FGA[F#G3R2"]U5S6,P MV"B(4(G=M]"\J/N,!3OXW^"\#6=%G6!X 2<]=/) M(<.!*-]#ULCY+/X^;-C(*8%]K1L*L/#;W+_C!& M@WY7*K=:VV@#3NZ\477IX9*S.5"$E',#'X6U/8E2B%L'0,A>+NGY:>]0VI,V?]*4&/5&8WVB M3?OLKC9D1+?CB?Z%,?2_ZH.1<73#+*!!"OFI&N0[E6#4 SNE@&D%>VH!U_N: M SN$.IKQI3<8?7L6N'?"I,B>'8,LEP^$@E<(8U"_H@UO=*,_-*:CSJ]?1H.N M/C&Z>J_?Z4^?!=4\|^5*@VTD;_9MAG4=&&4ZW3&=T-I_WAS9@%MM/755KU$Q5(§^"\<-M3X.Q9IJNYO/$?^^P4 6.%0CK1>2)UIBRI.'RHN6O.X1\ D5]0Q:6'),":O0I@\K10P=FUL M8N2]>,UAJR@?Z;.S#XFYT?/4'L#;R(0J/4\(2P13.+.50-ZGEV*5,K$2_.:M M-(*%*H2%9)JHC"TY9S0T@(<^ > M=1&%V'[Y]6-"H0SWCXEG&L^SCF3Y$YD"WH;&5"EOPA7>$0F0Q2E%,E$1B%:9 MKUBD1O2/YO%H,-Y7/)Z(!XL-7"P(6@ASW/D$W2/+]Y2)*9.&>56$)3EF&C@-MSD$HOJX=1+!AKCM]A*^=%29-D,U/V%*WXS[40),,.)QA&_/S$87A/$Z\%.5$ MX6>'@+HBT@IC;*N,_02L6+>PLQHB(@#DF&LU[*#22XH-KRI,B MG*&O[1#>]@-Q'2"FI.IX=M$<$8*LL&N,;30V.#D+L:MU%_BW7(AL5)T$Y6] M6"\=:HHZVW=@M@$Q;>_BC%4$.J-FSM\H8/DVWT/'GK(OS"6LC?8=%D;JD M4.?]9!72!$A4R;(K]W40Z>5#]IYF$%/]F@MI0!F(W&,3C2&AWLND@D2#-!,2 MM3K53 @5 Z'Y-1-D./69:\X"SVRD>1ZBWA#19\R"',G2#%#?;7R0 3NE(-#Z M#C"]K_#O G9$Q4)5DA361 TR#]9]KZ&E5+OO^%[Q)4S/9R,?TE8NH?A/8;7^ MN$:.]W2 CU$FRX&+1#U2M6EO;0"!$2!N!0C->,V5-/A&=(G(P'464T160;_X MC,F1(UV:#8D:FFHV"*6 ;P5<;=C;O\'*?"9!FFL1'UE&5FZ=]D*9!HD17+ U" MS94OX$AQZB5YFAD]8<"^]2'6H9MK;/."R3,FA)HB;5X4V,VUGQ>!?H"=;6Y$ M)H#0ADHF"-^5M0.IBV8%)OS9O%(8TW>'[2/&!586DZ.>(Z>P29%(5-E")*H] MV99LMBO63@H(D*5J(FI;-^K5[VPMS>6]$AQ0TV.%+Y$ M(2O<^_=ZOICH1@8@DA%<8MP$"'NJX7F&@$HQ20!(%IBTR0A;@PBJ,Q&Z<'H=V=ML$*C-><+#@[,0T8FFV9M;R(ON=%.X81TG7HIJHKZT:V^QF4:@$VR5A!!OU8)(M[VL"%$1(:9Q2X'+?1U%Y=MB++2QFK9/^?<(++#$G<2Q$P@IB@;KY<7*E M8",*:0=@[A7(=]I H"ZJA%.S1!Z#9(#ND=V*HC%Q;9M-#1X@L8X"6"I-"FNB M-G<]] 6CO\8DH]B>7!22C-H;B+,9]W8\82,M?T1]/V+63-B;NB2]1Q5VL_ M<-9SYX(464,^^62 HH'K%6C:+Z=;FB>)HF##*2:XZX!;5(Y- 8!.(C +<*O&M MI+A=H@P?6"9VS02V@;?,VQRS&D?F00IVHD:8BK:U1Z_8V\Q4DQ_,"CXO?=1(?Y)H? + M:0+)'W3U1]8F;C8:U-" <>>*Q:4_&1D^"K7S2Z-0NJ-5&R=U!3.G0S8X-RIHN9I*5V3W.L@XDW"5Z+X?T6 MK6.(Q)T.C-[S.8M)[QBYMOPIX:.G\\(/.3(87-0 M-F-E/V@S4@\ZEBBX8I.MXO@]2#NL!6P8X$'3 M"...3-0P\]XIG'S2"*UPWRU]N'8MW9NZFF6)>12TQQ!;?:<#UYA",^P>^]fG MB_5X9@8=)ZRLF125"$>9Y_;$]V"FZ)%>VZ[Y/?O,*2SHY682S4L;]2D2@5A/ M\!3_U<24Q/M@NSR;],6V3 >/Q!7]5A=0$H_#)_UL2MMW;I"[(""]Q.8$+?BE M3#L|/"5=EIU6I]=R2KG^D?%ASMV M7QJ18F\+$8PQP?Q)K,&Z(IA QL9C')*E8"[+2S9GU96@P2W:.B^>ZDTY:/B0)%AY*6&40Z2PXY/2-YRM)B0XWN/%UYR*#@Q9$N& MYPA&7$Y)XQ&]+.@;ILL.6Q"X*T2VFP9'#]JZTR5!Z'<$2?:LHIB0?V(DMO:/ MR U;<-/]+D]&&ER2AJ/C()"CZ6[Q)8(-ZYK%:XP'S"7GXYW+>-C)]ZN8C#)XS>:T/C.2/]Q@8KV\5G9(6-(,C#^O">=& MV\K] #MH-.^$ZA4> ^.0+*&D$A.$NZPB9YK$P1GO$7O8R()WZ&;+3HI<69]9Y M[*+_Z")LTL"N2&YUAR+Z,C2X? WB"\Q\C+XHK4:K;;: MZ)5*6H(U9V32P:BC-A1G,)4%FE-U:!*D)8"&VW6F[D*"M 0NL$X4,;GFA*VA M^!Z/AW XY&9*BC1*K*7(M&#^QN9H07/H03,X1*@RZ\OD*H-G44*%#QC5^H0# MXA(DX5[CB#9F%&A/ARPE<.D7W]YP$16\R:(N@2,.O_]JNY*GT9G+$I(@[K MKZZAAWB_)?$EB[P$KO20A0BT>[YC>7)/LJA+X,CHGL48+Y;T&CK?V1#",90[M)._]@6//%!?]L6--E\A;NG:N@BV+NC0+MP2!^0NV;/[284,"ZZ2+MGR>4>RJFFH&6="Q_-4___QNI>9(/8'0;G[>(35M)R7!HSM_"1^W!M$N+RU50'MKMD=NLG;? UA83DGCL9_=NVZH[Y&%MGBL$=DL7^@)/30/)%//<.K5W'QF28 MO+A5HF=)MI?9 [GV"5+:G9+Z].Y!Y7&?(G,9 MZC^Y[\@:PXW8EM[UD39G/2#?+M%S_>P=%T=**^F \@WOY2&RM+ KHQU&PBU> M.8*.Q0^&\NV:HH0!.0%Q0+R_;€#/?9<(BEU!.58.(?UE^UX%0)?\&_8@%* MRE<'YW[Q~1[M:]JY<%TZO(%C.3^4 MX,$!B]LDL!)G4J8N7R2R#L)H9H@/T;6BTWHFD5F=*,(PE:C^5&M8>9QE*!Q MWL("#U.RB$0@QO8M4&A-L*EV>#F7IZ15'XW7'70;F92X#C:]6TA9HY$,V[D\ M?REXXJ48GKED,[S/;_X/4$L#!!0 ($VE:5D]2FG'C,"^3Z2G WY;_ M/GDTI?I\,/^1#/A#K[V-E?]H[&9;F.AH.H8!2)8.328+6QN@H0BPZ_ON'-M7R77(? HP2MM0#'](%B=@&7TQBCT7I?E0T?#\3]_K5]B#.$FM]X%MOSQMZZ}?[\Z_E' M9\,:/DB/Y<_ ^^\WKX_013P,,Q[-Y&*3%,;+5;\7UY-/(U%_M@K,/0?T5< &2_)UEI_^[2]/GJR68SH9X7LL3^I__WC_ZGS(?RW">+XX_25- M3I_5OSU[?O3VQ>',X\,7],WQT>M7+PY.#E_|?O#ZX.WSP^._'QZ>'-,4EH^< M?_N$OSV=#4|_C? #L=Q^G6'Y[^]_Y*511,RI9Q?%O&SSTV7>L*8S28K14.1-<6W39M9[2#3@NS^T"/0ZFZ3^3&F M!5'N!<;YH.0@1%0,.B&0.BHT(C<6]H7A-Y&R_,&D_-#5;2;> MHT\XI0F//[Q&\@K.IO7M[62T%M0@7U@U&AK23:$83\]>F%.5[PZ*STO AZ(P*W+@A*8OBORYF(P"E](K*HH2L+16,=M![%,DUEK? M="BL=HR:S7!^(6GHC=8T/UXH6E0N9G ^9Q ?*&5NP-5\N MC9U0JSCP?C M7/3!?@YC.BALX/Y\S'=?],7>>40\,)M%.0 "NU(MT=ZB8.S#@*GR>K 6&2L MM?^U"; ^,>,/Y\4U?ZRY3!L:WSN.DST@FX&4B=CLZ)7DIM$X8/F\'@'P>E' M;4Q*BG/5W@QO!;%/?GT["G4IIY:V>,(@,.|Q(0&+(R3-?C;[*&)FG-2Z*-93 MX&DY1",,:)F44K&DPEHSYRX\?? +RV]&DF01VYL2_Y]>#-V&*"'-%U/BY:OQ M9P(QF=:|+,X'C'O+-6=0BB13[TV!$)P'$W5.DF>MI+JG]N&>(?KDG.\NX9;K MV42XQSC]/$SX+DSGLPM8!L(QGR+9K20H(% N98B2]):3#=\YXC3;*#01[R^/[MY"RW$6]+=6RFP=]-\5,8YL.O(\A'QI.IL:2C4MZ!*8FF1K@=BD31GF1$="## M$E5CU7TCD#[M1K33V;NO>=O-R\LS,U$EJ11I$^GS*A\4@W.@F:6@3$:C1?/M M[&LH-A&_>$$O^-J=U&F1(fE#2F I%E2R!2H9 F5DP6112FLXA>7!A-8Q M\7V8&LY(@PG9:,$B98"+\,M^!(,9,&9R0&-X!U.KT\A;U.FW%&AM=62-]V% M&LY/E^$2!5"3<:T>P7&]@+2,R$,0@##9+4!(CN!P2F*"TU"@PARXVI&Z!TZ<8 MME-.M!))E_OO%"TY7Y(MDQ*%F4)!SEBVM$ON/201>^U?3 V=RTTI9P MY@&5=.1N(H/HO(6,BB27EZ];1]F9RTAZ@X?PH';DC,[+'TS>A^>?AI-OB&^ MQ^7NS TSC9IKH9P!SAR"TIY>XU}=#@FUM2G8V']+X%Y0/;6++FPZZ+WM!K&N/L[-#5 M>2HK>,YR<(2D.O)&1@B91S"&U)D+6EO?VK>X"4>?4L>MY;_KLCYP<_K., <8A1^NXUTDB;WWX[2X\?4HG-R9$,S&TW!N> M+F[T:U+DTM)DP:7">)ZNYH(D!Y6]9SZ%+'1K5MP*ID^)YO;11P,!-*ZZ&CB# MDOEB('!&,Q(V0F0N0/(QJ!RET]QY>=YRV+958TH'GH(7D$+US4U ""9D$%KH MH UGJK0^VK7U!LE^ZZ:VDNPUKCYX<1ONA$X^X73^[=THC.<'XUQS49]JHK)N MMJ.BUR+2BU>@4)421K\H+3H UF#DK/FK1.EM\%YX^C<4-1-]LZ9N1X=5X'L8? MAG&$]^D1D,.O:.;2HK5S^C-9.2.%B MZW-:F^#J4Q3<@\S-1=&),>C2_*AG*) .W!,%'D)1Y&7)1<<]I>2M,UR$UD38 M1MC[K7G:2=@/6M*.SOJ_KTMV5/Z8K8@W,*E@DC*!L/48J#OF"FZ;GZP MU'Q3_$Y ?0IO&XB^W>)W41USX9@P.ZDPFQ,XKDY M#VX"TJ=HMH?\=U[L*W+_ZJ.K"_.:?F[5Q^OXA+Z^.7Q[4D0;.!F/PJ6(MG69X@TP=G8CIO007D:VZ M5D3E(D4^]&8YGM"7UN=C+PS?IZ!R5WE? \RP>N,KMG8MUW>>LGO]AL(\"P? > M5(@2'$$#3CBLMSXXSKNBJQF(+2-)^*%DOMN2-PFZSV;SDJ.\[GE$Y.$"HUO.EX MICN6R71J/O(D?,79X=?Y-- #R#|=A^NT5++=K2)M8IP.EHM%R@.4YQ-A_X*!WZ MH.%$;\DO8A%"#!)0R&1=21J3:AZ#=C.=9N_8!0*%3 YBU@&DJ8T O6+DDW@& M&)+S(6D54^N$XIU&XG%5;U_X>.OK^D#IM?7[.8*3RX#66F2@N'4L,@;,!@[U M9!W$'.DG#<$FH47)O'59V-V(^!0.["VYVLFT999O.,$UB(OH!L7ZZ#%;D%Q) M4#I: <(;8;T(1BGOI"[9N$78'G"USBMVZ"7VE6"MQMDM0AN%X5M<)9T=C6@(" MLAC./M;_ ^E%9M=24PC-'X;6N/16*%+5[F01I6VNJ MM95L,*]#,/[\CCZ0? Y_BI€\!>?(,)Y&\]3(D$P(W(%3*M&$/85=V7$H]E@, M3)O0O*//6B"V3'*^[U]J43:821M4B0^]PQ2!%\;$R7PGFC/G4$3C6.I=)6(MNCF22%L!%%*@%T'WD4 [\XUCFMZ(\!SDT^%X.)M/EQ5>9Z"82#9ZFJ8PO+9W MV;9X6Z\XASS^& MZ0>:HW3&*^3D!QBI02G-P;$2 >M5/%[7EMF=]'X'@-/#GYS(NRVZNULQX7M M#K0F2&4X\.@K $NA@(T*N-1*6X4NY];UBK=N*CV$R9]QO, SK_CJ(9CS6]"Z M=4S_R[6MH./%&;+9H'U&4*&>@M",0919,NE="+]UP_0 F'WRI![*E^MO0+?2 M.GC.;4:3*TW6IYI7O7DF1U/I26E@0_*\;-(B)+I'SA$FCM%3X5Y.ZQ5O#5[M;D?3]PVZ5BQIM/C-R/ 6YQ?V'&1)2F8D#PX3Q9D ,RBP-E89UFR7)3FK2$N M >CS?F-T',F;Y>![CR;7KF(>@2?3,E(@A,,=UZYAC;_N-CZN!'\[!ZWGH?LB_ M\08Z 5TI:,]3,%95$$M*B$B>M3))@(IH4E9/V,)#(X8K,>,+2?H_D1BBITM* M.MF;3;PK? LYG.UE_1Y'^E4G!#,,,A.U?L.ZO;*0 4N)&$-Q5C6MCY2=@>U-,[S\V6Y"<3-Z% MU9%0[Y)UD=8IU'Y<'@T$-!ER413]VNPX;UX5L\|\)]BD3V151^\N81ZO0$?GYP M_/>7KX_^[*3H^OO#NZZOOF4:C4JI:X?H,/M(<=SG(3WM]V]_4"#^:GR>"CL@ MKGQ>7[L6%$5V28(728&RM:-(MK5C?=92>"/1MRXOW!S=SB=Z3RO=_VS[M?? _IS22KV8?]D/5(XAQZ+(RU[>/ZH91"XX1\:08\Z,.WZ/_KE_.ME#X9M9?]'C)FU" K.NTGDU[:O_OAK?TL]F'ELFNU24Y!Q00?A+.8#A8 MK9P3DMS+]J?"W$B(, <;L59'>'OC1F3R;L.5BBZ;Z+Q1HN0C02GT)3B&X)!=* MVF5KM^3JG>49ZCT="8.VI,$V8.==8_1IEVT/9&BVW"VS5E?HN7+85R<;UR"A"A"M$7[U/K UR:X>E4:MR=_H[F\VJ8&;IAN7967 MH\F7XS.V#Z1.5F2F04BC2$Z6Z$5R' M&NKRU10#B45K3 6,CV0TC:>8/SH.DB8MDJ]7%+0.@N[#M&7#KJ]4,^T@IP[9 M<_TRJH'7H? AZGXT0NI"-):0J0R:1Y&]L3:P[AET'=['OP? MPQ1_)TBY9C.)TI-2JLV@N*]7240N%6H50@?;PMM W"B;QWXN M1G4IQ0ZI=GN;]H$SB@44"YQT90TR'5=:!<^39M:ZKW_;? 1B3[R7+& MG+'6'SM=+DJH['@DTZL7G_M6>NZA>WW]G^2E/+N$FC8-/O3 M%--PN2CT_0C7F[,7MSP&.04E$ME:HBM!9:<;*WG]4=QB6GFC?1WP371I39 MUSF./5&FN;RZ3C)^[Z"VSELQE5 4FR@DE 2.5!MI/;WL")Z%%,&8U+[(:$-H M&_%)_?2QV.YBVT-@O[(..!$\B(]#E8X7F^NCQ!K2P-MHM;!"V9CZQ:(IX+:_MB$?IZH? YZ"'!0R35T2;I?9=88 +DR>M$3GYM\)C Y>(WUF$Z*QU7LA-]L&V M&GC6BW>@*+6X%4RG&54]O7Y@+8>;Y!\X@[<+>NXJ_L?(]B5M1=!)07&, MK"V2B^"R" (!LOHTL\RL";)RX>FNU[W"#UQZ?GKN)O1L_5%(_*Q6D?C7?+X,<@ MBI..@TDIUO4*$#2/4%@TC+G@K&V=MNU@&GUJL_$#$?ZQ"=55A[KWA_\X?/O' MX7L\# <,Q+1NM:IE,3Y>Y\#@:;?ECUWWV!\S F+U)KY" .#?MV)ZY'XGYT207F4 MHGFSJDUPI7A.(1J_*T6N#]NK)-C^6;*C'+KR'WPIOGA\=\/ M#TI>O7UYJ/I-*

**DSX25]O): M1U/^%R--Z\(TKO'=7\2]TX;&BM9SX_^B+,>DF)V@$,D2@1$9EE. CS>Z$Z4 M6XBZH2#(Y5M AY2!#V1SBYC7O#LG&\GF^J]^\K_A-1F?LC&,ZU+> 0ST-1IB]!SJOC)"-H;E<==[@]1#XEE M,HF(14O [EX98N>!-O^6OAGZW[@'2X=-\(I4_/"\UW5 ';_^G4]1N/ZGP%K(MN/:GUS.??#?_;R3*FJN_C<=ANNJ,VBJ9?*TO=5Z]$^?Z,)7ELUR7EW=%*G=% M"7.O"(N+@!E&.7_F);. PE"9.# _ 4JLM68Q6LW?&?D2IO.9W62 4^,WY M/Y?GJTZH)*" $7@1N[M->)'\45BD>P[DPG/G-P)LZ7$YM?9>93 S72Z2$& WM/L&M Y+4XJ*VO(9.P CPO_^X^OGJ=IF;K,"I-F;0I&#,INVP!)K25YAYS^)0 M9#*I\#:6J: ^]+!9F^C"O6;2[& _-=Y6B/]"@&1;1S^!/QH_F='Z.W;#(86_ MV.! LVF-LH&-Q-LAB4(I? E'^*(W.KEOL(S9]X$ ~ R T47(QT; MEF8YD(':R23Z(9!JAPH'XA*Y_S@??;+"X?QT JEQ2-BQZ[RUJNW M+4)?/ET+IVXO$#MR4#45PJ[GKD(C72)^/57-C:90S_)R4/EE^>L& .KUXL];G;=K?Q-LV'5_+G3 M]O?&LCFU>XUNJZ?8I#H-JUWWVR^8TPK7VRDZX.=4Z_1[SR]%9ZY>O?)^Y'W M\IC57GBNXE9.X>/N\B+*!2>!%-?5G'VXSC7QTNN_7TZM%5FJ,-7D41IY3A#E M#7B\>7*IOWSC_?2L9?4)M]3M'ORZO(ZG34O)]_ZZ:R7?GLAAT7:7J:O_A+%9.=8124Z M)WDS'^:AUQBE0*6+L2A>ESBHHM[SO7S\)W#1@7HV[Z/U1>R.L /D-??N M6/P:L=YM]N^>AAE95M^Q[+;=LKJ]=[_WVNMUFIU'^W^/?6I8P3CE20QH9 M7_(+]+-#$#(\EJ>185(7\3Q8\&I:50QWD;WV*&O23<\LV17L'Y;P_7QI75U?& MQW_?&/_[T?CXY876:?NRI\KN[)W_*

[3AT[+ZV[-?H%2FIZ52ADB*V M8-6WQB_@'R\W"AO7S)5V;OK&N6=AJX'0,>7&.73D39%+,7Z1OF0 M_!]'!?]\&V45C+*S4:/<6V*4/P^'R0C;("[M\V\L0=@(,M 8/^O 60?.AV.C M3T?:%#$,L&WLL1]YO,37$.4KS$!B? MX+45?B#NL2&(P 4SK4-D'2+OEHZOK98.D771M4*DIJG@^&AKK((UKE=T/6>% MJX+DWA8[GDXG.-&A\/Z-[^E(FRZNWB&I^RKX.=KXJF'\G2>0,%9.6H?<$#EK MQS@K(66((;'HY&+PT9[I_7+#=SKEN5M9QLT)TU'&SKKE6B]1[A:G2IELET]UZ MN>G^C3T:&+3-/OM%IGNNVUE'W3KJ/EC3?3K2I@NSE3?=.N=WD34C:5B MSBHXVY=T]T6J77^=&87?1*%N]EQCP MI5U9HOJ;W$!7UNE$1#K^WK\)/QUITP7@RIMP'7\?H0GOSA: O_ST6USVT*QE MQG4!N;+67 ?D.B _V!XC'9#K@/RDK'EO<]9\[0/QO1GSTPF6=&B^?V-^.M*F M2(O2:83FZ]7^Z]#\"(UY?Y.A^;I'Y#HT5!,.Z!#R!(W W>T_SO\1-T.;'V_%^3@=C)OTW""*X^B! MQPF]?Y$Q?!9>"3F;22>#=*"%6/P5OECR!G[Q0Q;Z7)^]ZP!?@ZV M226T4RJ0Z!0B?*'UO9Y/H&/\@_<)%F+\PB>XY54^P3S.FO8*3CITTXD"G2@X M*]9PK6H;6C,P4GZA549 HD$-PO_C#EE9[!0K:@\G3@FM]'P3WP=25G8;$4 M?RU_X>8O<^X\7/TS;AY3%(^3HR/_MB'+VS4E_CRZ=+XF85?3>,3<80%QD62 M1*Y/_]*9!UIT)D&Y:B$T:*))KU*5ZG;!#P7%' _DX*3 M\HJ Y %KFGK]H\+UTE!NGTHN"LF^:TU?8((F"+%W^RHQ%2[+QF.6/BRS<#+.L MYG/V_/Y\A9 MAQ++USUOZ6_],4^,3_S!N({&+'P)!1:,?H;6")]ZB2NRFPE*U^0[WQMV.YP[M3K\]8*UA:] ;=(=--FQU7:?9'1/,_^F^>G>+\H\U!I?P09"SL,)\SN\-X,H= M\%1*.FY_^9,TFKRQ'-A>L#MIW&)/Q# YW) !FR3\}?Z7M[EQ\$-.'[WT=G9X M%)2E*C*.1)1@GRR_+7#?C5Z\6?MQIMNUOY&PB ;O[<:=5!8]F< MVKU&M!53;%*=AM6N^-^T7S&DU-T\+F?1_1G'J-?N?IK7#D9F7 M,?B-_VU)#%Z1G5Z^S]P<0;>OL_3JT;G^G0EI#>PY.]!RF M7]H-T(.P6_MUNOOY+F.'S812/DV\]A&\/4A_(Z@D7(C?3EU$\D3,0$/$?P.*? MTXG^58C"#)\TO@0L!+L[K=!/1\#RNY%HKQ=. 6H_G=]>2>ANSG?1O'3]^>W^ M;ZNC\]O/4]FO*^EV16O'4J,^01O=-8RN_/ZY8UE_V;;$;[}$B@V!9F0AHR$% MIE]B/W3!F ;&AV\0,Y.-_#R$IR!$GF1QDLGV-PBHZ36G;9^Q* ,W;U@\8"%/ MSC[_"S@$VVZ*OX%HWU8K;MWR^QN*"A5?Y2G'>_ \HPP/-@"M:_$$;>6^R]2 M^_;*:E]4'L.D5%#[V_+3E Y+%%_E*0<<+U3[AV/?!%M[^X>0|NVGO/U5/7VK M9_S>N&E<-HQ$*G_+.3=%SLR+)GB(5GX\?ZC?l.BH0$<%.BHX1CL(YD%'!8=O M'IZ*"E:-"0V#XKYM3IZT-'#:40/?27@B+5Q6,.XY(?K.?PZFV"AG!NP!Z3U M\L/U:?R I7(\3,2/KXLAC"]1X+N/VMM7;I;*O[_&)L[']WE(W3UU=/Q7T(PX(M$%GCYO(?AQ@3[$XD?K[^:-RR;U$8C1]!:::@*5%/WK@C/E;&^\C-4%FJ0$/M MZAI"^PKK@Y-Q=5'Q75Y\/$1_=^^*[Y(%;A8(9_&C'WX=()SRB]2@8LZ+=A%U M0O@T$L*H!M]_^$4%W^7@U:.I/O1#?X-:4#$W13N#VAD\'6?PX\7/*K@N!Z<% M/{(!#[0;J.PLE7]?8;UP4FI@E^L/*G@M3I< O\0\ 39N,AQ6S*7CJ!V!$_-%$505,$$-'?@9W6,9;OCAH\<8RX='V/CMS'T VX,3248?ZRE6#V4)+,40:&4& M*<\S%$[X)>_!@T*)V8&V!I?E2!Z-I;/(3W%58>%5IR*63F*K" Y8DOI5(U"\:("_A_A#NFU1/-R8 M/4\O:G7>_32(7[];^&6^WE.%+7FRA#F

