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(Exact name of registrant as specified in its charter)Delaware27-2404165(State or other jurisdiction ofincorporation or organization)(I.R.S. EmployerIdentification No.)131 South Dearborn St. ,Suite 700Chicago,Illinois60603(Address of principal executive offices and zip code)(866) 878-3231(Registrant's telephone number, including area code)_____Securities registered pursuant to Section 12(b) of the Act:Title of each classTrading SymbolName of each exchange on which registeredClass A Common Stock, $0.0001 par value per shareSPTThe Nasdaq Stock Market LLC_____Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. YesÂ Â â˜’Â Â NoÂ Â â˜Indicate by check mark whether the Registrant has submitted electronically every Interactive Data File required to be submitted pursuant to 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). YesÂ â˜’Â Â NoÂ Â â˜Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting companyâ€ and â€œemerging growth companyâ€ in Rule 12b-2 of the Exchange Act.Large accelerated filerÂ Â â˜’Accelerated filerÂ Â â˜Non-accelerated filerâ˜SmallerÂ reportingÂ companyÂ â˜Emerging growth companyÂ Â â˜If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13 of the Exchange Act. â˜ Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act): â˜ Yes â˜’ NoAs of July 26, 2024, there were 50,419,689 shares and 6,660,638 shares of the registrantâ€™s Class A and Class B common stock, respectively, $0.0001 par value per share, outstanding.TABLE OF CONTENTSPageCautionary Note Regarding Forward-Looking Statements2PART I - FINANCIAL INFORMATIONItem 1.Financial Statements (unaudited)4Condensed Consolidated Balance Sheets4Condensed Consolidated Statements of Operations6Condensed Consolidated Statements of Comprehensive Loss7Condensed Consolidated Statements of Stockholdersâ€™ Equity8Condensed Consolidated Statements of Cash Flows10Notes to Condensed Consolidated Financial Statements111. Nature of Operations and Summary of Significant Accounting Policies112. Revenue Recognition123. Operating Leases134. Income Taxes145. Revolving Line of Credit146. Incentive Stock Plan157. Commitments and Contingencies168. Segment and Geographic Data179. Net Loss per Share1710. Fair Value Measurements1811. Business Combinations20Item 2.Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations23Item 3.Quantitative and Qualitative Disclosures About Market Risk45Item 4.Controls and Procedures 46PART II - OTHER INFORMATIONItem 1.Legal Proceedings47Item 2.Unregistered Sales of Equity Securities and Use of Proceeds47Item 5.Other Information47Item 6.Exhibits 48SIGNATURES491CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTSStatements in this Quarterly Report on Form 10-Q (â€œQuarterly Reportâ€) not based on historical facts are â€œforward-looking statementsâ€ within the meaning of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933, as amended (the â€œSecurities Actâ€), and Section 21E of the Securities Exchange Act of 1934, as amended. These statements include statements about Sprout Social, Inc.â€™s (â€œSprout Socialâ€) plans, objectives, strategies, financial performance and outlook, trends, prospects or future events and involve known and unknown risks that are difficult to predict. As a result, our actual financial results, performance, achievements or prospects may differ materially from those expressed or implied by these forward-looking statements. In some cases, you can identify forward-looking statements by the use of words such as â€œanticipate,â€ â€œbelieve,â€ â€œcan,â€ â€œcontinue,â€ â€œcould,â€ â€œestimate,â€ â€œexpect,â€ â€œexplore,â€ â€œintend,â€ â€œlong-term model,â€ â€œmay,â€ â€œmight,â€ â€œoutlook,â€ â€œplan,â€ â€œpotential,â€ â€œpredict,â€ â€œproject,â€ â€œshould,â€ â€œstrategy,â€ â€œtarget,â€ â€œwill,â€ â€œwould,â€ or the negative of these terms and similar expressions intended to identify forward-looking statements, as they relate to Sprout Social, our business and our management. Forward-looking statements are necessarily based upon estimates and assumptions that, while considered reasonable by Sprout Social and our management based on their knowledge and understanding of the business and industry, are inherently uncertain. These forward-looking statements should not be read as a guarantee of future performance or results, and stockholders should not place undue reliance on forward-looking statements. There are a number of risks, uncertainties and other important factors, many of which are beyond our control, that could cause our actual results to differ materially from the forward-looking statements contained in this Quarterly Report. Such risks, uncertainties and other important factors include, among others, the risks, uncertainties and factors set forth under â€œPart Iâ”Item 2, Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€ and in our most recent Annual Report on Form 10-K under Part Iâ”Item 1A. â€œRisk Factorsâ€ and the risks and uncertainties related to the following:â€¢our ability to attract, retain, and grow customers;â€¢our future financial performance, including our revenue, cost of revenue, gross profit, operating expenses, ability to generate positive cash flow, and ability to achieve and maintain profitability;â€¢our ability to access third-party APIs and data on favorable terms;â€¢our ability to increase spending of existing customers;â€¢the evolution of the social media industry, including technological advances and adapting to new regulations and use cases;â€¢the introduction of artificial intelligence technologies into our products, which may lead to increased governmental or regulatory scrutiny;â€¢our ability to innovate and provide a superior customer experience;â€¢our ability to successfully enter new markets, manage our international expansion and comply with any applicable laws and regulations;â€¢our ability to successfully adapt our sales, success, and compliance efforts to the demands of sophisticated enterprise customers;â€¢our ability to maintain and enhance our brand;â€¢our estimates of the size of our market opportunities;â€¢the effects of increased competition from our market competitors or new entrants to the market;â€¢our ability to securely maintain customer and other third-party data;2â€¢our ability to comply with existing, modified or new laws and regulations applying to our business, including data privacy and security regulations;â€¢our ability to maintain, protect and enhance our intellectual property;â€¢worldwide economic conditions, including the macroeconomic impacts of high levels of inflation, high interest rates and ongoing overseas conflict, and their impact on demand for our platform and products;â€¢our ability to acquire, invest in, and integrate other businesses or technologies into our business or achieve the expected benefits of such acquisitions and technologies;â€

¢our ability to attract and retain qualified employees and key personnel;â€¢our ability to manage our substantial debt in a way that does not adversely affect our business; andâ€¢the other factors set forth in our Annual Report filed with the United States Securities and Exchange Commission (â€œSECâ€) on Form 10-K under Part Iâ€”Item 1A, â€œRisk Factors.â€These factors are not necessarily all of the important factors that could cause our actual financial results, performance, achievements or prospects to differ materially from those expressed in or implied by any of our forward-looking statements. Other unknown or unpredictable factors also could harm our results. All forward-looking statements attributable to us or persons acting on our behalf are expressly qualified in their entirety by the cautionary statements set forth above. Forward-looking statements speak only as of the date they are made, and we do not undertake or assume any obligation to update forward-looking statements to reflect actual results, changes in assumptions, laws or other factors affecting forward-looking information, except to the extent required by applicable laws. If we update one or more forward-looking statements, no inference should be drawn that we will make additional updates with respect to those or other forward-looking statements. In addition, statements such as "we believe" and similar statements reflect our beliefs and opinions on the relevant subject. These statements are based on information available to us as of the date of this report. While we believe such information provides