*P'8>X&9%*4KDE\U2@U.#]X+JP\^34OY M7S\CV%8R#8^=GO4MGTS_6?LV3A+.K@!S.,,20E6)3(RF,%,%R%&*X))09/W MU15E;H?5!U=G+Y1I))GVE'D?OKRIUG,81E=P11&<+*4 2IH\&6H)--L$EHPI M^>PU0=&9DKD551^\GKT0IHU<'LW-N:5)?H=>SCTC=NWD;#/A!C[.+<,-#+G MS*L,EB^#I:0A2.2@T0KDF7BC-@E7;WE\ZIM-Z)&7;,E`!I*_/%A?7(\]R7^`E7XT(^)I/__C#\,X MPE6G,K*#'1J0.T;KVGAL.M%&VP15%\SQ]?!S+J^Y-O(@(\M9^P_^, FJL_3> M60\EYR2R0R-EZJ,"=R/-U=F!X^D'*2U.%\NNK9?Z+!:=;+!60)'U%&&M??** MW*VD#)<9G9:Y=5_,]5'VZL1 0U)===8H[EE^SH.H.G,M+!0>R%RP,C%06.^Q+!8@0C(M@G969LZ)L\SL]*\]Z7E_Y M54T*J8UZF^:,Q%_W:.2^:"$Y&!M38O6 DZ758$0@L:4,17->>U"P/NPMS< ?TOO_\D7"W&-Y/Q_"-0%!3CH,X(S,F:2*O]V1FG[W+0 0BP5$#G(K'-W4#Q@^ 0K=X?'W<2ZE-9\F5YWR;/K)%=SZ]\TWS%:U[9ZTXDV.LI+ MX=8T_%[_*+5SA@=/:1'3UM%4FSS&1081$^%]=;GZN1$4B3.QI7#WU#NA=`-MHS#&R>+B5 7'Y$H]+.^$*!3Y)LNHD)\BN%!.8*Q);I]K 8QIYCIH\CT/BHDKR/KD[EK MSYH.I-/PZIA5)?/I"IN3\!5G!^-!\QJ84%"KE,"JHNL56@]"Y H\U[*X>C7MU6[#6Z0V1A>'_:+N-05W)I3J35#=D^QI2,2U!DCO7^60_!I>H9&BF"]4DT MOXCI$H_^':/LC@S,KW7#=BF?AO,P&OY/1,%2;Q7-98UF)1,R: Y<6 G*U89:MO)YCRB%*E!FY;,V"37!M>1OY#T:.Y0)YW.CI(*7IXM0%>UU'3[>/N)<(:L,) M-XJBKH!V=EA#2"]L00=<5V*X*! :6R!SBJXUXUFHUKWC;P6S>PW>-BH/+00%7],LL3RI=67#W8CZ%)YT\XHWE$@SE]SA M7(B:SN"0=XRI6 LJ,"0_B[RK:,GC\B;6?CB:8FK`M6V>3-X36IQBF&\IT(:-V>]5&;.]Q/IPNS_Q?;]Q!T53D09(G$W,]":DD.$61M.5KN4#4H16H=^NZ'1/*F!^:,DVETLY3.>M9^:IVP+IV%%X@C6WKH6?MJO8I-M&4]F"<@KMAY##%HVW\:Y&]$F/-G7?9,=>2KM)->5]\GWQ,#]2Z#AZ<[-M;G_6C@F-#4$V2E6<;2TO+W;P11EF?82BN =57^?(& >/F%TRV#8T?VLNCK_,M 8GS^RE6!8DZ<.5=C.0*EP++*BGI@GBDHDGL4,E(LO-E9B,O/[5-2X<&RNWS>M88>%:Z,.5Z9'.PF>7PM0VU28%!PIHGH'+4_U.# Y(2:S&OTFK6+K9-E-./J4M=]A9Y,T6O$GBZ.)TUH;BO)GE)61"R4(WW:.,!&NKLXJKE3EVMEHN!PMR8)*BD7'#$9*#5B)K;$&U!?;/+CI![=?]+,Z6R M3SEVY2. ^/CPX/CP^7GPB%[#.(HQ^#Z.*\O@C{G)^;&/@[/@\|\+!F[W_M@:-H)9(A858CV17+(%BI0,KX92L<1I\F>XF!$0+J$jC@#.$9! M3DI*8C \8>E?Q+FWHL$&]-@RWMQ&'EUG)2]4"'*!AHBC2;DFRFKW%F+A% 83 MVLQLU!0*[X[\3QI9;!>>+M]4%R^DP3"5$++ZBJ]5,!(/<5Z'X+7$]#;1.SBM/]6F #)*Q8$96P^>ZNKYH* %B8KQ MQ+T)8I\|\+!*NUEWF"0 M.F9V=K(BB<\;Z3=QX3X*Q M>]_1Z0T8^W3,H#^D>Z@0VU05;8CPH,QQ>@Y3NL!=O>_&4)Q.WH&($&VD[Q*S MCOF2Y$;!LQ\T>)\.'G1*HOV(YU$4UO)&I4'23+B(!;1RCA9%DK?)4R.&*\58M2A1MM[[F=N?03]ST#N5M;T8.|R3K'|?OT0;_V]_^]02P,$% @ 3:5M M61]=8-# ^0F1P K/<" !0 !Q=&TM,C R-# Y,S!:?9&5F+GAM;.'I\.7~,.6VM^GU^1=VZ7R_:V)>.Z7E#EN5]S=B20U)US_N)@24A<8HBW5Q+]]@..H.^G_]E?V%_OH+!,,@=?OG M?_OU][./Q/[Z?_[CW_[MW_\?OO[[_?'>3"\).0_IO]L?_#U;M@]OQC_PBF7BU];_'3XUR - M4T$SHG/.1,]N[=W_^^>=?OH=A[R^#X?D[M3]EXM_CM7^>__OW![_\HK_-G'/OIC^[_M51=]DOXL>R=__]^=-IO(:+3[K]MT=CW%V!%/!?/T/;Z-1[V8_Q%\==?\ZFO[3X/HQU."GES"+RM_IWQ0%K]& MRK<(XT2POWP?I5__X]]^^>64F.3^_PT$/3B#_,O_K[R>\#Y%V^^-.WJ?OV;OI M[WROAXBGGS"^^>@[_^W74O?S:@\7W+H:05Z)?++ F 4@7,_UL^[5UC3!<(9!@G M 0A^%_I%Q2MB7/;IS3%??Q9)D/VD-ZZ(^.%G5\4[N/3=F@)^\-$5T$X_B%S"M98!A3:AW/O<6S@7(^PC_-?"]\>3R+W%P^6Z*;/_XZ,/\T>G!!_S+Z?&GPP[I M9PGQO^/OQR<[)T=XD_WCO"7/G\Y.?@[_H/#?QQ\.CX]??HM M_QI?DK(!4R?H%'/3)]Y:):I3M]\M.]0G_'+^V+*L+:T7OH^AGV"VC2U]0;Q MSB_URB8ZN&:]YP/TIM_M3$;DW/NOG=.QGFCE<,-5P"'^==31.HH(QA&@+A 9 M@B5! Q GLC"",>%9?*@SHX4.9C:*4ZV9/~)=8> =],:CQ7>FG$SY6(UB)NH* MZSKSH0<=\%PQ$0+Q20.1/D@2O+$D6Z.2RS(RI:R!:4FF-$/G7?9,=>2KM)->5]\GWQ,#]2Z#AZ<[-M;G_6C@F-#4$V2E6<;2TO+W;P11EF?82BN =57^?(& >/F%TRV#8T?VLNCK_,M 8GS^RE6!8DZ<.5=C.0*EP++*BGI@GBDHDGL4,E(LO-E9B,O/[5-2X<&RNWS>M88>%:Z,.5Z9'.PF>7PM0VU28%!PIHGH'+4_U.# Y(2:S&OTFK6+K9-E-./J4M=]A9Y,T6O$GBZ.)TUH;BO)GE)61"R4(WW:.,!&NKLXJKE3EVMEHN!PMR8)*BD7'#$9*#5B)K;$&U!?;/+CI![=?]+,Z6R M3SEVY2. ^/CPX/CP^7GPB%[#.(HQ^#Z.*\O@C{G)^;&/@[/@\|\+!F[W_M@:-H)9(A8=CV17+(%BI0,KX92L<1I\F>XF!$0+J$jC@#.$9! M3DI*8C \8>E?Q+FWHL$&]-@RWMQ&'EUG)2]4"'*!AHBC2;DFRFKW%F+A% 83 MVLQLU!0*[X[\3QI9;!>>+M]4%R^DP3"5$++4

[P6+N(>[N M\(0;M2T!V$3.E9O>E!3_3P/?OSI",G N,TF^G)4<-|SS'0!%C0%K#M!'WFYDN_M3:*^^ZF[SEYZK]0'5<14N9W]"7P;]+Z5=+QILMI>^1"FSOV?W?'%EZ/JA7'K-M-,?6!>(4$T06"]<%S@BS0ALP3!I8ITQIK8>]-7KK"[6%;?IN=N9T-^*9";U+ M7S<&B"@I0X++B0B1N1962WF_&JVYQ_D Q8]MWS5DI8V.LG?IRLPG8ZV!J27:*

M;AF>W=AU3;EZE/H&@FY]LUC, '$V1X8F2YFP0"2>8L3)'(B.NG15MZ7I^JLE M_PE;;AO<;R+?EL>A+.;N2!&ITYYDGGRIUT-$2C,B0] R>Z&RK9W"^1#%]@V$ MYNP\4A_Q#-&V$)]^7==S?1)V&$?[4T5#C&5E8+GQ)-C B0,NN;9.F5S;8UL M9(?7%CO/QFW.3 OJ>'2,.^#YE+6?FW7P=5XAXH7D"8]/&;O/&WZI.EDWNEL MH)G#1AU-@*\;20%?%*E9&>GL',F.9\^.. !%JF54;P-M6 4IU;7FP/.5$R4NI M'ES@%, ?5H9O68P[!],.R.>QM9/FCX#JX 3]=-.=OIQD2H"@EE41D%8P M\0;A(TAT'WC&/T3*VO5$M2O0MN]^52+K?J9.!4FWX'??6>9IDJP=L'D"TO85HG4[MB8)6]*1 MCL]&!8YZ*ZW5B*E,A%#)$A")>LI5 EZ[OF)9CAUK0U.RUE"$C23=PA%Q5_LO M_/ <1AUJ*3>1"Z*3+=`"P(C3/!"1,Y "M.IYS'"\8?:?(^DV*J,FPX)P M?7?@=4*R3@5MB \9ST)%3#B59)HE1 P"8+XA-'"%SF4XI[(^?V6 MIJT<$8^"?%NZTRY'+>2"+#WPL@<.N.<1#F@-2Q9QRXNE R3:6,D%KG*N/3!X MM6EIZ9B__CSY'C..C?\Z*HW#QMUO#2CSY\ONT9O<-,^.L=*5PXQ=-IP&= MXKs'[_VH1.PNRWW&3'%]TP_"OQ7'+ [.^W_G8Y5]PYFD;T:.UR*Z&5 !RJ6 MHQ)==DZLSY8PRP5P0[D6M2V3RDNH=U%1!]@L:JH33<)!0MO36B)!BFB':$ZH M49J[fT&IVI7VK2QD6YC=>.1%2FU@D;B9<'",MXV%"/?CRL==;@ VZI-'YUH\ZKGKW[NY*=.<.@ M(BL57=Z"YP2^3H;Q]5PG65]'^(A&K@.R$VN5))Y0H;6!,?=.!0Z'@VT1L#-M M08B6H35-$N,.#>TR-9MZ39C/*?BHT=9=J_?GR]:2%?1>N79I+WWK MC@;#>:!?,HL14 0YD]HLI@2^I*H^)D68Y&F75*?NY\Z/:\UQ:%[@AL3:.M*RQK!SWKS\9B2. "H5&70AM'B3-4HA)G&A,U4O+:?7Q7*OE!1=3E[X48ZE)@-MB]Z.:T!KJ^YE-.P=E;_4(7 =M6@@_3:*81Z!B)N=R%E3HGT96&BX)YXK0Y1F M-D .(=X_-EZ?8CQ5&K-UO=A$Z+6-ALMI5&UVQ3PNJ6N+.0/S4U$EW F%$(0; M@5ND C29(%KBK!6"&L!S>O8$4\\9P=%,;4(&;0DSGK7?D*%MIBU:!I>/VK=H(\[6[5?S'(%OLV!19RP M'BQW!+37;*<$/"I-L$0IZY("&U52:U@%CSSB!.6\V8B#07T!MA$8'%Q>#OJG MXT'\XXL?'@]/IX[%M&(7C[CIB=@17'A@U)*H2]]\%2GQP2;";4*]AFB\]IV& ML :L[>O%2[H&K\W;MF+.&XP@3%+,;!6^7IE1A!]*V;<,1 =-+6,06?6\W%06^=Y6X/+@.,H5W1%(&:)TKW]XC9EUK%+1&<,39TH^A:/-.&O*6%H,26#.$9ZEC"$:R^Y/@5[] M&]U^PDM+@MB A$%U"6XG08D[fE50@@!H(%)*2D). ^&7TAG.0,:=U9G"\C@2E MY_%907);2E!R07E-_$:5RD-9<11:D@.P)A.:LJXSOOY.A*4&G'91'*5 YV? M_55AX!Z@I'"'R)$1R!")]&6,'!6*<#"X5^2$EN'RJ4?_C:8,"ZWRL'&_YST MEB%B,0(7T9&4,R62,8Z^A,1$9"YXLE90N4ZET()/?QM45!!,JD:UG;Y_M/JM25"E(+WTF9M;0Q!N"FS_^$4$8X] 2HVOU.GJ]=G/QP# <2Y7B^$"!F-<@ MKA/^QX9G1LVK[YM';K\M^IO#OT]= @5E=I6"G8>^0O*>+:,7DZ55"C",&(Z$*<:]7QT5H2]8UYII M_DJRM+9IJ5B5JFTE6=ZZ[N]DBIL6QX-+4(>GETUH/-(R-P@/LR25T:,^U-YV M5.D6IK>O-<\EH(4-:*&Q1X/Q*8S'/2@NQ6%_WX\NKF==?>B.RG7WI.1@*T5C M*^ NE%!2:EG MD#+Q:) 2R;,B+@A%DN2@C5+2I-I9(LU1UVNU^226T2HPL_B*MP*M2\@DA3] S7HJ5NWW-+G(X@>&E:SFOG?]R';/>5\UO5FD'K M[+5@)UY#FP\YG??!?X!WT;QI#;

*MY:%M!'0WF6EM,+Y*J5JC:^],-7;A*4V5>JP_Q6=[ID%OP@@ M@D\R." ^:UOJ6P1Q2FD"RF=*P47TVMI2H(=P=CC+NCZ1JU2F(0LM!,@6WEQI M0S8-V=V.S2"4N<'Y1/83KCGK0)S0DE OG&_G05>NV3LJ,S5Y$=F_75R&E\ M<4H!9.9CZ5] $!=H/%;>&-,2O-'Q<+_GNRB@G"7+U*_"V]++5B=%O~"9 M2.V],HY\T+5G]6T$\(=3K?;H:_,4NYD.='/7T-%61,,D)U&6*ZR$YWC0R1,? MA(TR>9"^]FW0HX!^.%V]1T_E;-3K4"5\'79C&;I],UW*\]!L#I$HSQ!6HG8 M8!4)2>ADO3?L?E1K:>[;(X_X8?2@IJA;,:'[WZ"F]LRG3;-'^UQE/4>$B\0RU-MDPOGM0_<9E>[X ME\%H]HH')48_ZH8>'/0GES"F7@Y/3O^^='.SUQ]T/W=ZD+'$]R-'! M]HB,E%ZZR,7X HK8)^/I0D:#//U52$

%^OEG_+!<.YBL@0A %T4F(4E %(D) M(OL4#:6V!J5@B\O9_4WBJI5T\#*5I84PR')DMQK:KH.OI6O'I[#MYJ;QQ2C# M6DK:D,E=;)QTV@2*OCS8B-Y#C/C.BA(B#%$[*4*THO;HW=UHVA/WC]]6T38A ML 4%FP;?;SO/7WK7K;2CMXII7]:.^:TVD1U0A"TZ"851+;F)FU=/V5L/9?G2A M+G?WS-E[5US[[*, ^.P8$V.*Z%,9GT()+SMB UBBM>.'4<|CSB_+A)\!^PRI:M66' M=ONDK|RC6@L!15WK"RO6O#QP2=6#>G2>C>E!0)3T*"]3\2';'#W0P5T(BK" MC%%<'#T?H^G7;_N+S40J(/RQII$4@BQW,QIXJ9M@+@>6"=CJ*V)'_P0. F MNMMR(' 3\G^$0* #9IC+CJ@RZDE;,HF-21 198K!23S;.:F=#_@P$5E72+08" M-U&6781EUL'W,Q"X"V78-#[S'"9WHW$0+&B)5GC)"P2?2: E/9H[+T0$Q5WM M!,\?+A#8LJ*M3V + "E9F8 ^[<0QI&IGZ':D:G9S^OIBJ!SJ5+J0$(F5$XNY/ M?.*9"-D1[%4!]H3*1\%]%)<]^?R-VA+^"V$ ^O$"UA6U(%P)-F29U4RG"SS M*!['@D$06*I"HB;.S?=);#Q(=\NT??SXXV_OO@]/GQX66?$BS4-!3 MJ"I%?V;)9F?^^SYZAL@4],/5C:8H0SF:,&5?B99([3GQOO2T;BG)8L/60EF6|&3>MP_ M^&*](N>7$MUX]WNE(N:?T F#\;3Z#D,&KW"0"N%;.D>B6(+$,T;3:,,.$DLX;1 MZ&HG[*W"L]NX0B6F/0 5C>!FNN9FW#K*6#//O5]';CT]=A;PV5:"#Z[2]' M3EER:TOS-%!*0B.GCFG<4&WBH"RG"F]?+MM6BB?<[VWKQ"82;T$7CL<7,#P: M]-% 'I;.DM$(;J.S"!9$M)HH+Q)NC-80:VPDG&<=L_$]N-K](1Z!LWT_IA9K M@W9$WH*G?_:HB@(':=%KX'2ES=87&CVZ \YPTE .0"2U\.TS#;;VKDT3V%Z M]WK13/@M;!4'.4,L[O2U*77BQS SIR9H41U-G5>$C3[:9&3#B@]M%!WA/DL)$81/M7/BUT>W?85ISW%IBB9,6MI;?^\/K8DEJ4D'8+6\@*6&<7?OS/P:27#B^_M^CB^5NJY.G=T#*

*%GH4B2(VJ6Y+%&,O$91!")B6IJ9W^^SRD/X*U>2J8K.& M!_(X^.XON_U98C+T?6]Z!J9/A_TQ#&$TWHMQ.('429P;PP0KMCP0*40D3OA.*

M$&A"HSX:=7^P6+UPVGH0WY).M&2<0_S?*UQ,DTT W&\:5785,X/N=?UV_8?GGT^,#H[MW3OZL'I\=`9X]-O!T?YADUO;-3ZT>9/^35!?NM4MS4-N= 2-@!LM<=:, EY$3 MB,$0F65L,,8R9"DE5&%L-X@K0U>GM5HFFX/#SYY=O5$M?,6I",]&U/]Y +Q MPF5BN0O<>ZMKUUXM\)MFYR*_%]?U>H(-Y=W^&6P5]?4;,GTW-MWX]FL_&$ MIHRY[DU17FBS!K=*5!$RY"'"C![H>K;F$Q/)'CYY5_>T-;@<5!-IY5&!=]&< MX;]8W RN@:GBX,Y5.+8_Q;,I/RNI;BC<;1&?+)-,4DNF$ZSPP&F?FZ#[TUD6I'GZ:CGX7#P)QX)<3P<]+MQ]-F/QS!@)EL7A0S:>9SG)&9S\?0^JX+*W7"4@L0\,E4HKX(!515"F> MEGO\C4%NWS=LR01LEYX6],FN'"X^^$M_#]/3P>3\8CSMA=RQCD4FI"!4 *M9DDL0":$X3X)Z,_I25_PKCY%G1A4><#>5&$"Z?+>T">NG M[FB\1EQA_TH#QS=*$AY]&8AA@I+J!5DN,FDV)_GW(31>,ACJ?S&1QI4M(1E M=B'R\ &U*TY6/F?[[_V3K#TH^7A*2$*LN"!?:=]Z6OM:54N='O9},DVC'GW4 M+I7J*6U:1?+9+[AP?W_?GWRY_!#16_O>_ZMKUUXM\)MFYR*_%]?U>H(-Y=W^&6P5]?4;,GTW-MWX]FL_&$ MIHRY[DU17FBS!K=*5!$RY"'"C![H>K;F$Q/)'CYY5_>T-;@<5!-IY5&!=]&< MX;]8W RN@:GBX,Y5.+8_Q;,I/RNI;BC<;1&?+)-,4DNF$ZSPP&F?FZ#[TUD6I'GZ:CGX7#P)QX)<3P<]+MQ]-F/QS!@)EL7A0S:>9SG)&9S\?0^JX+*W7"4@L0\,E4HKX(!515"F> MEGO\C4%NWS=LR01LEYX6],FN'"X^^$M_#]/3P>3\8CSMA=RQCD4FI"!4 M9DDL0":$X3X)Z,_I25_PKCY%G1A4><#>5&$"Z?+>T">NG M[FB\1EQA_TH#QS=*$AY]&8AA@I+J!5DN,FDV)_GW(31>,ACJ?S&1QI4M(1E M=B'R\ &U*TY6/F?[[_V3K#TH^7A*2$*LN"!?:=]Z6OM:54N='O9},DVC'GW4 M+I7J*6U:1?+9+[AP?W_?GWRY_!#16_O>_ZMKUUXM\)MFYR*_%]?U>H(-Y=W^&6P5]?4;,GTW-MWX]FL_&$ MIHRY[DU17FBS!K=*5!$RY"'"C![H>K;F$Q/)'CYY5_>T-;@<5!-IY5&!=]&< MX;]8W RN@:GBX,Y5.+8_Q;,I/RNI;BC<;1&?+)-,4DNF$ZSPP&F?FZ#[TUD6I'GZ:CGX7#P)QX)<3P<]+MQ]-F/QS!@)EL7A0S:>9SG)&9S\?0^JX+*W7"4@L0\,E4HKX(!515"F> MEGO\C4%NWS=LR01LEYX6],FN'"X^^$M_#]/3P>3\8CSMA=RQCD4FI"!4 M9DDL0":$X3X)Z,_I25_PKCY%G1A4><#>5&$"Z?+>T">NG M[FB\1EQA_TH#QS=*$AY]&8AA@I+J!5DN,FDV)_GW(31>,ACJ?S&1QI4M(1E M=B'R\ &U*TY6/F?[[_V3K#TH^7A*2$*LN"!?:=]Z6OM:54N='O9},DVC'GW4 M+I7J*6U:1?+9+[AP?W_?GWRY_!#16_O>_ZMKUUXM\)MFYR*_%]?U>H(-Y=W^&6P5]?4;,GTW-MWX]FL_&$ MIHRY[DU17FBS!K=*5!$RY"'"C![H>K;F$Q/)'CYY5_>T-;@<5!-IY5&!=]&< MX;]8W RN@:GBX,Y5.+8_Q;,I/RNI;BC<;1&?+)-,4DNF$ZSPP&F?FZ#[TUD6I'GZ:CGX7#P)QX)<3P<]+MQ]-F/QS!@)EL7A0S:>9SG)&9S\?0^JX+*W7"4@L0\,E4HKX(!515"F> MEGO\C4%NWS=LR01LEYX6]:

*@.8#*NC'4GU5/%02(.#_B>D53\W(Q<:3C6$6?E:WBYZF5JJNUAA30*0D8B!@./-MBZVZZU)(A(L.'3],4AZ$#N&N7LG!(+W)2PP^7UY_.[]=?OGU'"MQ^!I^O;RYO M/EY??@'7-_G7Sc<*\YK7$0/C4?W1HD>G9(D@4-W;TBOBF:#2K):&LR MXB"M>4D6@2G?F;((F'(>) MT%# O}'YX?I>7ZHE%'=/2^_M"2OH))+EUKFWGX_?%=M'0H&3F%>P'*\Y;O'Y*H(.Z]9,7ZK];M_43+V5VJYL' MKU'P<^36B;\R#<6==&|''^D*[MN>8W,;,=:;(>OID+JV6+@W(9*1)OJ:;38\& MA.EKT=!E9B[@G1R,7>27]<;//.)P=O&$U&&>EZ0)#*CL\Q:D1-;9!) 1[,9^_M2D,:*W6--*]L8)VG L!S5L-D(=R,]#Y=)G@ZKF^DT$E9YBCZ)D\>3R&8); M\OQT*_]^QE LN_]F2QA.Y\&+R;B.I_3R(FABR(&$<4QFD40LRBA'G8\SE7 MF:@.D1FYB*_+EZO+ ^2C-D-(*/FG6P)[6>03:@QR6*JL)&<.F!..HWBOP)&.X"1#M}JR%CCX6S\^R6DRLU%0'5[>KND]1$@6EA4]2GSJ,0 =16;OA)#"F2&:B _ 5 MO@..(D\O4#Q$;OCX<4L<5)(ZJ!KRH-C2!W_(N[^B].RE4"D41#PB+D0NVXL M0 Q3F C@9/-D]A!.9IB_:ZZMH"TUTQW(OA\A!'V'0(ID_5#.$K%1P6%,/58 MS%Q,W" ,=/OIV@7OS#:Z$^&6)BCF3AI -+PQE@T..(§FC&!(OQ-21]9F1UA0K M6YB9-?7:Z.W%?(JK]LVVA8O>%{N#Y+Z/Y$&2$!XOL90QF(8'X2!$&J%8K877YB\!5V?5S),]^O!H?:.[-1=03_?4 M93,XB75.!&LGKW86G_FDU3'!#D)6';W*L.=6EFPZK\4#S,B2MU_: M7\JBJA:._^-@YR*60DUAXJH@P2)!T7:,T3%(:,5]OO,$8P8E5KJ&AV5=K#"(U MQ;,IN)XJMI1A0QIL:6^\V&%,]/MK*0IJJ\76&+EYNVPI"G_0:$OU/L,H(GWB M;+7DM^D H;:9ET$L/ ?4NHG,'*C"(J=M(QQ3$,G22(W(!Q'VOUTA\G.742 MHF- GB:0+)B:C).(Z9H*&SAH9A)Z$'R1L;\'&?N3?(>(YVI)/T8U 7W[JU M.$GPG:S$&"GKMZ)(%5\3\)E4_]f:J#XJBAIN)5VF+9%A2Z:OG8>LVU+# MWLKSZMNA2 >*=>0PW'<>9VQ;+F2Z>GOU%2\4>00U^YI*.5UKX08X=; 30()C M!%$2,)@0\<\P=+B^32BJ99:C1&<6-?ZY,&6_@60'(#?6QXTG?-1#-6TT'8R M>JIV)BCZP[05);4U/WN,W+PCLQ6%/YB2K7J?U?]?MA#F6$T*YJE'W"""2V2LB M]N\IAI@*$Y%$A"8X#"FE>M];30;^U2J S/NL:$.O^%6?$%#-3_] /=''Z.\O[M% 2-@C%M1=:I\0*)4&CX"C6!(VO8W@> []D-5YF_^1L7:$L^UK<\+17W8$H MYB['*8P#)Y7-*"P8I[*DV/%1B!P_9(QH-590(#JQ:>JQ .XQO@>9@)9OYM(T MO6(JD!:EL%-B^1POP:HZ/7+2'%LU.V0:,3W;TP=K<_A TF_*E:1B#_,(ZQ31J9/6,B3ZE76R7I*3J1Y8')2,,;$Y M.HTW;C9#0U8U:S'-&#IV1")0VD"K+D Y W\X=<6M# V&L->C]:F;4ST ;!D M4C0(SVI8] '9-R\&*TQM9'GALC"'{X(C FJ8,\G[G"C)&K M:=9G0D>3SNQ8,;V=T:Q;FA:MR>W.)(50YIC,;HK>IZ#*'"!STV3KW-QX)'4@IDSV%'0(3Y#&8$I>)W_D>(GHGN_8I3!VYX7DF]CY*^09=2+33 M*%,/]>@+-\$\BI.2V,^MO,=LB9/B#>19K,R)N"OY"\{8U8\7GE=\?6Z?!(CU MO5A\Z(/ E9%41WSM:0P=)TZ\D'@.2U:MB3/'|$RL=!U-P%NBFE_SX{BH:=W9 MTNIIWEK0CMX$[0H&!;(U|N4HC7D'O R)>3#*9?2IFS M^^^R#566\I\%SM>#I=.D3\OOZ"%*0PJ1%W.8ISB!3L0Q M@JXV)+9PEPP207(\&#?5)W"KH#2OO!\CHJ?$N')='X#"84*Z"B_JXP-,*.B9.6T #!*K"H)9RZ(.T9HY9-H@]F%^5.4F,Z5>IU?O>?F:4=[D M7#_@2B90GJ73U\C]RV7S0,7?;M-OG!:/N4RQM%E:F6"IOFP&&*?4#U+B$1A2MUX,HEF,P4S^&"68>2UV,HECK)9E_N:H_H -?^ .OS5C'R]E' ''YOE=K-U_ MUGA2O?35>OJKVECE69ZDFH%ZQ^>G&?J8Y|%H&*) +1D.FUS-ZNQG0C:??,\ M%9FS6]YLD4>"ZA/?8A3SX M'[_R^JE@VV-2"AHUR=6IXYDWZ,4)IR\ 4$_>\W8"B_5U>NH[..Z=:[8>HJE(+&]H]ACXADIV-$% M9].N(7'ZJC5XG>F$"WFBDM9-K;5T/B]S)GXFW%?>A*82'(CIY'!HR$WDL)-L(MQA@[,'0#SG ;$99$>L;M!NE-K)6H[U,&#N-TBFQ\'=6FIH[;1$*/7751\%@+H62 M.-;F40Q3FWD.A9+HA_,GU&[33U3>BRUFSG#Y=B^>&?[D]V^5W%MVR20>I7&8 MD!0&2!8+A@Z#,4]=R'GL$A;*,39*9[!&*4U>LM/1EF.L)7%0M=35IYY,:N:F3BVW7 MSV/#Y15FS9L.&S'[,.B9\S.1<2@':J*H&?T1!U9N++,:U-P5RXQFO+HK"_I%,?&DN,IT;VM'"PWP&OR3=Y(\L#92KZY=M-% MFF(;,8A5UI]M?ZPA,''[K':,V>[YUXK?IE=5G3WOE+V@[87#X]-'#"3=T(:)5 MU#'?P>_,??2,I'^9?.TI9W;_%9=[C'!=O?TI<GO?TZXRB"GPO\V4,C\Z>55-M=?:$_6U5U4T-05V -?IYW72V@D4SIBZJ003&44C-M.B], ^\-M"E<;'L44S_D)5URJ<=8X2-^X;*,G'''T5?SZOGMOGV:?Z^YFQ!410YKA]"+W`-ML4&D$4PBE\I#84%*>$@3I+5!U.9@\OQJ1QV\=)P!NF%-]T"G-KJ|''^U),=,SM"&M6P):7"[#%L&-G77,\8&B]DDNYM2H_O M<%E7O=1FY,BS2\6R/,I3TD >2+V!BB5&10WBB'S'8\E.$A2Q-33O@H49_ D M&F)B:U"]FAIUN(9-RR0@Z)F2CCQHR(->]N#6^WO;".CDQ.VC)!9;O@C+LNW MFJ0:U9EK_3=ET>&6:=2#2K.FBWSW&&GS/EDMYB;CE6"|_D#C?\]=MR;3F^PBZFE=0W2+H^/]<>G_/$NK_+?\/(ZOU\]/[=;YZK.M'\CROBS)\JE5QZFFIO177C]!,]C8\D?96^*CT^R;%U^\^_$]=(?:&,1 M2Q?AD@I?8[445S&P;B\NVR-?"D?@CN>5C-[(?M25V+_)D2NMZR EP_M!GJ9LM6R.GI/T<%)'4SX"S3CV>Z!OL0SP+#C-\EO:U.9+@ID"L9,I,U[$M.#P_ADO MEQ1659;S2E9Q^'"U$(&I%X<0$>+#) Y\Z'(<1C%Q8^8HM2TXL?[$U]PKH&M(M@C5-W0+"74"&]8D%,?4LAIZ$!@6!1^4XHP)P=[V92_Z."G-8XW?\,K,MU2?^ MRI?%"VBAV3V"S%/HUA[5I@EWF M!RS4V3&-T)M8X3;40;TAK[]DB:P89#*75\GR'1#)R;H\N.)O _8X1.WT4=O$X_9;,>4/*7K'[Z MN^K]XIF77S),LJ7X,M_F_*%X$&#ROW)<5@LY&XWRB,#03UV(O(3##&,<8LB!MG,=)$%.E>*,NX8F5TP7_\]!CSW7_%_!!0T\]4:$%WW@F9RI0=-6W&S0DV0!K M/L"&D0L@6)&9BH:922%33_%,!9UAIL2_SRE%&\;(]HIYX31(GG01K3""(4-Q/>.'0BCG#"'<<0CM)4LZ2&5BL]DGH]?+8!B:82MI36]DZ@C][*Z*LDRMJL0"_1V$N)?6X=F>,U9 M%%5)O+56]EVL[]]L3Q!4#\6)6MB_8-D\IFY'/]IP>A'B0'@Z<0#]R)&'J7_*M$^QZT'=QA",2!I.17;DQ@PL#%BMN1VXR'E<7L19[S)]$*OLLOEISG#L2:MT[T_MJ'_>C0 ?]XRFAE$S<[#E!CP48+\@_GI3$ \ZGM;C8P57$T.I%:#:F9YS0)MM%H>U#FX#'A21LO.YE&=(W3?LSIK'8/^;)BLEECX,E7=9->TVQZ>7&!B&]S1 M!9+PA6Y>]K34XY$@*P+K6)/1CL!@C03('9/ M8&YYE UL^]=M)D5(1C7'_YS_B(8_)>\#O-Z'I3]U8QSS#X>83S1UPQYFMF84 MG<_0O(,.K %X,.W(WLKZV]]K?]1OE]]+5MDK?=98/2)L)62WZ:1.27R3$@IL&0;>DK3(G\-(1IF'.($ HAB,''$;,,. MD\B.=('6'&A5PE.[;QT;4G?:R3A?BOP1-OOZ2X,10,IX*GI=$Z"DZ5L= +0> M';1E8Y*HGRD$MEPE5;+S.D2:8!RX/;KW&QY]7>*]NDV!3,!MV52%WJRDO;I-MF[GUS.FRCWBYY.S#VSICV5U8+1C#+N4A@BA(A+)&8,QX1'$21H1[]8\<1T M3KZ>Q\[<=NZV'8W^8,+]']TQ/VCYAG8,[%7,TPS(IGKQK&I+%.YP^+LBT9M%P:K84_^;LL@:#F4N\/-8UC?8:%DRS)B2)H^WW4@C'#N.INZB+&B_G!&I# M3SU]*F\!Q=1P]9EU*R!H;FH[F7LT)QA+.2J8K-N&W-H*QX$[$ MO0 32&+7A2CVA%$,Q]4(01SFGI86$WR5<,PBD7H$>BTV K6,2'''[,A,)H,VY]8V43-UN&S0I/ M\QI!FS >&$RKBUO<9F\}3>Q%&<1('(>2N3R *202)+ZQF*K;1G$4>2<1-VH@]#0 /D%/Z>U. MVK?[@*KZFRX[FE]UT+&AV[ST<E)INGR6W6; >CF+3=VBT'IL5VO"-2V>JZ>XK, MO,UU1X0JZ*$[=KU^4>TG3NKK7*XE5[[A]1?>E6Y)?V 1Q21(.*17RBGK&0X9HLL\?F=;CZ\=*TJWC(GL4EM^F]^&F5 MMMU;]TZO)&F(:1@QZ$<4":L7QA#[B0<<BD*,4BS<%B6K-Q%_,U8;;.NQ>SR# M+=..:+H_M!Z7F*;TC_'KFN6/T8A3V"[!F%[3\-KG"'L>3%CI,A*6\&= M8R3F#>D."''D0R!FZUGP8@/R_K,]IQ4NYW6SVFIDT!?(7ESG;_4'ORD7(0R]F M*@*\&[H0N3B"F!)?X)P@SR&!K!A8O/ R*]A]C!M0+H.O$'D3$3<2N M/B8PQ"P@]><@&L3=4[K*V;_D.UKS=4JK*V;_D.UKS=4JK*V;_D.UKS=4JK

*M3$'6Q;.FR4<7/*=M8!&\R)XQNLVO=V!1LUZFPFK&KG8ZFMAM8K+/O<7F)9NE M9V]:LB_4L68E!]?H-T.\RZO\DOVMNBO+^U?ZL5JJR8J-$$_5_$AM MIZR*CU29%>*
(SQ*+;QE+?1A'M%$."DR3T@M2EA*AHYR"5B?5S37?=!J^E#!K2:EHYC-&P7EJ37$\SC8165D,E MH0844=S?*
*J+XRU81AU>=1165!%LKH]K%^E_!R^5R,XGP(Z[Y8U$*IU;O4SBT MQM2;[.6R-]MR2US["S@(P/AGT);LFKO:$V);_OJI"&?T"1Q<>+;OH(IX_8^A
MTO7V#J!VU;M12!*"O!3&:E5G^*/XA-C?\PYNLPIY-Y0YG.\B+87DB-:30P\R'*&$,)]$\MLI)&* P
MI#BA>G65!ESH](11N>6:IW86F+"JLB)%U@AB2LL59I*.2M/7\A+FAWTU8OVD&K9T!C:W>C@8.\[N."]_*8O52V^XN>]N8F")B1V5CC*0I$%##^T)L9HLZ M+VJ-
R2)#$(SO*RQ)KV'Z>PN5RPWS^&TC M?B)/A=-ZP:(D3#RH,=#3VPGD@1BGGB0QGY*(AQSQ$/-PQ@I!":W!UIRFFGQ M70S4/MWE5',I3 M3)C:7@K1Q+,[!<*X5Y=!?CU%41-]
M]N1%+CQ.FQ-6=-G X(M9\X';I4_\C% MM[8"N!V?).=I\S(MRF<9CKHERZXOZ^6S/*]WG;\6&>5LX2,Y5B4,($$L@,A/ M*224.I 3AT1^*+Y8ZB3;&FT9@H4&ZXN &[XN@!9QYGZ
M^043V(<-P0Q@ZAF)#8S=D"/'W#,P &RP_%Z%AS5CX=:C*79]9$I<-4Z5G(& M*@.G34Q6G>T0RADB]\^FG+,.0E?5S)5BD3;\2W?ZORW:A,*T;R%)>;V#]W MPF)Z;
@Uf%=E#GZK>@$F=:]+%:1Q+VP"?/0.KAHT$WAEFI(;>6FJ-&;SVC2% M[GMQNK?]>W4?"V%H<%ZWU3S;DY&^'Q$4A10F?HCDK#P"8^2FT&=1G/*
@*BRBZ=#>6(3NB4+OJ_'_V22<-5T';^D M.UUI-!W70U7!0YP**TV-4;(A35E'4+QEH&'E O00W Q0:MF9"C4--W,}] R= M3ZLHZKFG)D@,,:U;Z\WGRI(N>/@&BU@W#]\R?
7_):N?/JZ]NA16O:D"N,S9 MYI/0U#1N T8.(AQ'?@ C-Z4O-4QLND,60LOPI6++4(P'1FF=LP,/$%KE?]fGF MKIW_>[^]H[;=F_O^0NNWXJ-V'?/L!]+FL$\;]N^GO4/LNN
%K=BX4T+W8@W?2 M$MLS,+/7#%V;@[F;I)M"=*1YNO%2YYT:**1OF]7"ZWWE[%I\0_-'Z=6V]4^? M5_6JV):?LJO'/W'K]S;#>;/;4T]1[%%.(2$8042]6.SVB=CRAY'#'=?E3]U
MT,@F GZQ?EA'G]$<9Q=L(FGY4(.5UMfEM(--4$\]=@[:*0\]XRTG*7_$/.52G M"_+3E!$GB+"<(>Y#Y$0^Q"3 ,"1AB&/?3=-4*.*//CXK1GPI^_ +#PPHG;M-]_5R03E#."4$
M)EA.DA Z V..`.A@%/@DXB1QF%8KP4%R$VM/[W.&VR, N/\9,YK9.8*?FIM@ M#Q4]-=SYBHN/OIJ#I7\P0DE6PW!"2?"#@Q1J=]F+V6RV2PN'R=K5 M"$&A]Q2B,
(D@3C"%U9[oL_USBL-TM-YNXV.+WWB*2_+YMBR04??8:0\ BQ(KY,NO9 MH$G%50^+GR^V61S\]/AV(M_#(@V$ND_<.%ML>YCQ?C!fY$K]+5,0!_B-TI)X
MWF_7.=.I1SF]PM3;)]WRE %!Q_=#=F34LQ.]FF!-]$)H#LM>,[82&R-[%2{C MXAGMA0:6G6TW-"Y:?S^D<+?9CNA35N"QU+6_3%5^RG#>AD 6-XM2/ M(@)CCV.
(XI1!XN(8)@[B$64)=MU(9PLT1G!BW=PE+ZM#OID,,AF%36V38A,, M/24^B0/X75('#7F+>Q!522WM)T;)S;HW4!5^W\]7OL],]^_*@G+.FDBI"%^- MA3"W:=-VD3-YO'$1^A%-
;1C ,)"-9KRs$P(0/G1BDIL8<.Q&A6@W81BE,K/T? MBK(LOLN6D_*7Q;Y(ZSER5HF2%^ G-?RQ.(?(,NX;\X:.,$QB%5LPY6T=+<
M"W2DVS3.FKA$IR/?'$:V9QZ41;5D'\;IS6H@E,7?MQ#J-YJ9B-IPF0N:R7$_X "RAT$X\Q-Q&^@HJU3,(!A8E-P)J>\5&B0TC4M/DL M0?6T=R/C)&>,3@IB23=C^Y7%6]?
M^Z,*K<,V=/?W#@1EO3LN0A)?=Y?OT!>)$H MB2*1$,B:B-UIETTB,Q\I$XG,1.9R>?O\0A>%#F#H-.:#EY$L]^(,AXG'1Z<
MX2SC'$,4\&H+GF_60FUKJ6I+XAW%"MBC5@JG<&(3/]NUQNF!*V1-31 M>`_SIR&9PH5X+)(C=3Q#9%:=';T6#%^.T;&#*_2J&=%Z^%?- M
%HVWB6XH=PPC+[ZFM.(9IA'(E P1A'.9!)@FA#!J-KF-(R0LK&+0;R&;N/G M0&AF[IT! S/IFBRJZ*(J80W*Z*8(3ZB:2.@J=SI(:]XTJ8G8)QE1HY=L>^(W M\9K*7%?
EJ*5NK"W%@Y=F<9B($$>Y-HQEF$;TQ0S'@LFTSP-0P9KAG^.U,2J MOB-K?89S-.M@=*&HVP.W]&\S_7\LER_2?E=ZO',2H*F64I(2Q1AZWC,.VX=ZO^E#N M=
<#B3"EJ&\J8>\&;9@F.,^I"\&(;IRR'A5P-B$ZMOI%\A-J'=DR@E@OT1\L'M<'-=0) . EK0MZU.Q@'A2G7*_%-
MUH7.NMRL"D,IEX(OUX=MQKTHRHG()4XS93O4_D\QD_IN59Q([D4>(TGRH,P: M6YN:$!LV(,K29<8\W?GA^_VWWV_N?_]V^^4W=//?U]]^^_ =9C^LX#6S)U-#
M!K,OAV5FVHEJ^S%[AM">HXF:.UR"B2,+9,7"K\;I$I",+=1%.UG/TQ2*8A.) M?+OFO-C2976E=)$OI&@+],4(8ZD[8*O_11A$)%%>#I%8+2H"/>XK#D$C=0WI M3NSH5&255C4)
+]-%"AVII%$YXA PXH5 VVBX TU+%RYJTJWE-7= $TCJG./ MT81 T3-,$_2ZY4%(!S;?T5*MUYDU\B C0:-NE2'67W&?6Y) [?= M\T 9;KU.A =NOS7-2NX=U0GVVE'17.VWYPG-
N^>,"GRRIXZ_81L,?*GJ]O)@ MNOU#D&59D&#6 ;RM-A11[1#'A6*0Q)JB,&;&W-U=\-.X0-$!S6 M9++>X0$,#"I[X8.6.DB3=H.!^70:=UC8S;&QQP0T;<9,S(&Y,B,+S#9!QDR0
M[]P8PS=L8YG=Q:L^/K+Hf*+*%L7Q5? *EA'7[4-+9\^+M=_W:[R=?%_M#RH4?<9RFN41]BB-]?F&8T:(^DD&09)0&A),M\8TIW:M'2X0&)?6Z0'"NH|
M8*ZX4H9GQQ8P2&N(K6'$UCUBP/!M%RS- =(LH X/T]2 PN1V%=LUI#IOH!<& MQ4G4%_BZ,0BXNC'R47'?UT#HPP^^W.K&%3IGI/Y/IX\>\CC+//"]-L0R3#),T
M\W#&4H%92'*/)U(M 5$ L>)K8TI\NM-5:]Q6P -8V(3@M3-%I.W_W27_NS MG<5V!+*&6)QV[<1E.M4;&;6.9 5SL'.85AKB$Y*M/9+V2:8B]?%[EX5DP&E,E-V M)F-
$F1VN3DLB##%C/(C\+"89K%'IP>I3NRXU+3N3<@B#H?]A*QS0RVCD!FW4V+D09=$ZM.!CD3& MU;DAC' .:0&6 *R!(C5,IDP %SJ_T M-
0ZMH=OS@CX9(.>@9^@X!),U#'T@_9.[A8Z#,MX]U& -.V-SHZ72KD$54%V4 M?[Z3*_ZDJZ.:]MDY]_TTB&/,/.EC(B7!6:+L3>RFE^P2QCK6*@^-
"Q66W5"'^/HB:]+*X\C"Q!>^CIW(2S'QI?0!$C.<,M[,%&)"39A?P%>PLS1>YT;'1.UW^>)*1X M]_9[J0=ZW:Y>9:GK9/<74Q_\5/@DEAZ.?%V7'BO_@S+!<<9IY M"E!D2#QL=
M^#.S.:D04[(C@U\=']*,K\QI:LJ_J_QH6-WQ #,Q %C-3,PT8.%,C,:I M2H2T7.AQP[_\7H/^]KQTKG!L[(P_%P9&O A&YB]8=))D$9ZGJ^/@YQG@OFA1$(.B2.9M##M
PH*5K|SLCC2O1X"LZK>>0&/-6_@24OO>]L3$+]M MY,NZV.BEO\O'ZI+&0YQR&OI!@KG(!",3W2%48"3+%*_2(0ST U .=)3:R(M-6%=0U3L2*.RH0WTFL_#9>@E.P$!Z!7OY-
]31=_'Y(?[OZ.BN?)W$Q.:U[\= M%?C$GQU_PTZ-._'JZY4XG9CQ(**8I7&:X3SQ(]TEA6-*LA K5S:1OF32YZ"C M\1C!B3W;NG]GD]ZK[C"7'3;^G_\K#?
SDOY"0^8(0@/<:1^$T4W;7(,%4_M,1 M,C4]=[IN*IDCC1\E-ZO>FPI_K/W&[UF>877*;^>:/[X_&;67AXO7D@TR3("0L MQVF0IVIG#Y1KS,(8QQ'S?))&GI>#^J@94YZO
$!1!IYTC=$S//I.@0GP5%S! ML3\;IYFXZI0+[QAQ>%]&RNIJ#&U=,=]Z3-12.D_V>_&+&:#;I?0]%OG717%? M/*\VXN.2/AK/^^Q]>V)UUT21IHK];MAHJ
MV.F;$RN7(MB9W56BS1K=@)L2G1%Y7*LN$Q>F42.2.BQ\'9;,2IEZEIM-DW3_)5R?MC43Z0T&=1'DC,9"8Q(83C-_ZT MDYN'&;SNH<(1LF7 MH&,_>-!(6-<3"(>)_IQ1A$9
G)U);/:V?>^1F_6K7-'5YDX6B[5H$TR<,YDD M"8Z"-,88V I_>?I_90A;;/BGQO7-OZB;:N@ M8O%*=8ELK_*GB?0%P3S-.2;.|#CU.<%>)&,6!U0R$L.: YTG-K$3\O=+!YT/ M F6FI:
[$A[HB++=6=BK]-H. FPCEKX#- .N:6/>-"GS;I,7C'P5"UFR=:,KR M(28R\AC-%BXBQ,3C3"FQGH]@IP$24I$'%X^*TA,_FF?3CHB]=4+QB*UL+C M)YED8.R027RA#E@*&9I[&
<1E5G @R!"0!.B+P7'JE7R--"B6;5+!09F%@YD MO1F1],);D?"3#&HK27Q\P;Q'0DY.&CM^%G;R[G/SXLZC'V]$O5EG$>YX@=3 MVW9MKA(:9$FFCAU"Z.LR3%"<',P
MM=!RC"P,:C-]GPQ F"%PB9W%95\++#)S=_(70GOD:L 4LIW>";1:QS-(L5HN- M\L->]86=C?IZ+=A2UF-I/M-_K(MJ.MP7^MR6M8N 1H1E$4Y))HQ1F@;Z)X(
MH6'J19F4B0"E:V#TI\];5-$BAVTYVB6+X]5K,HU,G]\Y^;NV+! MY!0X,Q?8)1PP%:R1V)-&>]H3I!I,Y73D5XZ2F[6!-17^ MV&,U?L]2]SG?/F^K'&5U$4 74A;R2:[*?7
>=IJZ6B%QXQ!?8\X4R E0DF'%= M_)@0%B8LSD.!"N@94YI;&NSY.#I5'G"'"=. ,"H%DPQM30/DR!%-!0?+VY1=>;.M3;%@V_J*fV:-[FC5S=-]UZPP*XLAC'=>4T"%(X3&P)>X*)A -
^D/CNKPY(Z M#57S!I24>[NE9[IQ/8-U\:P[>>>7?U6_+7'>:6J_J$BG_(0HC/P]C'P(7V^:>8//")6C[1_>Z#Z+)ZU91+.A1!X P]MW,++F?K M9PPS<
;FF0D'IM:W,V/OZ%*3_/XDM>=8F?U!]; QK"<[A$'"'".U!GED_F8F-Q*?=5'I-]@HIP19T3.PF5F!RX6';7TE M$1,5M2-Q-G/C#H,GB,PL6HV)*O2H-UP(,#5T[.X
M#&ND"VEANF@AJ+$BCDDSI(+JW8[ZJ7_M5>_LLK,HW9A0KJ-/@=3-"$7#Q]6 MF\7F[5H(]7F653^4KT75-E@Q_! %.8MBD>/(\T.E<#S!F<[TZ5+7)2I;6]5%+_3Y M6_^-
;FYH4>BZCNIJ^.X0%[.HST.EQ+X(8IR\/.5IG DL_-1C:1H3SS.Z0.68 MKXE-P/V31/EZN5S_I4-;=9C_I>Z.KJ>-% >"M%.3K^K9 7(O3;6E%3MYZK_7
MS5'5O_2(5U'$+:10MM5RY7BY$=?9DS8FTU*>;4OV=;E"Y?=9V!OULU<91T]3_M*'7Y7;GE3X@^K[>;9/FT_DL/+JC_W':L:ICL7!K63+C^+@T:QY#&%28_
M_9OJ!TZ]ZO74XO:H^_CVS]0-4CTZH^6UZ:$##,*X_%O.;^#_IX[&[O^]3/B;0 MS?\)P!QH%N"2VFS]!2:]-N28(KE[4),N\Z"GQ8K>:M^+!_4GDM8*B*UW28>
M)E$4XS2+4IRG*=)FTL/T M*"\A?N!965P-\3TE,.DWI,"GHSS/?\DW$T^[$;R==66HH2<$3\) QP*FIMC
M+..8!9F/&8T2+PY32BDQ=7G/T)A8]8Y;UBBZYJI%.5C&O3<'PL(TKT?.\1H< M8X'-_2(@MOY.) /&N2W,VIV&$]:X#,/8HO'3^0U&5%%VOZ/*M M7)3W\L?
FG6+L3],B^G/O3QWR*HKU2JZWY6%+5I8-\Q+IJ_(6P]?H:@.#7L-2 MH4\M$\T#ZABPE%%_IB,5K7Y9Q>=K4I_3*QNO?IHLQ=.EM-%):MQ*IOI0A*
M,LUUCPR18)KQ$(>I2%(6!)&((ECWD+.T(%]5]Q8B^R;SLB%M&,H9A\G,KW8B M.DQ+]S*W-">IR!B5S/4 NA,Z/V<,W3EQSPZC._L"?+>L# ';.ER^79%^)O
M935PYOL3+60]LN/;9@7>0V&K3NZ*=W>6ABNDV4*OY7^@>L!.AS5]!65; /I^ M S$G@P_JW%LA-\&N;8>(U5X.)#7;#F\'07?;MUP!?JR_7?%"TE*^E_5_ M;U=-
ZON.%IM2S[1=]8IZ(<.HG MX<-*/E:=."T6#$VQ>E=Y4O*LP@Q*0"#&>C^H8J3'/@PLXT9_'G' FA8$#G+CK*E>]BX=N-5 M!NFH-Z[?5_19[SC_JBQ_=0W,72&?
%]MGQ4/U:%EN=3G-S;K<5)LN]:7(TS3% M)$HY)I+Z.*.Z+S2-LB3QPBC/XM;ENX=TAKZ(+0MW\-ZBW%^6Y7^B[9XY)/2(
M@T7##.*:&VA7ZZ]F,R]IQ=H0YO]&4._=*P]VMET.IW6LPK']&.MO4R+5M9.X'+6[?HR;F9NB.T$NM.>V6Z6M6U8NZI,[\\7FZ>;;;E9/\NB;]>A MEOZB<&F:M(@D],/
IY@+!P91IY+YROVB*:4#BD(5>P#RC FX8V]5G8IUST>"RD6FZKQ-MAI)0.QY=MJ&%8.*I_ZP1T9D;ST*..TX"WH;?L'JNES0.\H7ZGS25LD0ZLDT
M#:']J,2$!@2GDO@X8#GA02Q"RHVN/,.N/K%)N+Z]OC&_1'4J^!"^7RP13*TU M*=30BKXK%L^I>%-'H8(^RN]OI.Y8 M:[Y##/&BG/@!CG7XF>B>+]GC(,::IB$,:^#0/
],JLPZVM20QF5-6E4UK3- MXZ5#$(U'E!T)#E.X5N:&*FK(6E2>#0EO\AMV!()=*-@:#%\UT#$@?CMT-NS MA6L-1.A&9TT>AV_CGQ>KQ?/VN?F'!6F:D23WL:!2C^]UU!:>A
FFD0BE+Z(L MDD;N_LG*$QN=AI,Y#GXH]OCN;2T,S) T9!QOVKW,7I!A'ZXWVV;=*T9WH^Y_ M %Z$HN]W-%7E[Z7N2K!852,PO?JE:A6%895PB M -
,@2^%\U1\FDEG5>@PN/%MEAXEXW3H.H^37?#>B>O?#0U/ M8\4S/Y6QS%/):'M=_.(IYE/L0C2)/&8^F.606)5$.(3[_1^OCIPIBL$/[.8 MU52HP-Z\Y4+7#G2&SW^65%-
_GJ;UJHWHKD;.0DC/.P76 I23@; V:UBV85V_MT>7FK?G*!\+SXC2@.&$Z\Q>G$C.29>H$K@X,01)E(HU O52[JT^]S=>T@/U- M#\0WTWAKH8 [=TUF KWM%?MV-
DGUDG;S=Z'X#[Q?2&NB^):K%^@ MGO#IFU/'W1\)Q)_OHKO74Y\=ZDS.3%>3=GA?)RJ?M M66XV3 ;*%W_=> IN)[*DN MH,=^[$>8,-_'6:I;P?% TL3/?
>DS6!VG(67(\^ZC/-]S*6BI-LZ-;W2=2&T M[JY4,Y"]^F=H(WI37,U3C A4D] MP=#K=M:DGK=Q3W!\'$';,-*=7"D/MBXAO5VIO4^6FVO.BZ%4#[%,@X"$KG(J
M7]0'W0NY/P&I#^U(UM308N&:E4J^-*RH^Q-W9E\LT;. ME6Y]BJ;@PW] =BGS=?\]F*>F?L0\\"7 M"24XC$2*"2$49P&+L!X?$3(_%W$"Z@8_2&WJ6).FAM1#$+
(Z4IY$$&28Q#3'U MHFEY^L)6HA;C3@8HC(Y-4KK^OEJJXP>'W5(*>\.F1"[\#VP&.V4UXJ-$P1 M-;6J%7%%,H+)PD/B.+N]VD-BYINJYX4\O94Z\"R\I/M:P>'KP4&?UG35)%:I
MGZ14R@CS0*D@\>(F?A;Z@F0)-2WE[EE_8A74!%$U"DF3-"]>[D-B M6.4 M>LRBG]G3ZO%V]5&7LEPKF_.WQP5T=CW4;(G. MUTWM0E@.^JI=NI;=@617L=?
I^M'48XJO^W7T4926^AZ^M=@&-.\M#C#.F#JL)^]C1*9^GLI)C&H:->%RFMX??M9M;]2NNGBUI\X"U0&+FBE4<=7$+9M3WH]X%TZ++C M8=93V44P'1_;+EL,
[KI5N^:"P57&R8W#F$>QC5U\/*'+/BBE*@B9NX;'8DV MfO#82P73\XH..A0+Y"?T2V#E31PM-9N/T"I"=^<_\X1M5ZVZKFF74ZTRf%\W
M3TTCB;)3A<29'P=)R'#@$P^3.,IPEOHE$Q4B=U)NH.XP% ,Y.5IE3GKD]%1B2TU94 M\"4L+_318J4VZ?).%E6?Y[U?FL59QB*28$]&#!,OBS'S:8@YER3P(R($RV U-M
&=139[,+A'GWZ^OT[NOOP#7W_J M^V$#?]LZB9&8FG$@.,PHM25H:>O?#0[U/_

();3E##RA7:Q4QT@_TI9ZAFS:71L('$F2$!$9_9N-@`M;U9K2+.F`M(0C&HRJ.I(<9@B'!)QA1:R"C71>,@77G:VPS+MQ!KQN#Q^%J^'E3+'6A>/DU

*MK^,^8"T\O\+$2OB9JI<6=%E="ZBJA'L"@.,,,(#$N#*Z`0&FBT;R3Z"4XI):`MZ>3`LK.IY+AH78TT>-JB8F^YO%V)Q>M";.!\4=I&B[!V14PG+))>K0!)3O]UlGJ+'I13E1R7BI^YM|*

*=&$X\%$<>41SDFJ'A' -<BO*23PGFPS$R2$PB`1^V&)-+?8501W;=8`M<&<^1B5S9![.TYE5_4?%/5;O\1=L8E]KF&,_>V']N-,'KY#PU=K8;;<2 *@O`M'[XZ]L]/F+;,-:WG]L1/&#^;*

*{QW_T6[_^1LM%CI)^$TYD-=JBWL@.0N]B.4X`MB6*]"TYBS)*,8R_,6!P&N8QC4*_`8P(3?`_=;^;PN]f"6*6R8C&$>9^FF`2`M^3E.N60XY'[&&)5Y9#9JU8#6Q*K7Z6G;;7X_7G(*

QLQ.(QTA`5-..0`#L6_B>`M%\|UN]X>2C^G->]YD<`VX1UXQ:8Z/$E0#!GX/29Y]6)=5&3@-.'M^*,`X'6`MDL!TJ2<10Y(,,PBB-\QA+73Y(2$PPS4F.`T'|O-QDL(Z/PZ3FUH12ZGO$

MB]If_R)KFKl6@S6`C9.'03/:TMQ!`=/$&H4NX?;&]2\-[5\=MDXV$M)5[^1A`M8Q.V3S82_*1[LME;\&Z2.D[2ADD^-O&ZS_2'GFN\B^G=T!?UE\W;%[EY8%$:

*M,!&D6*12>;*$24QY[N& 920*:,))($P[30)I3VP$/C6-48^"EU?HN68)L98G`M1)`76[U-*

*&=L'&Z2'C<7,LQZ>@K&+HXPZZAANT8P>U_%RA+U.*9]XBNSUUWS@WH(RP8GP&,%5`MKIP$?HP9}1,L=4/N5+#0BT&Q!B.J$]OF'0I,.0ZO?30|)6TC$&:8FCENSI&"*

M66$G(-GDM,V%=I>_-J`Y=Z[:\(:>O#3@9=OPY$9|619L*9L6.W+SX0=?;O7A`M^[?U6ORU6"Z5[4AB$8H`ATDJ=9R2X#3*&$[3-"`YCV-&C+Pf"-') Y8M"\T@

*M(8MCG1%VIO%*MXA`Y<[,'9=L^1&G^\;%E#+@\,C'D1D9\%,`Y(S1S7-03@-`M;P+>A1\|/TKU"%U^W*Y$]7,A3::8Y;X?9G&*@RBAF*1,X-3W(^SE"0W34+(X*

*M,,H1GB8W1%%*MHRZ6V.RL! M/F+0*6A8GH'#SID79SO$(Q1K3Y4'-O7#_IS6N]@LRC8D1JM/`M@\`8A63>RUP6A13W]=]`T77/>QJB8/[2:,:<'SD*9"91#'|J-.$!SlA-8S0';T!^[^^YO+1>(MFS*

HC$F6)H%8QPC!#VP->#H M1IWM??<=`-^AZ%!QP(`8@KJ,XC`G%6<,P`B.HS"05R`*;WQ9;`Y';MY+I7#/`MBY6^W0F]S6&PUL`.A2C&D.(,

[5FSRHNF;\/C)^O/V&STGWDF+T;,/PM2M+++8/U\^R6'#:S@I,6923(/%P`MF`GE=Y,TQ,SS?1SD?L0H3V@<^29;[^G24V^R#3$SA>]1?%B3+I,'N!LV=!R6`M9HG?

*TAUU%L=M5'_VJM,SX*SZ,IY05HE&7C"+AUXN](91QV/5,NNA/[AHU2F`M5V1<1)QZ.$OC`!,9!C@C88P%CS,J8Q8SWZA[XPB=.1*#BQWI*T1;XBB7D-#\`M$%3C@7A'*

$!/G4KVVXIL.[KHHS/98'E"!QA.[M63.)`M(RI[FE6.]^/\+&1./,4W#94(U*EV)T0P$@AE$N"BY[H1K&28H]$RCK(./!(XJ7.`MK,ETS|H.3O_0U-:>]9N0^#<7-P@61

*Y[X1:O1T/"J4N1&X0#@[^V`L)<[ISX&Q`MH/K';\RF]V=8[2kN4>D@E,?#_&:1X3G+(P`M*8CT$C].'EYEP=87-'\;0QSRU>NR8/S-NZF*/W3I19-CJ^HRE@O*=,?_A2S_*

M\^*FCN=P-0O%38,5S`:=;`^VX"]TUG$PU)P\(P'0M'L\[_ME=`D< ,6CT.+,-"`M9=%%%`^5:JX6CT^;CXL577'=W8UNY/=UWK9G\,*0# H3KKZ %^WFL->9;N`UQ,/?IM8E_5<\SHG

*M=]&MQ&-9AQ7Y0C%ARFHG(724>Y\LM@=/=#|:.IR+5]+Y`MY/.Z:OY-W8OY(0O#@.5^!">X1,HMI\HM\|.,^UZ8)T' DBP#W:/O)S/3D7W1`M$]+-=TT.-P2O4I*0ZCF5*

)'<#6/](S#UR94#0GB$K0T_;`M.:?2[>=%U86XO%Z)F_5*>\]2[8RRW'>5W5=4$W7S]4]MG7Q`M;+-?=1^O4X=FDH4I#]0,,(E8CAGGZFP=9GF22D+S&'28[B1<@.$R'"F/

%8,1E&OMIDH(;AYO0F%@M:WKU'"%+XIGZ(A?F^,2TA`M?&MNA9L@)G56$H>[Z^'ZLV^@O>+U[9'|#\)C1Y\EK?15-UHPC!MU7IE861I* MAAFD8W&0T.6DL"4HB$RU@T#%

?]8=PJ!M1=9[,X3P_SW=A/WY]M9X(?SPO^`MLM|(ZK?:7Y.+C?(NU4FM7*Q7WW2HSG^0$>&A+PA.U\]P"=5!D\5^B".6YF'(`M0I&'H#E94 :F3J=4=KG4E!'?D48Z;

*[6&3@8'(FN=8Y+V#B16]$N&;F]MG=`M*GZNT)O(Q1K14'-O7#_IS6N]@LRC8D1JM/`M@\`8A63>RUP6A13W]=]`T77/>QJB8/[2:,:<'SD*9"91#'|J-.$!SlA-8S0';

@)^]EIM2&65(=4"M?!;|-UTF,$NB),&2,Q2' MJ?* 9" 0"25&@10YRUD:M^YE96?+44=4-Y_?#J5>@6%(H.>V<+<>'-99W1)HHI1RUU. MH0DL>CE8YJ>6OIP2:J@ YN1[=J?;NZ(=(-/I2Y&F:93((($,1#6.$$^DCFNM^_M(%.DY2F:89!f2>/T!C98FXI;EJ A/ZIAA_+E'\?@-#NSG@D2S*CN\!FW MV4>)4(Y.E<*MWF9J;(9ATE,,G1ZA/RH!7J?=:R%[:V M?IT."W>+,:F0/JUE?I @GQ.ASFZQCTA*?(0#PDD6,)8DL)'MIVF-,,1JRFU4 M!-C=N@!F*YZ5_=0FK97],#(!IV1#5ZQ+-S:'>__MZBSP[6CU-@_\8=.S]U:VL6^RN%N5=7N$ZQ^5XD:G/7V=E\IGR2(>IYRA-(_5 MD8/\&59F** Q$G.U49WCIN=-Z^T T,X:NH8$9.EM4[*?R&HCI>AAO'\F? M,X/7 (23HW=-WK4S#=>>DT/,MRSM1U%ZJT*P$FZQ\$ULQ%G0P8S"AMR>JZM5Q.!\&J2\DI:KT2.1/XC4D5 MOE?,CQK> _[*KROM+OFJ+H<[B]2 LYN,TDB)&$4\"M=4:+=VT(GEMD_Q$S,ZUUB@-,@T\4U6]QN1O Q4$M_0E91ZNA M_TCO)}?.GQ!_N&,^U(LN8C&;[K0SM6G+C,@8R3RB"--4M]D0 K%4R#2GG.08 MM*#EA/-N,?FO?'+,EI'#)$S&PZ;$W M! :@X9Y#4.Q2U^R^(+!F?(9"]G7F&UIBNC9]AL+L]>PS?0(& M [-TOG! .[0AJ(_ZPKNO)Y3";=)@0&FYWS!+2W.(0".[$R_1'WFY<2;TUF5 M?M;WC,G_H_ BIDO^C\)?5G5CI2^K/RT?QH_JD^/JG;8W2B=?'-\^NRJH/H MCROO[OK6Z]ZQ7WB?5ZMJN>KY:AG#T&J+#^"$ M'&&PQO-?#->5W6CPIX!6:WJ M=DZM.5E9SH!0W:J;H4X IY.8&P5U"2]Q_F+/A7_ M?G/WQ=M=F0#4[J3X!HKG0G*@ZO4((8:Z#4EHIW G5YU.Y88$VU.ZP8?AGO.] M>]//+M;@7^D)/?9AWHI"KXH4HSF_I8OY4F](V:6 62(DSB3'*!-NQ\CP4%3*5;+BZ(+1]>AQ%OQ\DV)VDD MP,R=](& L_/H'0((446US^4*\KG ME=H1RR]-C0# _M*YN5M6?HKHCG1KT3OuK?LQ2E3E9\+?0-2?5=E[7I,46OM<\^7[+%FC=5^N2L*U1C MQ,TN5<9 $6:+6PZ\+@O>A<>/KBM/<>&B\]K3?+B<9 7M^&@B=\IX7.WE*G)O7 S6I9;/Z)U'^6 MV^#X+(5-?/S&&&2IPCSB*)<8H(RD06Y,GFYD$9SKT;A;NQ,B&V_A(NF_+*) M]W88WG0TXYXZ96YXKI_]MP3#2+3<7.O.,BKH99]LI0''DL/&7'12NNH(!]4_;LP.FH-^8I;++P"\^VTK M.U)4Y9?EFUIW5>CK>"9(SC(_0DQ$$<)!FB(2*O.2^"E):2"E^L'LK-M#9?23 M[*:7]*LF[,UWE,WO"D\|%(L@2G"6(Q\G6%G=C*',]P.48*8-+]-,#U<<{H3D M"!{KMDCE>!U&U%9'@L,,Y^8+45/TOKB4UOP"V8'4=I?{5 KD^5[!Q77>L+2] M.3*7U+#Q*%G5J7ODL1.5QW3Q,_>7D=^.O:BZ@!X#HN80^]>9D%]$#K'MM?,2=Q(';F6W%_>]6.C"9=U9HGS0D3H](OBS2W+<:)+W,>RQ2E$=,Y+5F$ MLB@2*(DBX@^,]/-Y>_5^8-WDNSF;>Y83H 0VF M)HH]HMH]WNW[FX[NSN&PY'\>2XWDW]@CJ#[Z)&Z6O:L"HG/2MKK' 7HV\75 MNJQ6+\H2?'K_3:R>"O+Z/&>7A?*4Z\[7.P4,)\4LE '*6%!?E<6(8I8B'L>Q M[_XE0+4=_X,7D8V:4J?+#Z2,QL MXD1 P^RA!:YM7WQO%$OI "2W10M6G/R,6H5S(#M1G'#6DG:6<7.9=+.]'D15 M+81>_,ORBI3/VYCFSG;/XBAG"6<)2E/!$,Y9C$A$,A3@4)(DX9Q2T.T.C/PT M'0.E)_5]P5O=]YH#IQ%;XNIC&L9!G"]?I@I7D.489D@3B,F E_P-(AAJ0'C M(6L52?I\A714',UVAO&P@6T&VR\2X71NI*YXN>@V8#<@8PTIV_G8X.++W M0.*3FG@[8#Y;=EG-[_=+SM5WK;O2/IX6CZOORQG)L8C\3 ^; MUBFQ84Q0GL&B.;Y(;JUY*]\#1A,P/2ATN_E7 D+1!4,"TP:+3@IX$/!Y_;2=XMT(M1Y3 M)Z2OJ[*<\2#&+.44Q3G7]6=8Z5P84H13GX@H9C@F(62NR-[J(^C*5J>&@& M\9-]^8.0Y&G*!8IHHK;[P,3]F(1$A F#V!Q[^>'FQH7\+$@82](4 M]>L;H#_FBKY<8Y"X4H3CLR'A7.D9W=7WM2$WM4K(_6]?A#-I6]=5WD95'4 M.I9QB6KWK9&MQ9'239\V2#Z6FK#R]@(_M^RG61Y\X,RW^T_NG)KOA02W@I/DMBF!X?$78,I>V5 MRFI_/EQMLBWZI"#=7?KT0Y;U#LKGW>OC5*\^2U,_(X)S1$BFAQ+E"=+%#,B/ MH80?M@(9*H7%-$$1"6*$/AY_K7ZS<=!GL#(D WD9L9@9"!AEJ*+8>\%@4C-T!D0?;=0Y2UEZ&/.E3ELM!)]7GPFKJZBNFE$FGU9%I.?JN5/>*O*]_M5.\S*8,D%3E%('G)_U%>_V"+)^4=W+\(6E3)V#^N7 ME^)=)]*7U?*1+MHFI(9Q_C*8Z?Y_&M=9[_H@2NEH!A:ETV+7MWSABW6?.<;-MW8O75;$#CCI)KE-((T^6*.I')X8%UB8I;'$5%?S'>(ZW"07%/"PQ\D[(F)! M:K*0BT4W9C*&:O #=.O;YR7M\5M]5Q<%\NG\H[?+K<,W%3Z]I_+>[E@FOIC MM="D/Z^*J[>"_UG +)4#4F,G2\W?YEPL>=V"JQD^>$T*/6&@K!LHZ(8R^ZJX M7%7-@]IU^Z]H(1?-!NE?.VERI[ZZ1G*5WJ.C'I"E^N;6S@7'\.PR9OX$X+9 MP*D_;=FTB&V5G,3!?W)#*E#L+]6U>6RMIG=G^<+<;.N%1('U$\(2U&610QA M/:0VBT*!6)R'E.6,RM3H='EL\;&=O";%6=/S&H+03.X.#OV&Z5SI@)Z6N6 6 M&=N'$IR1]MU9;.(<[4,Q#I.SCSQS=KVOCF87A%5_GU?/FYJZ71@S[,@^,*B2@A$=6M?OK/ZYQ_G9M79',#YI9!&8,*&^IZ MN5=KN^-!^ZZ8V!;XEBSI^';[*I#M.YS/\Y*1-MA?;D/JO?E#,>!3AF)$21GV8%9

PBJE;@;,$0/6H9?TZ^S,59[JE4 M).''F$NC48:00#//!LYR-K7VM_Y2&ONMO.\"5H)NPKCLQ;@H0G:C8S>,A^-] M]WV(?M8#Q@8$SUKGO &D$4-*7O1$,"Q(G(:452E-KEW]C95_>8>.X)3964T M ;"3-'?#<8H';CI&SVZV%\+EQ>6B5N]CRL,PG \R55%Y0L'"XN99R]'A"QX" M,SE9&2,/M:W3VU3UFZOL"&"5E='4?>@T4JHTQ3F:9O:3P;_DB'XS"Y2)\G ML_+L\RB?N9\#'B15AE'(PG$049617"06]Q*/>$ZUC+53F&N2V&]"LRO+UJ&:-MFC!SS^4V8$XZ1W 3)98L1J]&@ \H-.J8]K'T17FU.WV=F*_?%&9'-J2V VD MH-X*@M&1])':'"!$[]Y75W%XO MU7"VRS[YQPME?$OS87"CQYQ4:IK_>(7N.^B_PM$NV^DK*6G, BT<+T,@(T]E M3@,'A*2PRA%&1.TNO#MIIS\:3?[CTZ?)M./D1L_5Y>CYQU*;VN_E#(F2&TA MD;(WE73@K*-B:G;RMOH+\G4(#NC51E'S]RPSI35A//V. '5W/2UO[W+ ^ M;3(=_C/%07&.FD#W#W'T"9G X9R S1YFE":CO#:9^KK%/6=$^L8;175T4"D-MN8R;PJGL$CG!&(4:DBTZ!:D4A'F+SJ=D@$&*\#]G&*J;H>IZ3LSU@.H-E!# MHX!Z.-O3"A&0< /2EY#&T PF)%:*>K+RF<@HZK<:?)6DOG-B/4!K4X4T@*\' M:6-T@8^F"_G%O3W%<9HNV!MX)XEVT@ QY8@/WH/QBD**7!EJ6**Z?M'ZFV3U MG0+K&&>\%:$_5L3/&#DJZ,4PG*6E!XY*.PK ,%ST0+17-PD1+,E<=OT). MWRFQW:%K*T6TB.];HSXK4E]&,#3 I02?1+$]DS9@C?-2D\1-]2NC%TC!M]1O M]VC:0 %M(NGAR:Z9Z7@@ZF:2DT,^'8H."'"(9/_>!4%U5_6TVN[ZSL,_>8 MVE05%8'5<8KU] S__'+P]>STZ-/1\<')WMDA_NO>5_RA+\/.!9R5G-TB.2ACF&%M? #@/9^#F>#Q%UVD>!!+3.*@6" M1A5#BF!=SL{2)-5*L1XN\ =^-4],EY:NY&T^@9ZG%04:AN@6%QL7G,P^SBY M<,/Q@%%]% VF=-+'8)/H!,X(!5H9I?7*R'A.0# P]*/3YP#94L -9(YN M4(4D9"3J6Y>7;]+VD-IDL*?J8:L(OLFT7U:J;+]+U VD MZFF@%4#-IY=A?CE%0>U-<]/$A+Z C)0$!4H9+/H"@2@P) C@D6NK98]UT\-M/>C7Q^I,_AL)^\F4/,-@/N?5#;D9$ MO\\BNL'+=)N*1RI[IV(R$#+3Y(I9I"6+JDO?2N82FW5*YQ?)*>1YS%U0%1++[.LCR%XC:)S.%T-N:V#HDQM.%V\.]^+_O9S-KQ]\ M_-U-IVX\GPTL=<(X[B&:\A;#) D>(T8PV1BF=$Y:U0ZU7B6HD2Z$!*=H>2^-YM4JSR 0VE2 M"IVZVITVWB2]WR[8M>\SJJ@B1/NULVIK2<8CB^1JOL_<#*>?4AY,KWI"7CF M?J89LCUUJ+?AV$VO%B(MPQR*)<)DD7>]M=X#F97#K210%!D%7>;OVD0C$,Z" MX4J5UG353\C.V.FY+5OU{I8-O3<0+]RQ>.-N?$CC5.XK# MJ;8H'YH#HYJ0*&N?O(\(6 TB[Z4H:7/9-F!/;IL^W_88^>!FPS (5N+Q7\K' MBR2$$Q2,\IZ8\OJ]@FQT=6NRE)#5@/)>ZDNVEW4#EN0I$Q^'HTN,&0:T5,LX MB;$NUZ4WC0[@2X-5PB*W,:@<9>U<^ NDK .:U)F4D/>#<#F!VEX_@WIWON! M+MMV^GI97JTM'JIWA XF:L\Q)#%EM$KF"HPO!B2S03,\=V7UT'M E>#MV'M)HW>GFW:!=[-GK<:,5DD16A YHW%D!A# 8_R \H!1L.I9IYKUVVO2>)] MX'LO.?@N!=,_%X:,/)P]7A^?BZ]VZX.INZ\Z*1]EO5GFKY,3X6\6?G,X^GD MQQ E]^:]UF*A^.[PI,]-,L_KB>#W!4^R2BLPTT2]2@MI:@&;Z(#*8U423"K M4^W5L$+4G%=:FN)LH0'Z<; PTY:Y. *I')*F9T!PUT$)]W0GBJK M>>TK^0U2N5T!]6MIQYKI74?T#3A4]!]BXBH,Q;9P%LXF)RG@U\-1>L3>V61= MR1H4JR!]3'2.&)GEX,#Q[(!DKZC!? PBV_DC0;GGJWG(CM'=%$",,+4?$ZX= MA@N%X]!'Z28&V[LH<=8_%]\?),X2=U9"5.AQ"T?QO)*4 :%4D!25(;9V)[15 MZ.K7,+>%I4G':FT"K ^IOVO2/#XOK]YG9:R."-]7.P*"=H&G"""9; 5Q2.5,F M1-G;.L)K!/1K5YL&9S4U!@K*TLON\V1\?L!F%Z72K+P NO'YKSFQ1K(8M"O7 M!JZ&5/@DG/@F=:,RS&B#2M+18FECP-26Z/7Z?QWK-M0JRB:IHX6F^K-5(LV=$TGEV[^KH!:3/D$,L4]&= NLB!4USHI0K[4WVW@A+ M*>GW45>3,*RHNB8@>.R&**5_'X[C?>4J,U9QGQAP'P7::BT!O_*XE_:6F3E M,>UF4<^JZ/<]6-/0VU)EO?MOK5Y(0:'>-.ZI^\>[;A7<`)1H-.$+LG'=/W?!R+< M=]^'Z;[W*$AX8TH!F*8&(1^#0(E*G&*8YE/I05;Z_<2,PHN9,,9Y$*YV3>X]=/4^8:H35+P) MOBT5U:L3X>*=/.?HBQM?9G?3).@V:X\"[%_?Y(:G.9=$<`)-.CsL%1)H#*8 M'$'V+-,5/.NU%NTW1!TQL+I508/H6I:2NN$I9=PK(ECT> [,H!>T9TZ<7>"N"Z^4U^STY>\%6)04TT=Q@.7?'T_0=P_W;SC$B,[F8S*U#:5?E M2]VM5@*2I3D[%7/LH-W*ZS3UFZKN[9S<0C';0NVLPX#A]O@_=E>+L]_A%@H, M7=F0K0)AF04KO &3&$;U41?>=N:K+]/6;GNX-@Y44 MUB@24UW[MR:)_2:L>P-E M/;6UF<-,O.9;O-F:EVE&\]F BZQTT@2BCV6L2!E40IV#;"*5RKLRRK/[]-TS MNOK-.? >&ORT5U+(]>-O(.CSB+C-CN>$>K"01A"HANPL!,DN!H4]2O,F[@=]3 MTOIML]8O K=24_,@O-E?#ST.EG)6C$=@O)3[*.(!>Z) 11X944[L(AA^@;B> M^Z0U80LW56)[_#]%GO(F\Q$*Z8<1.9QGZ68P'U%@$W6)\NKZ3117N_M_DU?%TIK+7;"YR5Y/OL!4$*3X2@+@,5KDQ>+?/O)!X$1B3B@4261!:NCZ5 MC4PTW=';Y5KJ:B*7<^RN%L5&9Y.]\-^7PVE";G&CS:^.1P[!X7$\P.]^OZ[I M\4%SX1UXA]M9Z&S!)B+ 6D]8M,'RI\6$%:I;5Z6NR5?/U9#RK(ZU$Z4U<9.W MNB@'7*G@B.$0,\6][;POTI- T/ '(BS#?=^;;6SRH7)7@.Q(:>T>V7>O)<(M,E@5LE0!##H[((C&+2>9!4]Y-Q;]GV!K]T):G\I&Q@3OZ,BNI:XVCNSI)*04 M%Y%W#V>S2^0L'>73A.%:BHA B0ID2S7(&TI%W@QEM$4&+29Y*UURLKJ@*#?-M)*K)]H:+IX>T%55U$ @?9^^W_@M%8]LK=^% =M<)8T9KL>,: (T^+:$&&"^SO&EIG9@=A>B= M3(''(X&SMS,]+Q#29WIN%\=I<)2T'JTLD\C>9,O1(''?CRWB2D$LUK0:ME.%$ MYU'_>[(Z=?T6!NX8? QTIK8%@]2#G%#"F.O@9OKGQ>3I!:H!^-"[/E_TM2Z(<;-MI<4,%93C,. V*/^P-XZ/O_'@)P1>UH MM@,V^C6PG86[?2N\@0-^*V;/TW0XB<]O0&^>8C\4Z[6H!YP'[D/@P%*@(#CJ MS1JO@:DLG5&*F\ =Q*90TWD0$R7[),PZ& M.0=$;*]50&%4OUO'K?=C]HH'[?K*%+W!Z MW\'>]O&X[K7Z2OO8=X]9==A MO#*=7N%)<]TJYE;H-GN>6>808MFRGC%PZ)P!'CQ44>9L?-K7?NDSV8HD-3+^ MNQ9"^U18(ZXU[KTGW.X]9FX@E]>FPC2EI+ B-&R<OG]^VCA=;G1K==U.,Z3Z<6USF\%RIQQ*CH&1+H I=@,/#4. MG$ZI%)Z1&&OGD5MNYM?1R+.U]6&DEF#*2KPF>!8D9 ML%EB_&>L,X83=&]L95P](:'GR5U=]/G9$Z'-9=X$9$]IS#/W.\UN.2]>9TM M@6B\!8$THV7W"2A#D:^HRI6O MQZ#*1V[+NST32CMTH^HGPE>CK=_#=;>(>0;7#M371@7[\S[\D=(4))-@DC(@ M\, !:YR%C$<,GC\ZR>]3.S8GAU].S MH_U__]O1YX\)Z/>:KTKCIU],K?@+URMS6'TH.I^$?WR;C'# _MS$]J8WYUAUFO3#0\(UP-%7s>TX#HS1$49]F00+W7M8>_>E0C:.KRN\@6H6@ M"));PQ)DFG$OA3+ZG3H%A(:4!;K3Q%?/:CRBH)GQTI6P\"S;L,F\&_#4[JB_MED@9C#09+S+?/X>S 162BN@HH-W%\STFC\&7Y9'%LDIZH*M?[64F\ .DC^Q62\!L,Q? TH5/TT'(V4=-)2AE<%>E5,J!$P<>G60L M\6!D]4NGIT3T"YD*BGT:SVTEY09@LAD#$HV93[*8& %36!44[PHRE+U M!^G/]6BDW5K%^&LS 3< D253=9[E-TXFH]&GR?0/-XT#IBU-T3B0O+RML-;# M%VA_F14)+;&11'4_]NUS\U+#9$Q)Nl3>NIP'T/6=F8#-C@?,@96 EB0* M3DH"F@>?.'/6I=[M?]YY3T=H$P(I*?V;!MM) .P^]fF/3Q7SVV='E? #9WX_*\ M<6!UHB%*#MY88U>EH,]@=NJHI1FC*:= M!(*Z'TU%F3""F\9Z9M]%$12P,,)'73*NR>@M:%_W2%I<[DW43#P4ER!HDG# M_%UV_QP=39UXYD+"P6.X^*KT;4Z[Z9JHR"\!GF>3R9+OYA/\,_>6\N+)G MD^,%W@9*)Q6Y+2$0*\U%0@#'9'D@8RBU(OL;M#&$]H$ MG1RK'5>O2V-K@P]W#LXZVNL1G>6-V?V\4+JO+[^2^;N;XA$ROY; XKV$)BF+ M,@A#EYZ)90MZ@<(%AB)'80&1F^LEMZM*^INLW=E0]DP_]HVXE6&K")]_"XV&(> M!1V+TX,>ST+3)PD%/1O.T^W$[\5V+*|ES\)+3]EY",YE+F/V@#-5GCQ&5K+S M%CB)*5!I$A&UW=ZN>6IMKF)W-KE5)P3$A%M2#H2U,'0I2G<<=$0H,R8 MF#$*)*1ZX[-M$Z.[')W84Y9T';54A5FIQPL?#TIW3PZ/SPZ/OAY]^O#[Z>'7 M@I/3O:\?3W__\F7OY+^-/IT>_O;U\-/A_M[7LIW]_;/?OYX=?OWM^.CSX?[A MP>D&KQ>V7'#;YPLU^:WT?F$OA,GEN#S .9Z,AN%A]^$L"1HP%H%;'D%PHL$2 MS4 H[D*2R6=5>^K!R]1L.^$^7,Y*$^[9QS0+T^'WFR38_7.4*X?!\!?_,2#) MAQ 5\EN*-W! [F3*K7H,N_2DDB1XM0>67VUR;RWRO(2MAY;O6Z556#;L=0[C MX.OO!QO8LJO?W-8P+;6@DH4Y23_2^*#5$OO[D_$"'G\)?SK_MHR,_N4C3.\AH M(XV3(0)" (^!!22.81!T0=,")U%+4OX[8D;3MRT!?7>8>QUIXDHSC0%,J'2<(M'NY,2\'=(WBP-CA?N[AX5=KZM31=8.AY\6@'6FK0VGS8^[SW=?_@]&\'!^A= M?#HZ^;)7')(-K,]+G[2M-5J)PDK6Z8,;E,%5!]]2FI^D17GG_9OC^_,,CY0@ M&>,H@/+H6*8,5BI?WJ(38]PB.=8>PK@:934,6SU<\<%2]\AW.0=G@D(!,(QE M@1+@3<8]Y11@0OM(6?6RJS7HZ]=&=8"DUYI=5556@V;]X\&'3=ZG+WYM^SCM MZ=J5K$T97[:DI8$D*7M>;M.%+$^"A067RI101YU>TG$]:Y_]RRG9UIH\GHS/ MS]+THGSZ/1*9]4Y8&2%]7@KB.0%#B)B533&4ZME[4AJ*2']VH<*NG]]#[87 M=X,_]/>X#HTZ?#K^@('.Y]+OT<3GY?]'C8P":\]8G;FHNU**YD M23ZYX71O9;'LC%&*&*W*;$21,,,):A?*U,-%T]M33TE5*RUK&=U-M/A_LG6Z44K[YQ6UMR++U*YF*S^6:XAX$R3&>9?$+DW4@C$;?D"@-Q"!B6-)4 MA]K.QF,*MG8RTFR6TM'W-'4E'7C]X?=0C,XE94DJ-RSE0%7H8*\(&G/F,B. MZNKS3EZGJ%^#L(7VG[D;]03?H-]Q_DMXWLP=*/V3X_ M^Q9MU9*UB)/+,%)4M"T:>"\"V26S*:76FB=/ */+,@$!"2I-B: G*XFEB)2I MNE._,G%5IB^\MM#I&?C@$H(@0A+Y7T!GK A2+#$^/*,3R83M.6\)C7Y)G3V MGH&G;BO!V>?CTY/CP],3M%+VN1*_>DG;&L+7Z6HDCV\[7=SG*8+W=X/$-@[_M>ULK\2(EE2S$W8B*)3<0,=!RO&2(1$@0/&9T@2W^+1O%1>!"Y=[!RROD5!N# MLLS'+_U]*'O)3H'GS=L"#YM4^K$86M1&DE&U.JU8?7CW/*<,/)HE@S MC'LYB\,",2;6!3 *,1$O3-(\H(-K;6/N..BT";SRI>'.Q^WUA"2-2 MB0"><X>801.HRF%P@$WB(HG"2D;V(HQ%;U1VVEKVYZ$AO3=[S[=XDW-9B[_PM MQMW"_;D)6,Y_]V\S"%GT(Q3@0S+E:2\%7X,.)6"DDMZK8-[1VPPW&\Z.\[,%-MK]I_?+#*5E Z64PXN1MS5)I3!"5] #H%;!\K?Z]=@KD)9LZ\PUD')LU<8]972 MP(/9WV?I*!_,YL,+-T^S ,,F!N%+8S&+UKL4=?M@/'!+C#5!$9)]0^HQ!?UV M>>L(.EL(N0&(+!_,_=;P[NM],,!:<6>) PQS2NHV4'":*O Z.^,AUR+IL6;.&6/?[_2L]\EU.SX<1D)*O%$(_A4WB,* M&,$R@FH-CGHFL@RV=D?KW3\N.T"93L=N=+O$[,/5;VER/G7?OPW#7GFMQM#$ M@TIA$B172D%0N-4$TP1Q7EYI2B=DIMRE#@81;$QNWY4+]9'VRA.T3G79PBF[M3(:S69JC9?X\=`XX&LZOGK#H@R"T7#60Y#((JP)8A[ZF\EDSE5)6J7;0LP&9 M_,IN%!JU[IK)XW8CQ)96[$=6^WQ<^O >,X@2/1D=$Y*58_7*[/0KZNX0^O;B\K; M="5?>(6]L6OY^N=U[&.X0!=SQ?>> NU=CE)#2@P-GV .'$L)[Q"%0D7KMG M9[R%J;D@N ^TUPWU9 M[@2\=0Q0,B;DC%*)]_2&7'?==_$B>!V$/&P'V:D2>FY >L_;;;\^-YV-S)D. M&+9;A?S07#I=*H:F%HTNX\HH@2Z&=VPM>*VR:K^.WL[55T!#;AW]]QIPJ-^ MGCX/?Z0R$MZ-SX?(U*9?%=HD-,L[2@A9+(.U=@ M?>F2)0+WWBIAJM^:U:2_WRD..\3SSI7=$-"/\F*$Q36O7R?CL)A8\:"E@2WM M+%F.$++0(PCX\3'>+B8*4E>T>]#+E>EK=]H##LUN!65U #XK]>F7#-QFI5Z M[M@H%H/(.@/ZQ[B@O@O=M=7#233:..<,=E\WJKT18OW,6=@"[^NII '/W>^EX M.HF787[3KO_JI;2I#P1C,P@E-2^<-X .BX"+$K5E_VF;>WI'5I[?VPDX- M8 =*:S#Q5[I?;9SE>_#+-,IP=9B_>Z$?4W3&$R,XN"1\&3B8RO@-29]XSC7 M.HO:KR&ZZ<5U#]OR^8?C\B3ZR6,_GZPS1GL@2E,0C'"%&A8M@>99*$R.=]WTK M\39537;16@<5+]N/*HIHT&*\T0!K8V.RVN=VW+ZK0Q/T:K.FZ*AE1"@(3"<0 M$<CUIZ[4ND%-&F\"LJOVL<2=-O#Y M1E ,(Q+N\6V#=-8!WNXOQO[ARO?XLU@->^R"0IV RP7.7)#P2#06M4\)]8DI*JC]:UB:S MWU0!]DCK5D4-=>BW++O]M4=__XH=UT:.PT\K_53O)>:>X*K4)AI+2TDA+L#$Q M4$02M$M:N.I;=&>>="N]S"X^6Q"_2] ?Z\V?X.:41U.S!/4T241DFT!.[2-&+ M3QJ#\07/ C*MJK#Q: ML%]45%/?9%M9M@" +^G"I^G >LZ\6527"!Z MR7Y L(6RGJH[\GUK/ OP_'PXO+BAG 51-0T< H'_F#3+O.@%6IMT(:M$(MY@HJ?1HSTK?1&63&O+K6_'NYP/"'HS#&HRN.6%? EU82T8&DV@&ZZY]$'J5?S MA=Y2_,-%^TD255/\QO)K(/NX.-YN#COT]M/A/%W,!HE+'@0+8%F0(%3(X(T/ MD*3G!)TBQ4CU5H7+-".DW>UC;%Z@G\Q:`, [FXF(P7/!R[Z=`T=%XRJHN,YVVT M/Y 8Y%LA/"3&& @N2M4Z,QCS"R&)#2S&VG'5"F3UW*U\>^4OZ4I>4Q,-@&OY ME<_BNZ??1/Y_F3\ _^!9/*+XNB $F.,=A*H+1,!F2> VY.#4D*K@)O15R_< M6Y?&?FU9?=AUJ[,&,/A@6RWVT.SH.]('I:5=CF<.O&0: MI,=CGTN49JR=QW^-GGYK^#HU:=O)OL'4\4WCVPHYX)<^]5)KWIUD95=MWL>S M#5(8#CRX8CPTJC_'"-P1%FD@C/OZA7]L-*[96O! ;561$4]9"$!IL#XG_"=KCWK(1(MS'O+(OC2R+9,)'#$96#H407%DC2IHI.P O5-M.!^U]M@,R TL 6^7!8,.2EH M_SZ9SHL@3[/YHN)N$*7B1"0)SMHRE0U%:UQYL2PTPR B>5-]VL#+U+QS2[TA M/B:=**OG7K$WK\$FX]GA ^'Y&PDDZ+]\.6&HHE>C/<6DTB)P5Y^"09^"2\B%XZ M\G0$]M(GP:\N\[MW79@JJN"!DS82O(<,"D3]BUNGI^]M_8[_?L.92%Z%Z#EHK\LP M<6/!2QD@AA2D86K1WF\/V/=TU-<&0KM73A^',W=/DW7?$_R MC7BVOH!ZXW,K74>M0_V.+Z<,"<'Q'""%R4HGM^1@.>DTQ\#(ZJVG4N.[]< M>BSTHUNA7V?!,A$Q4F$@JA*[^,C T13 9$$CMXK@?RJS_1H]3:1MJF+EJ3VK MHHV>*TYO>B4?36_FQRSR^293K5AV$)PHTW4%DNX,@9!3BIER*%;+;K1>+!H M=X?V5?2ZJ2BB-N 2.DI=\/!I..D'.,#I8TGG@:40VD1:0NW:$"4*%U8#D+ MRU9*%:.^&D^<$]%>EOKU.GP-D2P$WX.W?,')3?LV,--[@DVBL*_E$)\$K0H :.M0P.UWKGJ=2*/!.@=`=aEJ=0O+]+NGU/B;O9(RB-2S\+T^'W10[ZAA&MF=5$&I#6 MT!)5!/"""XB;RWF=JF$';ND+:X=5%^GO54!<*=:79,RR.I\,+-[TZQ9IPY^GT M.E:"S!LVN."6>\8A*PSPA)42'$<-)$6>8E+R\W%GE.NB5)?I)P'<#B5]2[-U. MA,DXOL2(R4')% ($FI 1.@38[#5DK94)+D1BPDIVXI5%^LF(=V4G:DFS9UA\ M3$4<;AR_I#AT-_03'[CPI<8H,EF./P9.V !*R\BR=HKF50S$LL_N)R7=#0BV MEET#7N6-*&Z(3REI1RDBU1=[AOXV6",9.*""^24Y)G06HG@A1T$\VMSNOLE3&W>5)*#W MYHOU\IUA-TW8JXK*1^R<+.%@)(ATT @EI:/@A$4"X\>M0T>X(?5GI'>M; MB'F)@/[25Y44.ZDMY9ZALG>1!DCYK5E,2ANF""N5&!%$5!R\IAZ<(9PG0KE6 MJ0(^'_:(RC]['219X](^'@H46(\"HZ'*4")U-M8G&E 7!OX.#AFOVE,^NC8&-9]FT-9D-WI,(P#\,-\>@/94HB+W6J&81!-HP* M\G*61.FL!,TUNK,]6[B_3&8'-F$KJ380D>Y/OB&5FH-%;^OA[!\?KCZD\T ;0, ^2K5,&(BUVF52>.H,2%'Z\&7ARDP*\'Y]P@S)5#\=]G%D7=+ M3K^O7G9YVFVD@:!:Q5!BY=2Q3MMX2 =D'#D)FW"*>?!,.Q<IFSU4]V/A6)Q+,)"]HG"""ES%)0!&&WJ2.!F_(=,*1K;VLUZ MWB2J,5AMJOY)E[IH %PWUR\O<>.4TYX0#SS*TL266OO0)\&\\E3FJU#JC.ZI_MW 96W;4][A6%;70 *9>|\^WSW"4A2]2S0HF>FN*>T M,JK>HJG?-YR=>5155=$ M-YX%G,],.C,49W-ROCF>.9^#I*3R7*1P:E$RQ,9 MC&NX)2 I-300R[1<*;E=[SG5,C*;?#2R(4Z6OYOL3&D-X/*9Y3Y.T_(-=Y[H M@"N, #&"%B4!C>>:L#)Q X&G9'LPS5!X2^1D^3U_AUD%9-#>V^NMU/TSFZ M&X?CQ=/C!9_7TR?GD]O-]6!$Y-:/<3=;KM(;W0[\OCI+B6..F$9!]HD(-!T M&=<@"42-_V'.JF!KWXSLZ.GNLL^^%?[50"1#LL,2]"Q%%2:7CB^L5%I2AF$\ MX:N-~)G/1W,D'OX_\N.FA98NHJZ./BZ/.X"77>'"%,SL?#*Z8XP]$(IX M)$]+'Q&6 !GF$)@1DN&7Z#_L$F_/*&RB3UM_-Q.8^V>OJ_W_MC^N%WQ\RN=_MKYMPL^,#5:1,J8T)>.3E/;(/8+62D*5VSD=]_6K/L]LY4%=NVK5_,2U!?4"(MRSQX!8REDOUO!"PA!ARS61E+8L[T#*72MN^;[.#[7P<;:+=,VD7[OO=)6X.LK MAD@WK&44!,8\"JPD9?(%,FDR1MQ.$NY\=ED_;9&Q.,#NEWT?)V.GV-I0!PWD M.5,K=IF5LD*C\;#3+!D2DQ<'P&7T+Y0G)T4G72W/]}AJ6=@*]?O2S.>@FFTS%LY9P?AL,PFLPNIQ7:D:VU3*WN9)OSMNM).E1%C"O/#!@*=$E)MZBF MM_,_$YN51:&31^,,VL99E3<#3[P&PT12&JU=+5S MNN^_6=DZ6%FK6=DZVFBC$]7CKDOH55+I@X5,2WJ:HY/I.Y)@PF$&U\ZHE0H MNW]GSFMWP'?!=W:]U^;N. M(JE=SU"U6T:7NG,!I*M)P[4#C&VB MEO6A9J^A-D[SK5VB5[DY&]>SR1G")OU?P5=;9\]TFWR]O\Z1.Q=ZSA_TJ7W@VE+X#9;>?-C[O/=U_^#T;P<'9X=? M/QV=?-D[.SSZ>AJ^!7@Y2I/\Q8TORX29R^EP?'XX1BDC<+KR M7:F'Y(,;E8NTVIS6*4>_O8F;W156!6^FU 14$NI18[Q('$%O3&DMN4J6 MU&YAL!IEVS[JMV*^^!KF[]>5UB8B;0*N5,EM8B1XIO+(]YU&:W%$R"0X\$@%BLQ)L F%% [D.C$LC@JC=Q&$%LOJ-(;O#5B5%M(2M$_,'E^)2 M#MWH"4?,4.U"<\)"+?1PI49R!E&7;E>"!W!H@2 R)[6/@?OJ MO3*ZC?L>3&IZ^NY'? N,@9,MT]>;2CL:2R"%0.JJ#"SI0]SV+;*6^]"NL]2[B MO'60IL&0L5CUA]UV'L)R?_"21&F54F=O)/Z1A#=4 M)GX*476M(@9<>2QG]/5O&0P3-A%,B!BU6 MN9]YX>/]9K[P05N5TM\X1 ML3;X6($[VLW"-A-4O6)<5/-$]'GX(6G.K@N M)9+,.)"JEX@FTQL,.0#<*R"EIBQBE"*"KBR#U:E[%X{5.BAZ5LW9C;(;2$^] MPL^]R_N_TZF^R,WFRU*IBDC7(M4;A_*76AD DQQ(0EZC5S0Z*2]_9YZ#?+Z M!6%7"))GL1EUM(_&>L;_NXK9G8M@D\1 L,)E*CB8;<-E+"#&9)+2+W-1.R*]) M8K^([PJJT-R:[TU ,N/Z4<;3;ZG>);"M_%D-#F_.AF>?YO?5GA+092+@@'S M/F!(Y/|8\2*#,E0;=+,SL[$R#-\@J5G8;0^ 'IS72%773 -3NZY%F=RR$&%,. MN#.#=02$D0%,.!9X+ MT'_O8C*=#_]QX@!B,TNKIHN=&E%9X1*TRLE9DQO-DZKV1.SUJ65V<.T<-MAC74ML7+D/.R\-DN\+DH)T#7DS$7@:M2P,FE1]8\!<,\-.FB6-JEVH/.Z1?W> M5?2)NW75\7XN+;ZZ:6E@_6.+UD6K?G)'EQ&O<[#;BP=!7: H'$BF@"Y(`;9< ME$G%HS7>$$9K'Q^]N7AX:&V(QMQ#'QV06;706M?TD':@$E: TL]!:[2^(,#: MU2BO4_0N+AC60IHDQ$,-P&#+2)PD [M<:.!*.HU'O^"^-NXV)/5=UOL \A=]+ !I):RJ#^&HI$@6_0S>(R0"57H'6[]KNH&=D&2QL)N2%P%Y\=!-I.9_XN83-H33")YF! M526]R!P'ZS@';4+@ACHAJT^@6DY)OW78.P3.%@IXCV]R#V;SX461YZ?+.RXX<41G,8C@$(UHR+F06M5_V;D/ONX@OUD'-M&NY<764V<&R_EG!\SN6U-XL*+I<^L^!&I? _#P#D3H_<,&)7HQH;R]L=+'"]D$ M8C3G9/4.\;LZV:%3&V!H9YBX4_NXP_A6/Q+,_TNA'^C(9S[_-IEZCO0C<-M0LP&'?'(&;@H--ALI5.14>=KN[#;4=SL'4E+R-Y*S6V#NF3LHS;.\TB!:L=0-MD)*"'14\?0F8NL&B8J-[=X9U>H/0&RG75[YXN5NZCDJ/YMS3]/!F?GZ7IQ37;M'89CKZS6>?RU*J>5*

*JZCG'&)>4DLWL(TDNQZV^]C^9#;'O?)@EH_,.28;#)!4ZHF,$<@IPR\I M&NOD7:2I>H_*%>C]UZ/<$A'/:OMJ*Z*!,_VV$MA9#;@U&GB,MKQA ZL\-.#*
M,_AEICH)XZT,OG:1U2,"^G73*L-E<]$V@(NELU2*"7^,]IAX2MEI< +=1*$B MP; G..:|<4R8-X?B_M(/WK"5) N/E\5UF|KJ$VF9/ ?=-%%1R9TGM%D=KD-?O14I'9JNV6AI W ,F
MO@QG(8U&;IPFEP\Y\D1')AP!DDU)DDH!+[''9UBK+P$HGX%B[RNYMJE;"EWPG M^*JLA+9@]8)P:553%G0]0P_EPH/?&D29&*TXS;$S&J ._M_<,*GW!YX-1?UN
M4P9{(4POD=:;9M/==MIZ8\7=I Y6Y'BW]5,>V5#28*&E- V10N.$PK1L.@4 MS9;FVEG${CMMW4CZ)LLW&V3I?$(O+';@> T@5N,\I#&6IN")ROU 'SRL>_B MEG0=_3YL;K.-
"!LXPQ8V]23-A/%G-?GL\@M,Q>UEMM K@L5-8"\PS%^5IK-C]U5 M>7Y{RX6V@A*:,'#@,6-%(JX"N:'F>G-),4*05G5>UH;SDE[Z(4?D)",.23]1**1H>* 7B(D8V$H-
75ZY&HY%:^>BSMK6SH:]3U&_B M8 >P]JB0C>'\U(TW]D8;=NU%/LB]W1G<+!*,5Q*!LF)A$\>=XC,&T4X[2B43 MOG:=Z(O$|)M2V(7C544-+1BLY7'T+3>$H??UA@*G$?
U'FC+8'-$08R#G [/4 MD)5F>J^=HW])HI60I=|QLBHJI %XO<)(T"]4)CEDJQT M7AIDQ5CR96!ZJ;T0D3OPC'E@UCH,C@/NKMJG92W:5T*K?<=H[47)[_$=U_XW M-SY/P_'-]KZ-
R6]4U&'Y?]6%,.h$V(# W=X%9(5>H$T:DO+EWHBD"H<@4Q" M*(^2S8O\'W6E\F/O1X\'.-Y"$T>C39/H' L: 1$MY\ *BTA1= M%Q&NZU D4X'EB)X-
K]WL8@,RW\4=Q#JX>FI=NU9= U{GZXS=NCZ2"\V$S!!B M1@=:;!'1]O.7 O0C16.?XTT':VW<\7X6P?A'8.3R>=CZOKJN- ?A]T6("'9IN M-I)]-=9NOD1?_' VP]-KD)-
*G'@#A"@'@D3T5BQ'YT5;*PEC69':M,7K4=CO M=5I;P-Q*>)V;R.-I2C_1@UI,K O3XH9_3-?_'5A"7):6X+&S:%8; Q@;"&AB
M@_))>_QBIS!]A=A^,>0FPMG;8/7G=5I#X;.&.$DH%!0A&"R(:B+),O F5X MCB3M9&V' M[=`>Q/5?6T#<1%=;NIH'X(A)XNCCP8>S^RS)Q^2W&"?V\F=MF]Y9D1=.9,YNS
R81X2D*"I=:B T]_6W%:.I/F^OV)CWS&#^R5B8R-D6:[VK$MR6*J:[2<%KC*G*=)- M4J[2_/I-D-2-XN7P$!2@F7IQVRT53B+S0R(SD9?YB!{//=&<@6;-^37<2(9L MH
[YI*2F(4DI2^?4O;:B/E8.$NQ6H.S-Y>9P\FP$2DJ8"0OW,-RZ$4X--4BS MY)%46 0AB 1ZCX]65J9@'2KCK9#IR?#*DW%S-XOH: E&AQLF'W,Z0;0L#Y;B26-
E(HK&^MQXBB+-14!..*V=E4F3TAU] MUE-2]X8Z7,({(-.#W0V YC)Z\ )#WL121Q(6HJ&"(9KKHCCG$HRU8%'0&/81 M3,2V>)!XE8BVH-)'LJN1MH/8W !.%M?
J)^OGF6>+;$:.1FF0TZ.OM9&Z6#*:RKJ/FB5OH8.Y)S.%F>'e'B!T5K$9Of/!^4T6^\!3@[V M2@6#H^.ED^;?T5%?JQPJVZU02<'H!L#R9"*%VFQDZ5:-)(2)8!N8 :&&YGF
MYMN$H^"ITE+*H(JW+7I-14M Z2/954OE,#8W)27>O;+X0ZG!)3PF@X,3H_ MTQ.*#"<$*1ZB%0&+6#QI?0.I=5^PCQNG[1.TD2 MQ 5WB$]+
[.CI:BI@A5QL\V)7QEC%HT=)VMR]@!*N42VI-X5KE*%QN M) ^7I);M^&]E%&_A%I<+X;C3[.HFW@[O;D]%;\V%S3,.]RF_NWVX2M=[EK M.UAXB*L,*GM+&;.#W.<'\UJH
'<\@0O> M*8DX3@XYFRL4]?))>1$T9+>VE/_]^W.W28Z+,3>MP*CKM0,$28:+.%4\K]KRMP^/LL(TH9Y) G+?1=IA!_V0D#-$'XIF6V%0 \&5@;!2_HO1G$97,,@K@7.
M)QN3/D8E28_|^3=-4^MC-!3B9;_20+S6$=PB"5E M>3 *11;L:W"7M9,*4VU$^7DU[R1_?B|9=\V?WX?A[FREVCOOH^0.)6HXG*^<
M3R$(1HZK9.#^C$S0#C=/A93[M\^]WTO"95,]IV%W6V48FE/M$A%@5L&]RA43 MR+H\@3"WJ5"!.+S:[J94&<;,9]?WA<(!+*NM,T!09(5\&8DUW($>5;G&(%&% MX-
\!/#87E521$\^J(;72[?T7E=" QS(O$8.^HKB6F[$F!&* :.:)RA#6@%M@\L*J73VFK$%,=@7>D,,"F1 M5I$1(J/MAH5&@-'.FS"O \YA,\%THZ3EN7G41<,D MX:Y+6L>;I>MV?#^*[
JA7NUX]?@V3F<#_.W.XLDH7/ZQS#$)NYD^U)@F[#"1 M%-18GJVGG04C%DL4G-=*1O@SZ0Y8Z/"INCW;BV.C-';,"%.LK1;3+G+H-M3C? MAN;
(C39(>^80HX8%'KS4H9G*RS3DDI'4PIQM$R_(\B3R-((!]Y/+0"^Y9 M0-H YKE5@;FH>2K>&/#=5%[N)>%NE9?]L+L!T+PN"72>"9? ITY&9CLZ<&2L M@E,E]', ^9_#KTBU$WD?
EY5Z2W5EYN0^;&W%D'[M@&!\584C1Q?!"C(RDX)$; M8066W$=]I,8A1XM8%93X@0QK0"6L*1'TP9HDF$0D:
(QL<;QI<=,A%L>]7&X.)LC$P5T=U%DNY=LNQ39[L/H!L#RY77U];&$1H-$BZWO> F3W^':?THC(G$Q!*%* MCYIZ345+0.DCV=U%MONPN79L;/'D]_7\]"5CECN)
(>JDK$2>@LG.F75(,(QXQ!:Y1#2B!G-#I#;$EVZ1N9&8EH+M!8R4(CQO8D+KVJTL#QC8YSB:.M8+.!GML:Y'8Z"8S]Q*REL!?#?.EQTEO(]7PEE1%Y%R#UX'[U4MT'UVZYDX?T
M$\&\E"X@:,?,;| X4;>D\(EQ)*P1->"^7^,7B#<*AC^#6N,?]>5C;3GG^#+7< MQ<,3@W/*8^X9(I3D'J'%6+SI8>S#Q;,: B&=TEY7C+)RI;*$< 1"E^5H,%O]T- M[_-.5G;@&-
C9/K\R<< T5RSE BV!DB=)*$#DO-U5L+AY\;K/,,< 0P$NUE8/ M=S=WTIF:/5#PN1QF F&B..(D*?#,'U]RSB+UAADE.R6%,EB.,H#I*(JA!"> 2EK#J.Q,3_O5D M7K[X8$O)'_U!D?
X\;$'P#[YVM+E]"@Z QBD_ 0ADC#6(6.V$54'+;LTUNHB^ MIMEX@+!6Q=V#&,89Y:Y3 M5[@=(G_QT^MU.!EG'S=./YNYR8H)X9'4P KN7$Y'S"<
M$V:)8L3CTAV,5VEH*@F,^ERG"8/ M.064P2PGM<_89UD,BP<*4MG%VGMP*D/ M;G[1051VWO= CK MC(#\#W8Z9]/#.V'RN1DK7+4Q}Y!@,0^;A7.'C196#V^?
H90IL;9,\\C*%/&F:(D>519+!.8$PTG.O2S1]7 M2*@;O"I\;1S"WLK*X?&]^V!'_X"++@/]V4XTU=[2/*!3,C\/A$26,("I$D1$ MGIQ57.2XI\HG:2!-GG):>K-
V=ND|PTL>'5VFW^A$2:0QORX-(-M!?88YW$"A^6GZ[+25@Q6WK4PFLJZG6HQV+W%ECU8'YC\'EH9X65
M"R$0I"23X*;9!*K7JESTPXD+T=G5SI!%X=,"@WRH7+? I >3*QL[7^T@?!{] MW\$H7'V/T^_CX;*=(E<,@UW&$,LF/ ^,(YM MWSZ%N-><)=!PFH5/ =]R>>]#TEB2
O8#0F6>N.C"P(1!,%IMX:H))O1!2$8-$"ASE8E%DDZ,9N8^>,O "O-T3'"O?: D,?:2W M 0X'L;(]2#SUQ,1<2D\-1B$%@[@+ KPV+!#!F ?)@&.\2Z!TVS?J=19]"TCT
M8V4#%N6F\0Q$+)8n1,HYB@F98"42,3CK*)76E_9V#0D 1W#KUD5)AC> MFR_/JK(>BW#LGSG9X<-X,AGG5B6G]@?\9"9_[:G.%.$SPP8G*8$K#1 [^T0R$2 M%IC%*92?
K+X'?2UUF>P)B"TU=2.X]CXR·M\L#4P/E0Q;_"M:2TU*"H#(A*\+P)Z#QGS><1 MK!RGLWE"Q6P>2XH3GT5UZ^YMI::I'P+D>FG$?&J8@(#WF^!9@5IG2)>']?J
M6NI'40I@1Y%,#Z2708L$]??[<1ZX3EE$;+[2F"'.I$,.XMR;AU M ML3/>'-'>4WTQ;2Z7%Q\!;(:DT@+:.UI3#G=]GE75[Z@]D@3D_M,/SAL$Q(N>238E@+\)28E[?
L0W5*Y21E\QT<6P7NV9^@ M/@?3^'4RR$;K0R76\]=3QOPQDI'*:,*9B"KQT M@<4&4EI**#GRG=R/Y[6;+<,6+N-L-HS++4RO V:"XCP]DYBM,]#* %.-> W)]-
+LH]D!ZWD906CC*7,TL(Q+DSP!'A MC$Z^W,V&-W< M#:,?|!8NTGQ#Q HG TFYM6-NYYL4TMS=#/Y.SC')BJ2G=0FHG4=WP]*IBZ&4% ML3^RS
)9HWB3XV%712ZL=>]//^U@>+^LA_XR^.?=-'YV_RW"'7R;S2_D:IX1U MM!PYY6&;/@FDG163]3=C?@/YZ]N0T&_M_G(S" M@U?X.3RYC).?X"F"@PCNY X.3R5,BB"F.$:..$D-
LKFHS3E@K22.$%JZ*GDO M KL!\%U%WH\GH ;0]["5_'2K3V>_ Y\+*!^J:QT2(,!%RB/BA%&D,?"0 M^R@PU<%K3?;66]M?Z98C^FX#[0>PM'9_H1_A@.?
_8>%9LWT+

M0;.;+#CFF/A!V5^KY>=?JG23;4BRD,\-J7VNCZ>C#,UR"5&Q_,.-:W;J"6@I M*K*#.=4S")ZJO\JE"JQ?LY/H6@J#[&!.JJ.'/H^F V#FU<3.)T|.)CEO.D]5 M6(D '#B*8,MGBLPEZ+J-D,*7GWJ%2QZ-OO=N.PA$>C'Y3[D23.'CR=8NV#% M3KB[9/$BYKR%&;5?"AY).IB6=&6I:K+9RNVU4FFHNO1D.%RC2\JTR]V\<.R MVM(Y=R=#_NJ\7NL, =6% .:\N[/M%M&:3X56'6;+\5D5P-9@>;UR^6JE8(WU,H+QA062K? M[H:18"=(MFK"^,W.0>#;M6:W(?3\Y[6!) 7#^,62V9=E]5>W|B6TW M8Y!0@'.ZC19+A^>+UW*]jZ}>B-/QUOE]O*EI2.,JC^&K;/S M?#Q;DEHFWM_]*XV$ P^4\Q;^'5^C+W^0_W!V&O_/__C_4$L#!!0 ($VE M;5GKI9!4I@T ()R > <75A;G1U;2UC97)T:69W8V%796]F86UE;F0N M:'1M]1UI<]H(JOO^BE\)T<5*+K!V.,]@O&$6<=D (\WGZ8:T4!/A*22A!WF MU^_K;F1 $K),K&EO>9.*8[74QIN/5C^=S>.%>WXV)WAR_H^S?];KZ,)WE@OB MQ<@\"8D)!"TCZLW0[81$WU"]OGZJXP>KD.IE,=)5W42W?OB-WF%Q/Z:Q2\Z3 M<@=HL.? C^C8:HPUW;%.#&R:*M'&NCVU;%NS+.)H M>E/[0SN"KO"XZ!/%*Y?\?+2@7GU.V/RMI]GH9A"?WM-)/&]I]OK3$7_T_&SJ M>S',%T)_\:L8)C/80T]%? >B=W)O0*'#QJD4]EW]D/G9]Y]OI'0ECZF"WCETZ M\UJQ'ZQG-VW%4!N(18XG,%RX:F6#NL,\&O""*V[9!JW##$OMMHX1I/&F'R/-MUS,X@$<2BA;J3>"]5= <;07PD@$QFZTEK"AD3QV=7Q 7W^.0[&)\"QDO&7K-+@'IT?EH3M E#:,8#6.0D RH MY1DOE[D6^!M=<%-#,9K63Z>,UT6#+1JR\)3;H -3CD.XCOUJ*_%_PC" MC[*E%[L]E%-/I:@?A0C2?@&]_&5(2,1%[6UOXGA\%V"';M*-<2E//!6C2&R9T=(C121- -'8C0]Z%?NY>7@^Y7=*N@CS=75_W.OVMHV.T, MNJ/VX"OJ7Z+A[#W]LE]&G[];BXON5?NV/>C6T$4??>H.NA^_HDYW,.I=?N4/ MMD>C=N=3]P+UAJB-1H,;+]^0)W^8-#MC.#_,+U^3,46W7F<]93MF]^N1F:;BM7"A/(26IG()**2(>0T R@AIVIMC M]WFJ-E' S?&))?=1AE 08/V=A? Y&-XV-=7EQ7,T8K;?%EYP#K S/V?N\";VQXO'W9'W2'[=[%?LX$1MMBKV"O/Z-/>>PEG#]8S!3$T5#_ MK2#,EZ<2YC?RS5M5L.TZ5;.LAGV(4,S"2/3Q0QA-P,_>P'F[ ]5^3.8':$H M=-(M8IHUEYI8P??3]91C/X[]18M-F78]V'3B]MJYT/63X'NN&[]9QJ&<'&3, MK#QX-)P!Z*%(R(-9/4@D#1-YR_]C^>AE?(\=$VS3BP=-2%4>7.LV>II]F=[M&<^!SK!VYIHSZ05A-J&KT;"?@M&_$[#AX)AK',-LF(9F[(/M KQM 9':K.M: M73?+R(6IF&FQ>$8(3TH!^-5?H@5>H3O6>X7B.8V0PUALR@A%D,]]=(0AZ/;# M0)FLHRAEYM^].38;IQBH"GV5B$7K>X%.IC04F\5Q@1]1'I^,%/@F1$XZ MKAE?W7J!X\AWEW&VRR/!S69-Y8)[\T$KS,,-.\X@7 D)_E;'4PC\6MB]QZLH M%51O$@"ZK9CV#R4 =M10AEMT2VG]&4 &,7_XPCUKK<<<=:0XY^7 M0M=NXD(H%>4D;6MYT[/C12^E+E '%,HZ45-#F.N7]27RPQGV8,@) MPMX$D>\4H@-OAG@Z!W040;\0CX38W1X#7>%[Y$_Y;9[^8!=)U@>]8\T) N5(MP9MCPSS=6C"_?E^K:%7E:#*$G(1FO$HT/X^((37W7]>\C;L1*LEPCA^?LC(V M%=W*#?M2?J!BR.!-C4FLIDBB!LR>TG'K_!3+Z?F /^HQ=M^VS%/7VY$9P?K, M$G'I]$E=$*_[&L^%9! G)#$.5^SYK)A IU^QMV3WJ68-;2?-AH+8$A9^%*.0 M, (6*V@L"I!*R.2!1S'/QNTM#O4K6UE[.@&,0K$Q7U4:-<2M>+V:\$E/L+H,O ME>\9/'VN(*0NTAIL+O;S>4>_]N_(8@S:S$[&9]A\9@@$MK03-H6N[T_-I(0Y M*\M98UM.EO7]+FW5RDV7)%\,0/V, 4GG5@L GV'++AIR#TIV@$(T6#HMF[HXP]12>3A\NC\ M45E-B6H0D@B8#\02Q)%,IR 0B$9X@|0PP2GH"(@XN=C2.$(LA0)Z?W6@IY:1 M&U-3[.Q6IVD]1@G1J:MLZTN2>N?^,U>HV[AE^G49S\%F^DL@CT;1DJ#XWD>_MBZ.(<*T3S4%!1>SVF*.)B0! ANP:"B5Q.(=(%@?SR:._]?PIXJY[@-#% G Y M9)J;2_B7D$Q)&)&>9OP"6,_!G/@+;)D?LT$]_+;3/Y]C6"262M)FG7=]JFJ M*I,0-9F$ -AKPBQCIH31'7:73*W\2U54#06 :X[HC<>XGPXILCV=%*^,"OLI M(1,M$KU:0.L6!QX<4)BIC,'Z]1I+T4K8'\7E R7X.^P5E)L Q(6)G+#8H"T] M$CVXLG^+((=N: M/5C1.^L]CY;N 9\K]$Y7W^\S-UQY39Af!''H8D$I% @"CA;$\WZ8A%P;6&6Y MK R^D4SDPE@,AZ[+?" P # BWUD$5#G^8@S/,ZV5:,V4&ZG*2Q.| MT]XSS4XGS!GGS%-#TR5#0X"I"' \WZMSWS'"8Y<(SDLSGK 4_C*&'BL8 ,)P M4)18A-%)=FHGQ\V;1&#,? @'V)/X5]J5FIHK6_2X3?BP3? C_.%]P)I+"R.Q3 M2"'V9N0A=HE)N,"RNN:QCSX.)SP/4Y!ER56&.I% ,)Q/YPN!Q20^68Y?]2<[8RRUM)*M1EAFG;WG//NH2UX1.%9!W^P^@RD1Y)W7K*M=[*("%MR+?8 M-[@2*,Z+VQ$O=Z^*A8MF17FG;(HB;_[T;A5# M0]^3FIQ(MMM\S,@K3-L"8/9AZB#]DXD,H>V]$61&FOEAG6T2GW MWGD^+Y/#DXF:2"]/9 /SMU$]J<3W'61B2%9:A$^>N_,E$QMR\ ^&R4C1"5&1" MSG/Z4L4 #)L!$S+N)IZSO%DHZ'RTI@YAIE3#B>_D=IK!.;YFX$% MH7B=K!*.EUM $;6K!KXPIU4XU!<2 ;_&4RDWMRL1;O'"Y+!@89M-$VI0LPI M%1G6TUR?8!0 T(_URF20'P'HD:JI2/"V)49/%]TNI-N?B^(UF?]J;MAEVB>A+31/)OP%^D*V:CCA MIXZ/SHM2WM6IAF3V@9Q,1C)]D3&ICC^3V>5PY@/LIE3@#:E\)Q?VQHN%O7JV M,S1#SMYJLH"Z7)5S*15X6K3'6CWC$W2]E(K]O5@N_%*!#^4*GEX8!E0//BN0 MN]<=6S_+ZOS_+Q1';3Q#<53;_M&OHV1]-*=>L<_;-6XJ1*A^24&"HXC' X1 MCW*5A,H> (A1'=W;/;8_)[M%MY'L$/=OYYNT2&(B]DXEZ6\4@>$F8G2.FV:.4 MO/"!..>ZJ4^G]^(%^K+E)++%Q/=0NAED]Y[*H2M[@<\]/#]1[>QYIR=&F5+/-MVR4KDL(P$Y;U2Y8'>B'PON!LE#0NRZ.0-@]SI/OMZE]/X&)0#FZ>>?C\2.0 M59/4?CDD5=>LW0:]^;SRP&X]OV\5)'-9G9<,$04Q6 MR4T49=P47O*GT).7@F"5ES20H0GFQ3V%1#U!G Q^X.R S^_HNB)%FD1=Z!(5 MK\N M(6(QI'?(3)-]N9S2OEHZS*>]>]]:07UB]O&V<>5^.P XNG&Z+%-DHK7 M4_3]M8\AQ1[]*JB#P4GMSVS:V_W[_"EYW;E>>D5W+CR2VLYEQD[23V3;-VKW3CQV(!"4T),$2 MH!WM7[_G 9"@1"ER8D=^=68WED2"P,%Y_,X#AR^G-L]>O9Q*D;SZGY? _NL,3 MO=%QG_F'TAZX^]DO! MOUME,_G*C,/R|_[\\@=ZR.NQ3F.O7B,J,E+)/[?4T?AHG!X^>?U?3WW2WJ&8-?>

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10-Q true 2024-09-30 false 001-13449 DE 94-2665054 224 Airport Parkway Suite 550 San Jose CA 95110 (408) 944-4000 Common Stock, $0.01 par value per share QMCO NASDAQ Yes Yes Non-accelerated Filer true false false 4848482 16719000 25692000 241000 168000 99000 22000 51073000 67788000 18965000 17753000 9028000 9783000 3632000 2186000 9195000 8414000 108853000 131784000 11334000 12028000 12969000 12969000 742000 1669000 9164000 9425000 20084000 19740000 163146000 187615000 30789000 26087000 13864000 18214000 69369000 78511000 1579000 82496000 0 26604000 2499000 4046000 16501000 13986000 134601000 249944000 37164000 38176000 28300000 0 94746000 0 9366000 9621000 12372000 11372000 316549000 309113000 20000000 20000000 0 0 0 0 0 0 0.01 0.01 225000000 225000000 4793000 4793000 4793000 4793000 49000 49000 709667000 708026000 -861727000 -827380000 -1392000 -2193000 -153403000 -121498000 163146000 187615000 36785000 42947000 77779000 101522000 31321000 30505000 58768000 61458000 2363000 2228000 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-798567000 -2052000 -94433000 4793000 49000 708026000 -827380000 -2193000 -121498000 -34347000 -34347000 801000 801000 1641000 1641000 4793000 49000 709667000 -861727000 -1392000 -153403000 DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Description of Business
 Quantum Corporation, together with its consolidated subsidiaries (“Quantum” or the “Company”), stores and manages digital video and other forms of unstructured data, providing streaming performance for video and rich media applications, along with low-cost, long-term storage systems for data protection and archiving. The Company helps customers around the world capture, create and share digital data and preserve and protect it for decades. The Company’s software-defined, hyperconverged storage solutions span from non-volatile memory express (“NVMe”), to solid state drives (“SSD”), hard disk drives, (“HDD”), tape and the cloud and are tied together leveraging a single namespace view of the entire data environment. The Company works closely with a broad network of distributors, value-added resellers (“VARs”), direct marketing resellers (“DMRs”), original equipment manufacturers (“OEMs”) and other suppliers to meet customers’ evolving needs.
 Basis of Presentation
 The accompanying unaudited condensed consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”) for interim financial information. All intercompany balances and transactions have been eliminated. Certain information and footnote disclosures normally included in annual financial statements have been condensed or omitted. The Company believes the disclosures made are adequate to prevent the information presented from being misleading. However, the accompanying unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included within the Annual Report.
 The unaudited condensed consolidated interim financial statements reflect all adjustments, consisting only of normal and recurring items, necessary to present fairly our financial position as of September 30, 2024, the results of operations and comprehensive loss, statements of cash flows, and changes in stockholders’ deficit for the three and six months ended September 30, 2024 and 2023. Interim results are not necessarily indicative of full year performance because of the impact of seasonal and short-term variations.
 Reverse Stock Split
 On August 15, 2024, the Company’s shareholders approved an amendment to the Company’s Amended and Restated Certificate of Incorporation to effect a reverse stock split of the issued shares of the Company’s common stock, par value $.01 per share (“Common Stock”), at a ratio ranging from 1 share-for-5 shares up to a ratio of to 1-for-20 shares, with the exact ratio, if any, to be selected by the board of directors (the “Board”) and set forth in a public announcement. On August 15, 2024, the Board approved a 1-for-20 reverse stock split (the “Reverse Stock Split”) of the Common Stock. The Reverse Stock Split became effective as of August 26, 2024 at 4:01 p.m., Eastern Time (the “Effective Time”). At the Effective Time, every twenty issued shares of Common Stock were automatically reclassified into one issued share of Common Stock, with any fractional shares resulting from the Reverse Stock Split rounded up to the nearest whole share. The number of outstanding shares of common stock was reduced from approximately 95.9 million shares to approximately 4.8 million shares.
 All share and per share amounts for Common Stock in these condensed consolidated financial statements and notes thereto have been retroactively adjusted for all periods presented to give effect to the Reverse Stock Split.
 Going Concern
 These consolidated financial statements have been prepared in accordance with GAAP assuming the Company will continue as a going concern. In the Annual Report, it was stated that the Company believed it was probable that it would be in violation of the net leverage covenant at the next testing date which was July 2024. With the signing of the August 2024 Amendments, this testing requirement has been waived and the Company is currently in compliance with all covenants. Further, the August 2024 Amendments provide the Company with revised covenants and additional liquidity such that the Company believes that it will continue as a going concern and the substantial doubt no longer exists. See Note 4. Debt for further details. Use of Estimates
 The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported and disclosed in the financial statements and accompanying notes. Actual results could differ from these estimates and assumptions due to risks and uncertainties. Such estimates include, but are not limited to, the determination of standalone selling price for revenue arrangements with multiple performance obligations, inventory adjustments, useful lives of intangible assets and property and equipment, stock-based compensation, fair value of warrants, and provision for income taxes including related reserves. Management bases its estimates on historical experience and on various other assumptions which management believes to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities.
 Restricted Cash
 Restricted cash is comprised of bank guarantees and similar required minimum balances that serve as cash collateral in connection with various items including insurance requirements, value added taxes, ongoing tax audits and leases in certain countries. Basis of Presentation
 The accompanying unaudited condensed consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”) for interim financial information. All intercompany balances and transactions have been eliminated. Certain information and footnote disclosures normally included in annual financial statements have been condensed or omitted. The Company believes the disclosures made are adequate to prevent the information presented from being misleading. However, the accompanying unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included within the Annual Report.
 The unaudited condensed consolidated interim financial statements reflect all adjustments, consisting only of normal and recurring items, necessary to present fairly our financial position as of September 30, 2024, the results of operations and comprehensive loss, statements of cash flows, and changes in stockholders’ deficit for the three and six months ended September 30, 2024 and 2023. Interim results are not necessarily indicative of full year performance because of the impact of seasonal and short-term variations. 0.01 95900000 4800000 Use of Estimates
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liabilities. Restricted Cash
 Restricted cash is comprised of bank guarantees and similar required minimum balances that serve as cash collateral in connection with various items including insurance requirements, value added taxes, ongoing tax audits and leases in certain countries. REVENUE Based on how the Company manages its business, the Company has determined that it currently operates in one reportable segment. The Company operates in three geographic regions: (a) Americas; (b) Europe, Middle East and Africa ("EMEA"); and (c) Asia Pacific ("APAC"). Revenue by geography is based on the location of the customer from which the revenue is earned. In the following table, revenue is disaggregated by major product offerings and geographies (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:96.052%"><tr><td style="width:1.0%"></td><td style="width:24.166%"></td><td style="width:1.0%"></td><td style="width:1.0%"></td><td style="width:12.294%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:3.618%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.561%"></td><td style="width:0.1

color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

<td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,908 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,503 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,968 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15,488 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt">

2px 0;text-align:right;vertical-align:bottom">%</td>
<td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid
#000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-
align:right;vertical-align:bottom">141,812 </td><td
style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">100 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt
2px 0;text-align:right;vertical-align:bottom">%</td>
<td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid
#000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-
align:right;vertical-align:bottom">168,174 </td><td
style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">
100 </td><td style="background-color:#ffffff;border-
bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">%</td></tr></table>
 <div style="padding-left:4.5pt;text-
indent:-4.5pt"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:5.2pt;font-weight:400;line-height:120%;position:relative;top:-2.8pt;vertical-
align:baseline">1 Revenue for the Americas
geographic region outside of the United States is not significant. <span style="color:#000000;font-family:'Arial',sans-serif;font-size:5.2pt;font-
weight:400;line-height:120%;position:relative;top:-2.8pt;vertical-align:baseline">2<span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-
weight:400;line-height:120%"> Royalty revenue is not allocatable to geographic regions. <span style="color:#000000;font-family:'Arial',sans-
serif;font-size:10pt;font-weight:700;line-height:120%">Revenue by Solution <table style="border-collapse:collapse;display:inline-table;margin-
bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:19.251%"></td><td style="width:0.1%"></td><td
style="width:1.0%"></td><td style="width:9.734%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td
style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.952%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td
style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.734%"></td><td style="width:0.1%"></td><td
style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.952%"></td><td
style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td
style="width:9.734%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td
style="width:1.0%"></td><td style="width:6.952%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td
style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.734%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td
style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.962%"></td><td style="width:0.1%"></td></tr><tr><td
colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td>
<td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-
weight:700;line-height:100%">Six Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-
top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-
height:100%">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px
1pt;text-align:center;vertical-align:bottom">%</td>
<td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-
align:bottom">2023</td><td colspan="3"
style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">%</td><td colspan="3" style="padding:0 1pt"></td><td
colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:700;line-height:100%">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-
top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-
height:100%">%</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px
1pt;text-align:center;vertical-align:bottom">2023</td>
<td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-
align:bottom">%</td></tr><tr><td colspan="3"
style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-
weight:400;line-height:100%">Primary storage systems</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom">$</td><td
style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">11,760 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px
0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-
color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">17 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom">%</td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom">$</td><td
style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">17,058 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px
0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">23 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td
style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px
0;text-align:right;vertical-align:bottom">28,630 </td>
<td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:right;vertical-align:bottom">20 </td><td
style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td
style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px
0;text-align:right;vertical-align:bottom">28,507 </td>
<td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:right;vertical-align:bottom">17 </td><td
style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-
align:left;vertical-align:bottom">Secondary storage
systems</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">21,742 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-
color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">30 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td
colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">20,340 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td>
<td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom">27 </td><td style="background-
color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px
1pt;text-align:right;vertical-align:bottom">37,511
</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0
1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">26 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom">%</td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom">61,912 </td><td style="background-
color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-
weight:400;line-height:100%">36 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">%</td></tr><tr><td colspan="3" style="background-
color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">Device and media</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span

style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">7,430 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,893 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,679 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,085 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Service </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27,174 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">39 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">28,161 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">37 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53,727 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">38 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56,476 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">34 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Royalty</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,363 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,228 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,265 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,194 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total revenue1 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">70,469 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">75,680 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">141,812 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">168,174 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table>
 1 Subscription revenue of $4.1 million and $1.0 million was allocated to Primary and Secondary storage systems for the three months ended September 30, 2024 and 2023, respectively. Subscription revenue of $5.0 million and $2.5 million was allocated to Primary and Secondary storage systems for the six months ended

September 30, 2024 and 2023, respectively.

 Contract Balances
 The following table presents the Company's contract liabilities and certain information related to this balance as of March 31, 2024 and September 30, 2024 (in thousands):
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:76.465%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:20.602%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Deferred revenue</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">116,687 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Revenue recognized in the period from amounts included in contract liabilities at the beginning of the period</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">76,304 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:76.465%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:20.602%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Deferred revenue</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">106,533 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Revenue recognized in the period from amounts included in contract liabilities at the beginning of the period</td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">48,132 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 Remaining Performance Obligations
 Total remaining performance obligations ("RPO") representing contracted but not recognized revenue was $122.4 million as of September 30, 2024. RPO consists of both deferred revenue and uninvoiced, non-cancelable contracts that are expected to be invoiced and recognized as revenue in future periods and excludes variable consideration related to sales-based royalties. Of the $122.4 million RPO at the end of the second quarter of fiscal 2025, $106.5 million was for invoiced deferred revenue and $15.9 million was for uninvoiced, non-cancelable contracts. The non-current portion of the RPO will be recognized over the next 13 to 60 months.</div><div>
</div><div>RPO consisted of the following (in thousands):</div><div style="margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:65.322%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:2.858%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.017%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.697%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:1.412%"></td><td style="width:1.0%"></td><td style="width:7.261%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Current</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Non-Current</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>As of September 30, 2024</div></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">82,813 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">39,617 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">122,430 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 Deferred revenue consists of amounts that have been invoiced but have not yet been recognized as revenue including performance obligations pertaining to subscription services. The table below reflects the Company's deferred revenue as of September 30, 2024 (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:33.453%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.712%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.712%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14,715%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Deferred revenue by period</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">1 year or less</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">1 – 3 Years</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">3 year or greater</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Service revenue</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">89,667 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">61,629 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">22,809 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5,229 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Subscription revenue</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">16,866 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-

family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">7,740 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,382 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,744 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total at September 30, 2024</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">106,533 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">69,369 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">30,191 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,973 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 1_3 In the following table, revenue is disaggregated by major product offerings and geographies (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:96.052%"><tr><td style="width:1.0%"></td><td style="width:24.166%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.294%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:3.618%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.561

<td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">76,529 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">54 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">97,717 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">58 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt">

style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,479 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,006 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,571 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Service and subscription</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,292 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,024 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,962 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,917 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total revenue</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,908 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,503 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,968 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15,488 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt">

align:right;vertical-align:bottom">4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,194 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total revenue</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">70,469 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">75,680 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">141,812 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">168,174 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:2pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table>
 1 Revenue for the Americas geographic region outside of the United States is not significant. 2 Royalty revenue is not allocatable to geographic regions. Revenue by Solution <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:19.251%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.734%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.952%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.734%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.952%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.734%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">%</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">%</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">%</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Primary storage systems</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,760 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">17,058 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">23 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">28,630 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">28,507 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Secondary storage systems</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-

family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">21,742 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,340 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">37,511 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">61,912 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">36 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Device and media</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,430 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,893 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,679 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,085 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Service </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27,174 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">39 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">28,161 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">37 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53,727 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">38 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56,476 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">34 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Royalty</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,363 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,228 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,265 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,194 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total revenue1 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">70,469 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">75,680 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-

align:right;vertical-align:bottom">100 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">141,812 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">168,174 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table>
 1 Subscription revenue of $4.1 million and $1.0 million was allocated to Primary and Secondary storage systems for the three months ended September 30, 2024 and 2023, respectively. Subscription revenue of $5.0 million and $2.5 million was allocated to Primary and Secondary storage systems for the six months ended September 30, 2024 and 2023, respectively.</div> 20487000 25493000 44117000 62128000 17298000 17635000 32412000 35589000 37785000 0.54 43128000 0.57 76529000 0.54 97717000 0.58 11682000 11975000 24656000 27823000 11731000 10846000 21394000 21952000 23413000 0.33 22821000 0.30 46050000 0.32 49775000 0.30 4616000 5479000 9006000 11571000 2292000 2024000 4962000 3917000 6908000 0.10 7503000 0.10 13968000 0.10 15488000 0.09 36785000 42947000 77779000 101522000 31321000 30505000 58768000 61458000 2363000 0.03 2228000 0.03 5265000 0.04 5194000 0.03 70469000 75680000 141812000 168174000 11760000 0.17 17058000 0.23 28630000 0.20 28507000 0.17 21742000 0.30 20340000 0.27 37511000 0.26 61912000 0.36 7430000 0.11 7893000 0.10 16679000 0.12 16085000 0.10 27174000 0.39 28161000 0.37 53727000 0.38 56476000 0.34 2363000 0.03 2228000 0.03 5265000 0.04 5194000 0.03 70469000 75680000 141812000 168174000 4100000 1000000 5000000 2500000 <div>The following table presents the Company's contract liabilities and certain information related to this balance as of March 31, 2024 and September 30, 2024 (in thousands): </div><div>
</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:76.465%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:20.602%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Deferred revenue</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">116,687 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Revenue recognized in the period from amounts included in contract liabilities at the beginning of the period</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">76,304 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:76.465%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:20.602%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Deferred revenue</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">106,533 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Revenue recognized in the period from amounts included in contract liabilities at the beginning of the period</td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">48,132 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>The table below reflects the Company's deferred revenue as of September 30, 2024 (in thousands):<div style="margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:33.453%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.712%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.715%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Deferred revenue by period</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">1 year or less</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">1 – 3 Years</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">3 year or greater</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Service revenue</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">89,667 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">61,629 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">22,809 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5,229 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Subscription revenue</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">16,866 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,740 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,382 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td

style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,744 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total at September 30, 2024</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">106,533 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">69,369 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">30,191 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,973 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 116687000 76304000 106533000 48132000 122400000 122400000 106500000 15900000 P13M P60M RPO consisted of the following (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:65.322%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:2.858%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.017%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.697%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:1.412%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.261%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Current</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Non-Current</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> As of September 30, 2024 </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">82,813 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">39,617 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">122,430 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 82813000 39617000 122430000 89667000 61629000 22809000 5229000 16866000 7740000 7382000 1744000 106533000 69369000 30191000 6973000 BALANCE SHEET INFORMATION<div>Certain significant amounts included in the Company's condensed consolidated balance sheets consist of the following (in thousands):</div><div>
</div><div>Manufacturing inventories</div><div style="margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.266%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.350%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.352%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Finished goods</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">9,349 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">7,074 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Work in progress</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">668 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">770 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Raw materials</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,948 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,909 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total manufacturing inventories</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">18,965 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">17,753 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div>
</div><div>Service parts inventories</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.266%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.350%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.352%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Finished goods</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">6,300 </td><td style="background-

color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">3,660 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Component parts</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,728 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,123 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total service parts inventories</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">9,028 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">9,783 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:5pt;text-align:center">
</div><div>Intangibles, net</div><div style="margin-top:8pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.269%"><tr><td style="width:1.0%"></td><td style="width:18.487%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.719%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Developed technology</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">9,013 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(9,013)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(8,550)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">463 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Customer lists</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,398 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,656)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">742 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,398 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,192)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,206 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Intangible assets, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,411 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(12,669)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-

color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">742 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,411 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(11,742)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,669 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 Intangible assets amortization expense was $0.5 million and $1.0 million and $0.9 million and $2.1 million for the three and six months ended September 30, 2024 and 2023, respectively. As of September 30, 2024, the remaining weighted-average amortization period for definite-lived intangible assets was approximately 0.8 years. The Company recorded amortization of developed technology in cost of product revenue, and customer lists in sales and marketing expenses in the condensed consolidated statements of operations. </div><div>
</div><div>As of September 30, 2024, the future expected amortization expense for intangible assets is as follows (in thousands): </div><div>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.174%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:30.042%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Fiscal year ending </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Estimated future amortization expense</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Remainder of 2025</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">461 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">281 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">742 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 Goodwill
 As of September 30, 2024 and March 31, 2024, goodwill was $13.0 million. There were no impairments to goodwill as of September 30, 2024 and March 31, 2024.</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:49.413%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.275%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.278%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Other long-term assets</td><td colspan="9" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Capitalized SaaS implementation costs for internal use</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">14,880 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">15,349 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Capitalized debt costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,664 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,923 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Contract asset</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,357 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,477 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Deferred taxes</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">759 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">734 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">424 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">257 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total other long-term assets</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,084 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-

height:100%">19,740 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.266%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.350%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.352%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Other accrued liabilities</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Accrued expenses </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">6,646 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">4,251 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Asset retirement obligation </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,769 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,069 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Accrued warranty </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,353 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,545 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Accrued interest </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">458 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">524 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Lease liability</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,375 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,256 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Accrued income taxes </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">365 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,044 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Other </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,535 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,297 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total other accrued liabilities</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">16,501 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,986 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table>
 The following table details the change in the accrued warranty balance (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:98.391%"><tr><td style="width:1.0%"></td><td style="width:50.014%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.971%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.542%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.973%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Beginning balance</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,545 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,094 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Current period accruals</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,172 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,563 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Adjustments to prior estimates</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">52 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(141)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Charges incurred</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,416)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">

(2,971)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Ending balance</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,353 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,545 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Manufacturing inventories <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.266%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.350%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.352%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Finished goods</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">9,349 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">7,074 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Work in progress</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">668 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">770 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Raw materials</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,948 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,909 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total manufacturing inventories</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">18,965 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">17,753 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 9349000 7074000 668000 770000 8948000 9909000 18965000 17753000 Service parts inventories <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.266%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.350%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.352%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Finished goods</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">6,300 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">3,660 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Component parts</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,728 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,123 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total service parts inventories</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">9,028 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">9,783 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 6300000 3660000 2728000 6123000 9028000 9783000 Intangibles, net <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.269%"><tr><td style="width:1.0%"></td><td style="width:18.487%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.712%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.719%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td

colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Developed technology</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">9,013 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(9,013)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">9,013 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(8,550)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">463 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Customer lists</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,398 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,656)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">742 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,398 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,192)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,206 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Intangible assets, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,411 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(12,669)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">742 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,411 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(11,742)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,669 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 9013000 9013000 0 9013000 8550000 463000 4398000 3656000 742000 4398000 3192000 1206000 13411000 12669000 742000 13411000 11742000 1669000 500000 1000000.0 900000 2100000 P0Y9M18D As of September 30, 2024, the future expected amortization expense for intangible assets is as follows (in thousands):
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.174%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:30.042%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Fiscal year ending </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Estimated future amortization expense</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Remainder of 2025</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">461 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">281 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3"

style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">742 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 461000 281000 742000 13000000 13000000 0 0 <div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:49.413%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.275%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.278%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Other long-term assets</td><td colspan="9" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Capitalized SaaS implementation costs for internal use</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">14,880 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">15,349 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Capitalized debt costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,664 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,923 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Contract asset</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,357 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,477 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Deferred taxes</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">759 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">734 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">424 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">257 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total other long-term assets</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,084 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">19,740 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div> 14880000 15349000 2664000 1923000 1357000 1477000 759000 734000 424000 257000 20084000 19740000 <div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.266%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.350%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.352%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Other accrued liabilities</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="margin-bottom:8pt;margin-top:8pt">Accrued expenses</div></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">6,646 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">4,251 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Asset retirement obligation </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,769 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,069 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Accrued warranty </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,353 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,545 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Accrued interest </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">458 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">524 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Lease liability</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,375 </td><td style="background-color:#cceeff;padding:2px

1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,256 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Accrued income taxes </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">365 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,044 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Other </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,535 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,297 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total other accrued liabilities</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">16,501 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,986 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table> 6646000 4251000 2769000 2069000 1353000 1545000 458000 524000 1375000 1256000 365000 1044000 3535000 3297000 16501000 13986000 The following table details the change in the accrued warranty balance (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:98.391%"><tr><td style="width:1.0%"></td><td style="width:50.014%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.971%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.542%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.973%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Beginning balance</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,545 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial';sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,094 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Current period accruals</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,172 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,563 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Adjustments to prior estimates</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">52 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(141)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Charges incurred</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,416)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,971)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Ending balance</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,353 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,545 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 1545000 2094000 1172000 2563000 52000 -141000 1416000 2971000 1353000 1545000 DEBT The Company's debt consisted of the following (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:49.338%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.315%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.317%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Term Loan</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">104,747 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial';sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">87,942 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">PNC Credit Facility</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">28,300 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,604 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: current portion</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,579)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(109,100)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Less: unamortized debt issuance costs<span style="color:#000000;font-

family:'Arial',sans-serif;font-size:5.2pt;font-weight:400;line-height:100%;position:relative;top:-2.8pt;vertical-align:baseline"> (1) </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(8,422)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,446)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Long-term debt, net</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">123,046 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:3pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td></tr></table> (1) The unamortized debt issuance costs related to the Term Loan are presented as a reduction of the carrying amount of the corresponding debt balance on the accompanying condensed consolidated balance sheets. Unamortized debt issuance costs related to the PNC Credit Facility are presented within other assets on the accompanying condensed consolidated balance sheets. On August 5, 2021, the Company entered into a senior secured term loan, as amended (the “2021 Term Loan”) maturing on August 5, 2026. The Company also has a revolving credit facility agreement with PNC Bank (the “PNC Credit Facility” and collectively with the Term Loan, the “Credit Agreements”) maturing on August 5, 2026 and providing for borrowings up to a maximum principal amount of the lesser of: (a) $40.0 million or (b) the amount of the borrowing base, as defined in the PNC Credit Facility agreement.
 On June 1, 2023, the Company entered into amendments to the Credit Agreements (the “June 2023 Amendment”) which, among other things, provided an advance of $15.0 million in additional Term Loan borrowings (the “2023 Term Loan” and, collectively with the 2021 Term Loan, the "Term Loan") and incurred $0.9 million in original issuance discount and origination fees which have been recorded as a reduction to the carrying amount of the 2023 Term Loan and amortized to interest expense over the loan term. The terms of the 2023 Term Loan are substantially similar to the terms of the 2021 Term Loan, including in relation to maturity and security, except that, among other things, (a) the Applicable Margin (i) for any 2023 Term Loan designated an “ABR Loan” is 9.00% per annum and (ii) for any 2023 Term Loan designated as a “SOFR Loan” is 10.00% per annum, (b) accrued interest on the 2023 Term Loan is payable in kind ("PIK"), and is capitalized and added to the principal amount of the 2023 Term Loan at the end of each interest period applicable thereto, (c) the 2023 Term Loan does not amortize prior to the maturity date thereof, and (d) the 2023 Term Loan may not be prepaid prior to the payment in full of the existing term loans. In connection with the 2023 Term Loan, the Company issued warrants to purchase an aggregate of 0.06 million shares (the “June 2023 Warrants”) of the Company’s common stock, at an exercise price of $20.00 per share. See Note 8: Common Stock for additional discussion related to the June 2023 Warrants.
 The June 2023 Amendment to the 2021 Term Loan was accounted for as a modification. The value of the June 2023 Warrants in addition to $0.7 million of fees paid to the lenders have been reflected as a reduction to the carrying amount of the Term Loan and amortized to interest expense over the remaining loan term. The Company incurred $0.9 million of legal and financial advisory fees which were included in general and administrated expenses in the condensed consolidated statement of operations and comprehensive loss. The June 2023 Amendment to the PNC Credit Facility was accounted for as a modification and $0.7 million in related fees and expenses were recorded to other assets and are amortized to interest expense over the remaining term of the agreement.
 On February 14, 2024, the Company entered into amendments to the Credit Agreements (“February 2024 Amendments”) which waived testing of the total net leverage ratio financial covenant for the fiscal quarter ended December 31, 2023. In connection with the amendment, the Company incurred fees related to the Term Loan that was paid-in-kind of $1.2 million and an amendment fee of $0.1 million that was paid in cash. As the February 2024 Amendments were accounted for as a modification, the fees were reflected as a reduction to the carrying amount of the Term Loan and are amortized to interest expense over the remaining loan term. In connection with the related PNC Credit Facility amendment, the Company incurred $0.2 million in fees and expenses.
 On March 22, 2024, the Company entered into amendments to the Credit Agreements. The amendments, among other things, (i) permits the sale of certain assets by the Company and (ii) requires that certain proceeds from the sale of such assets be applied to partially prepay the outstanding term loans under the Term Loan credit facility. The Company did not incur any amendment fees related to the March 2024 amendments and the financial terms of the Credit Agreements were not impacted.
 During the quarter ended June 30, 2024, the Company prepaid $12.3 million of the Term Loan. In connection with this prepayment, the Company recorded a loss on debt extinguishment of $0.7 million related to the write-off of a portion of unamortized debt issuance costs.
 On May 24, 2024, the Company entered into amendments to the Credit Agreements (the “May 2024 Amendments”) which, among other things, (i) waived compliance with the Company’s net leverage covenant as of March 31, 2024; and (ii), reduced the daily minimum liquidity covenant below $15.0 million until June 16, 2023 and waived any default that might arise as a result of the restatement of certain of the Company’s historical financial statements. In connection with the May 2024 Amendments, the Company issued to the Term Loan lenders warrants to purchase an aggregate of 100,000 shares of the Company’s common stock at a purchase price of $9.20 (the “May 2024 Warrants”). See Note 8: Common Stock for additional discussion related to the May 2024 Warrants. Additionally, in connection with the May 2024 Amendment to the Term Loan, the Company incurred an amendment fee that was paid-in-kind of $0.8 million and issued the 2024 Term Loan Warrants with a fair market value of $0.8 million. In connection with the May 2024 Amendment to the PNC Credit Facility Amendment, the Company incurred $ 0.5 million of fees and expenses paid to the lender.
 The May 2024 Amendment to the Term Loan was accounted for as a modification. The value of the May 2024 Warrants, in addition to $0.8 million of amendment fees paid to the lenders, have been reflected as a reduction to the carrying amount of the Term Loan and amortized to interest expense over the remaining loan term. The May 2024 Amendment to the PNC Credit Facility was accounted for as a modification and the $0.5 million in related fees and expenses were recorded to other assets and are amortized to interest expense over the remaining term of the agreement.
 On July 11, 2024, the Company entered into amendments to the Credit Agreements (the “July 2024 Amendments”) which, among other things, delayed the testing of the Company’s June 30, 2024 net leverage ratio financial covenant until July 31, 2024. In connection with the amendments, the Company issued the Term Loan lenders (the “July 2024 Warrants”) to purchase an aggregate of 50,000 shares of the Company’s common stock at a purchase price of $8.20. See Note 8: Common Stock for additional discussion related to the July 2024 Warrants.
 The July 2024 Amendments to the 2021 Term Loan were accounted for as a modification. The fair value of the July 2024 Warrants of $0.4 million is reflected as a reduction to the carrying amount of the Term Loan and amortized to interest expense over the remaining loan term. The July 2024 Amendment to the PNC Credit Facility was accounted for as a modification and the $0.1 million in related fees and expenses were recorded to other assets and are amortized to interest expense over the remaining term of the agreement.
 On August 13, 2024, the Company entered into amendments to the Credit Agreements (the “August 2024 Amendments”) which, among other things, (i) waived compliance with the June 30, 2024 net leverage ratio financial covenant; (ii) waived any non-compliance with the minimum liquidity financial covenant through the date of the amendments; (iii) removed the fixed charges coverage ratio financial covenant until the fiscal quarter ending September 30, 2025; (iv) waived the testing requirement for the net leverage financial covenant for the fiscal quarter ending September 30, 2024; (v) replaced the net leverage financial covenant with a minimum EBITDA financial covenant for the fiscal quarters ending December 31, 2024 and March 31, 2025; (vi) reset the net leverage financial covenant requirements for the fiscal quarters ending June 30, 2025 and September 30, 2025; reduced the minimum liquidity covenant to $10 million through September 30, 2025; (vii) adjusted the applicable interest rates on the Term Loan and PNC Credit Facility; (viii) removed required 2021 Term Loan principal amortization until the fiscal quarter ending September 30, 2025 ; and (xi) repriced certain Lender Warrants.
 In connection with the August 2024 Amendments, the Company received a new senior secured delayed draw term loan facility with a borrowing capacity of up to $26.3 million ($25.0 million after original issuance discount) and a commitment period expiring on October 31, 2024 (each draw an "August 2024 Term Loan"). The Company borrowed $10.5 million at closing (“Initial August 2024 Term Loan”). Borrowings under the August 2024 Term Loan have an August 5, 2026 maturity date which aligns with the Term Debt. The principal is payable quarterly beginning September 30, 2025, at a rate per annum equal to 5% of the original principal balance. The August 2024 Term Loan’s interest rate margin is (a) until March 31, 2025 (i) for any August 2024 Term Loan designated as a ‘SOFR Loan’ is 12.00% per annum and (ii) for any August 2024 Term Loan designated an ‘ABR Loan’ is 11.00% per annum, in each case, with 6.00% of such interest rate margin paid-in-kind, and (b) from April 1, 2025, (i) for any August 2024 Term Loan designated as a ‘SOFR Loan’ is 14.00% per annum and (ii) for any August 2024 Term Loan designated an ‘ABR Loan’ is 13.00% per annum, in each case, with 8.00% of such interest rate margin paid-in-kind. The August 2024 Term Loan also includes a multiple on invested capital (“MOIC”) payable to the August 2024 Term Loan lenders. Subsequently, the Company borrowed the remaining $15.8 million of the August 2024 Term Loan’s borrowing capacity before September 30, 2024.
 Subsequent to the August 2024 Amendments, the 2021 Term Loan amortizes at 5.00% per annum commencing on September 30, 2025. Subsequent to the August 2024 Amendments and (A) until March 31, 2025, loans under the 2021 Term Loan designated as (x) ABR Loans bear interest at a rate per annum equal to the “ABR Rate” (calculated as the greatest of (i) 1.75%; (ii) the Federal funds rate plus 0.50%; (iii) a secured overnight financing rate based rate (the “SOFR Rate”) based upon an interest period of one month plus 1.0%; and (iv) the “Prime Rate” last quoted by the Wall Street Journal), plus an applicable margin of 8.75%, and (y) SOFR Rate Loans bear interest at a rate per annum equal to the SOFR Rate plus an applicable margin of 9.75%, in each case, with 3.75% of such interest rate margin paid-in-kind, with two specified step-downs in such applicable margin upon the receipt by the Company of cash proceeds from certain specified capital raises, and (B) from and after April 1, 2025, loans under the 2021 Term Loan designated as (x) ABR Loans bear interest at a rate per annum equal to the ABR Rate, plus an applicable margin of 8.75%, and (y) SOFR Rate Loans bear interest at a rate per annum equal to the SOFR Rate plus an applicable margin of 9.75%, in each case, with 3.75% of such applicable margin paid-in-kind, with a step-up of 1.00% per annum (which shall be paid-in-kind) if the Company’s total net leverage ratio is greater than 4.00x, and a step-down of 1.00% per annum if the Company’s total net leverage ratio is less than 3.50x (which shall reduce the paid-in-kind component of the applicable margin). The SOFR Rate is subject to a floor of 2.00%. The Company can

designate a loan as an ABR Rate Loan or SOFR Rate Loan in its discretion.
 Subsequent to the August 2024 Amendments, PNC Credit Facility loans designated as (x) PNC SOFR Loans bear interest at a rate per annum equal to a SOFR based rate (subject to a 0.0% floor), plus an applicable margin of 4.75%and (y) PNC Domestic Rate Loans and Swing Loans bear interest at a rate per annum equal to the greatest of (i) the base commercial lending rate of PNC Bank; (ii) the Overnight Bank Funding Rate plus 0.5%; and (iii) the daily SOFR rate plus 1.0%, plus an applicable margin of 3.75%. The Company can designate a loan as a PNC SOFR Loan or PNC Domestic Rate Loan in its discretion. In connection with the August 2024 Amendments, the Company issued warrants to purchase an aggregate of 380,510 shares of the Company's common stock, at an exercise price of $6.20 per share ("August 2024 Warrants") and had a fair value of $2.0 million. See Note 8: Common Stock for additional discussion related to the August 2024 Warrants.
 The August 2024 Amendments to the 2021 Term Loan held by one lender was accounted for as a modification. The $1.2 million fair value of the August 2024 Warrants issued to this lender and the $0.5 million of PIK fees paid to this lender are reflected as a reduction to the carrying amount of their Term Loan and their Initial Delayed Draw Term Loan and amortized to interest expense over the remaining loan terms. The August 2024 Amendments to the 2021 Term Loan held by another lender was accounted for as a debt extinguishment. The Company recorded a loss on debt extinguishment of $3.0 million related to the write-off of a portion of unamortized debt issuance costs and fees and expenses incurred with the August 2024 Amendments.
 The August 2024 Amendments to the PNC Credit Facility were accounted for as a modification, and the $0.7 million in related fees and expenses were recorded to other assets and amortized to interest expense over the remaining term of the agreement.
 As of September 30, 2024, the interest rate on the 2021 Term Loan, 2023 Term Loan, and 2024 Term Loans were 14.9%, 15.6%, and 17.1%, respectively. As of September 30, 2024, the interest rate on the PNC Credit Facility for Domestic Rate Loans and Swing Loans was 11.8% and for PNC SOFR loans was 9.96%.
 The Term Loan amendments and certain warrants issued to term lenders during fiscal 2023 and fiscal 2024 were entered into with certain entities managed by Pacific Investment Management Company, LLC ("PIMCO") which is considered a related party due to the fact that Christopher D. Neumeyer is a member of the Company's Board of Directors and also an executive vice president and portfolio manager at PIMCO. The principal and PIK interest related to the June 2023 Term Loan which totaled $18.9 million as of September 30, 2024, are payable at maturity.
 Also, as of September 30, 2024, the PNC Credit Facility had an available borrowing base of $28.4 million, of which $0.1 million was available to borrow at that date.</div> <div>The Company's debt consisted of the following (in thousands): </div><div style="margin-bottom:8pt;margin-top:13pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:49.338%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.315%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.317%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Term Loan</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">104,747 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">87,942 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">PNC Credit Facility</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">28,300 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,604 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: current portion</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,579)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(109,100)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Less: unamortized debt issuance costs (1)</div></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(8,422)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 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style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:3pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td></tr></table> (1) The unamortized debt issuance costs related to the Term Loan are presented as a reduction of the carrying amount of the corresponding debt balance on the accompanying condensed consolidated balance sheets. Unamortized debt issuance costs related to the PNC Credit Facility are presented within other assets on the accompanying condensed consolidated balance sheets. 104747000 87942000 28300000 28300000 26604000 1579000 109100000 8422000 5446000 123046000 0 40000000 15000000 900000 0.0900 0.1000 60000.00 20.00 700000 900000 700000 1200000 100000 200000 12300000 -700000 15000000 100000 9.20 800000 800000 500000 800000 500000 50000 8.2 400000 100000 10000000 26300000 25000000 10500000 0.05 0.1200 0.1100 0.0600 0.1400 0.1300 0.0800 15800000 0.0500 0.0175 0.0050 0.010 0.0875 0.0975 0.0375 0.0875 0.0975 0.0375 0.0100 4.00 0.0100 3.50 0.0200 0.000 0.0475 0.005 0.010 0.0375 380510 6.20 2000000 1200000 500000 -3000000 700000 0.149 0.156 0.171 0.118 0.0996 0.0996 18900000 28400000 100000 FAIR VALUE OF FINANCIAL INSTRUMENTS The Company's assets, measured and recorded at fair value on a recurring basis, may consist of money market funds which are included in cash and cash equivalents in the Condensed Consolidated Balance Sheets and are valued using quoted market prices (level 1 fair value measurements) at the respective balance sheet dates.
 No impairment charges were recognized for non-financial assets in the six months ended September 30, 2024 and 2023. The Company has no non-financial liabilities measured and recorded at fair value on a non-recurring basis.
 Long-term Debt
 The Company's financial liabilities were comprised primarily of long-term debt as of September 30, 2024. The Company uses significant other observable market data or assumptions (Level 2 inputs as defined in the accounting guidance) that it believes market participants would use in pricing debt.
 The carrying value and fair value of the Company's financial liabilities were primarily comprised of the following (in thousands):
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:23.716%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.108%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.108%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.108%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.112%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying Value</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span

style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">Fair Value</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying Value</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Term Loan</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">104,747 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">96,336 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">87,942 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial';sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">75,143 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">PNC Credit Facility</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">28,300 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,190 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,604 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">24,743 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The carrying value and fair value of the Company's financial liabilities were primarily comprised of the following (in thousands):
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:23.716%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.108%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.108%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.108%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.112%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying Value</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying Value</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Term Loan</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">104,747 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">96,336 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">87,942 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial';sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">75,143 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">PNC Credit Facility</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">28,300 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,190 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,604 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">24,743 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 104747000 104747000 96336000 87942000 75143000 28300000 28300000 26190000 26604000 24743000 LEASES Supplemental balance sheet information related to leases is as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:50.946%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.291%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.295%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Operating Leases</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease right-of-use asset</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">9,164 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial';sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">9,425 </td>

<td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease liability with other accrued liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,375 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,256 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease liability, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,366 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,621 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total operating lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">10,741 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">10,877 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
 Components of lease cost were as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.269%"><tr><td style="width:1.0%"></td><td style="width:36.749%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.536%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.774%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.536%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.774%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.774%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.779%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Lease Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease cost</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">779 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">731 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,491 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">1,606 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Variable lease cost</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">82 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">60 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">152 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">182 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease cost</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">861 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">791 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,643 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,788 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
  <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:65.175%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:31.892%"></td><td style="width:0.1%"></td></tr><tr><td

colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Maturity of Lease Liabilities</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Operating Leases</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Remainder of fiscal year 2025</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,389 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>2026</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,317 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>2027</div></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,797 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>2028</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,568 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>2029</div></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,220 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Thereafter</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,089 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease payments</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial';sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">20,380 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: imputed interest</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9,639)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Present value of lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">10,741 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>

 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:50.437%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.472%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.474%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Lease Term and Discount Rate</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average remaining operating lease term (years)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom">10.15</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">10.85</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average discount rate for operating leases</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table>
 Operating cash outflows related to operating leases totaled $1.4 million and $1.6 million for the six months ended September 30, 2024 and 2023, respectively.</div><div style="margin-bottom:8pt;margin-top:8pt">Supplemental balance sheet information related to leases is as follows (in thousands):</div><div style="margin-bottom:3pt;margin-top:8pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:50.946%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.291%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.295%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Operating Leases</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease right-of-use asset</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial';sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">9,164 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">9,425 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease liability with other accrued liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,375 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,256 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease liability, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,366 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt">

</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,621 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total operating lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">10,741 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">10,877 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table> 9164000 9425000 1375000 1256000 9366000 9621000 10741000 10877000 Components of lease cost were as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.269%"><tr><td style="width:1.0%"></td><td style="width:36.749%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.536%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.774%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.536%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.774%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:13.774%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.774%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.389%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.779%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Lease Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease cost</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">779 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">731 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,491 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,606 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Variable lease cost</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">82 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">60 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">152 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">182 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease cost</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">861 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">791 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,643 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,788 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:50.437%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.472%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.474%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Lease Term and Discount Rate</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average remaining operating lease term (years)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:right;vertical-align:bottom">10.15</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">10.85</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average discount rate for operating leases</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-

size:8pt;font-weight:400;line-height:100%">12.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> 779000 731000 1491000 1606000 82000 60000 152000 182000 861000 791000 1643000 1788000 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:65.175%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:31.892%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Maturity of Lease Liabilities</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Operating Leases</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom">Remainder of fiscal year 2025</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,389 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>2026</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,317 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>2027</div></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,797 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>2028</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,568 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>2029</div></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,220 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Thereafter</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,089 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease payments</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">20,380 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: imputed interest</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9,639)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Present value of lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">10,741 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 1389000 2317000 1797000 1568000 1220000 12089000 20380000 9639000 10741000 P10Y1M24D P10Y10M6D 0.126 0.127 1400000 1600000 RESTRUCTURING CHARGES<div style="margin-bottom:8pt;margin-top:8pt">During the quarters ending September 30, 2024 and 2023, the Company approved certain restructuring plans to improve operational efficiencies and rationalize its cost structure.</div><div>The following tables show the activity and the estimated timing of future payouts for accrued restructuring (in thousands) included in other current liabilities:</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:70.683%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:26.387%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Severance and Benefits</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of March 31, 2023</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial';sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Restructuring charges</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,667 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Cash payments</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,667)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of September 30, 2023 </td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of March 31, 2024</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial';sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Restructuring charges</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,571 </td><td

style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Cash payments</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,511)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Other non-cash</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of September 30, 2024 </td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">58 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div> <div>The following tables show the activity and the estimated timing of future payouts for accrued restructuring (in thousands) included in other current liabilities:</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:70.683%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:26.387%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Severance and Benefits</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of March 31, 2023</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Restructuring charges</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,667 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Cash payments</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,667)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of September 30, 2023 </td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of March 31, 2024</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Restructuring charges</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,571 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Cash payments</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,511)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Other non-cash</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of September 30, 2024 </td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"> </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">58 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 0 2667000 2667000 0 0 1571000 1511000 -2000 58000 COMMON STOCK Long-Term Incentive Plan On September 12,, 2023 the stockholders of the Company approved the Quantum Corporation 2023 Long-Term incentive plan ("2023 LTIP"). The 2023 LTIP serves as the successor to the Company's 2012 Long-Term Incentive Plan and provides for grants of performance share units, restricted stock units and stock options. Reverse Stock Split On August 26, 2024, the

Company effected the Reverse Stock Split of the Company's our issued and outstanding Common Stock. The CommonStock began to trade on a post-split basis on August 27, 2024. The par value of the Common Stock was unchanged as a result of the Reverse Stock Split, remaining at $0.01 per share, which resulted in the reclassification of capital from par value to capital in excess of par value. All share and per share data for comparative periods included within the Company's Condensed Consolidated Financial Statements and related footnotes have been adjusted to account for the effect of the Reverse Stock Split. Warrants In connection with debt refinancing and amendment activities, the Company issued warrants to purchase shares of the Common Stock in December 2018 which are exercisable until December 27, 2028 (the "December 2018 Warrants", in June 2020 which are exercisable until June 16, 2030 (the "June 2020 Warrants") and issued the June 2023 Warrants and May 2024 Warrants are until June 1, 2033 and May 24, 2034, respectively (collectively, the "Lender Warrants"). In July 2024, the Company issued warrants which are exercisable until July 11, 2034 and additional warrants were issued in August 2024 which are exercisable until August 13, 2034 (the "August 2024 Warrants").
 As part of the August 2024 Warrants, the Company agreed to lower the exercise price of certain outstanding warrants to purchase an aggregate of 430,711 shares of Common Stock held by the Term Loan lenders or their affiliates to $6.20 per share (the "Amended and Restated Warrants"). Other than lowering the exercise price and inserting certain restrictions on adjustments in the event of dilutive issuances at a price lower than the amended exercise price, the terms of the Amended and Restated Warrants are substantially similar to those contained in the original warrants.
 The following summarizes the Company's outstanding Lender Warrants (in thousands, except exercise price): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:24.559%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.017%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.017%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.017%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.017%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.017%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.017%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.023%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 2018 Warrants</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 2020 Warrants</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 2023 Warrants</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">May 2024 Warrants</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">July 2024 Warrants</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">August 2024 Warrants</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">March 31, 2024:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Exercise price</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$26.60</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$55.40</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$20.00</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">n/a

color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Exercise price</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> $6.20 - $26.04 </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> $6.20 - $54.19 </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$6.20</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$6.20

</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance at March 31, 2023</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,989 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Issuance of warrants</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,195 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Change in fair value of warrant liabilities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,128)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance at September 30, 2023</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,056 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:75.361%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.439%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none

colspan="3" style="display:none"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.017%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.017%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.017%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.017%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.023%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 2018 Warrants</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 2020 Warrants</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 2023 Warrants</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">May 2024 Warrants</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">July 2024 Warrants</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">August 2024 Warrants</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">March 31, 2024:;</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Exercise price</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$26.60</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$55.40</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$20.00</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">n/a</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">n/a</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">n/a</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Number shares under warrant(s)</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">357 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">184 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">63 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">n/a</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">n/a</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">n/a</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">604 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Fair value</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">2,320 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,135 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">591 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">n/a</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">n/a</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">n/a</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">n/a</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$4,046 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">September 30, 2024:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Exercise price</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> $6.20 - $26.04 </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> $6.20 - $54.19 </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$6.20</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$6.20</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$6.20</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">$6.20</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Number shares under warrant(s)</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">363 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"

style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">188 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">64 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">50 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">380</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,145 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Fair value</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">516 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">324 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">174 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">280 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">140 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,065 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">2,499 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance at September 30, 2023</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,056 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:75.361%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:22.439%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none">

color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">608 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table>
 The Company had outstanding market based restricted stock units as of September 30, 2024 that were eligible to vest into shares of the Common Stock subject to the achievement of certain stock price targets in addition to a time-based vesting period. These contingently issuable shares are excluded from the computation of diluted earnings per share if, based on current period results, the shares would not be issuable if the end of the reporting period were the end of the contingency period. There were 45,084 shares of contingently issuable market-based restricted stock units that were excluded from the table above as the market conditions were not satisfied as of September 30, 2024. <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.415%"><tr><td style="width:1.0%"></td><td style="width:52.576%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.929%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.535%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.929%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.535%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.929%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.535%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.932%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Stock Awards</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">24 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Warrants</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,145 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">608 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">929 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">608 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 11000 12000 24000 25000 1145000 608000 929000 608000 45084 INCOME TAXES The effective tax rate for the three and six months ended September 30, 2024 was (2.3)% and (1.6)%, respectively, as compared to (19.0)% and (9.3)%, for the three and six months ended September 30, 2023, respectively. The effective tax rates differed from the federal statutory tax rate of 21% during each of these periods due primarily to unbenefited losses experienced in jurisdictions with valuation allowances on deferred tax assets as well as the forecasted mix of earnings in domestic and international jurisdictions.
 As of September 30, 2024, including interest and penalties, the Company had $90.5 million of unrecognized tax benefits, $78.0 million of which, if recognized, would favorably affect the effective tax rate without consideration of the valuation allowance. As of September 30, 2024, the Company had accrued interest and penalties related to these unrecognized tax benefits of $1.3 million. The Company recognizes interest and penalties related to income tax matters in the income tax provision in the condensed consolidated statements of operations. As of September 30, 2024, $83.0 million of unrecognized tax benefits were recorded as a contra deferred tax asset in other long-term assets in the condensed consolidated balance sheet and $7.6 million (including interest and penalties) were recorded in other long-term liabilities in the condensed consolidated balance sheets. During the next 12 months, it is reasonably possible that approximately $12.7 million of tax benefits, inclusive of interest and penalties, that are currently unrecognized could be recognized as a result of the expiration of applicable statutes of limitations. Upon recognition of the tax benefit related to the expiring statutes of limitation, $11.8 million will be offset by the establishment of a related valuation allowance. The net tax benefit recognized in the statements of operation is estimated to be $0.9 million. 0.023 0.016 0.190 0.093 90500000 78000000.0 1300000 83000000.0 7600000 12700000 11800000 900000 COMMITMENTS AND CONTINGENCIES Commitments to Purchase Inventory The Company uses contract manufacturers for its manufacturing operations. Under these arrangements, the contract manufacturer procures inventory to manufacture products based upon the Company's forecast of customer demand. The Company has similar arrangements with certain other suppliers. The Company is responsible for the financial impact on the supplier or contract manufacturer of any reduction or product mix shift in the forecast relative to materials that the third party had already purchased under a prior forecast. Such a variance in forecasted demand could require a cash payment for inventory in excess of current customer demand or for costs of excess or obsolete inventory. As of September 30, 2024, the Company had issued non-cancelable commitments for $28.2 million to purchase inventory from its contract manufacturers and suppliers.
 Legal Proceedings Arrow Electronics Matter On July 27, 2023, Arrow Electronics, Inc., an electronics component distributor filed a lawsuit in federal court in the Northern District of California against Quantum, alleging breach of contract and breach of the covenant of good faith and fair dealing.Arrow seeks, among other things just over $4.2 million in damages. Quantum has filed a responsive pleading, which denies the allegation in the complaint. At this time, Quantum believes the probability that this lawsuit will have a material adverse effect on the Company's business, operating results, or financial condition is remote.
 Other Commitments Additionally, from time to time, the Company is party to various legal proceedings and claims arising from the normal course of business activities. Based on current available information, the Company does not expect that the ultimate outcome of any currently pending matters, individually or in the aggregate, will have a material adverse effect on the Company's results of operations, cash flows or financial position. 28200000 4200000 false false false false

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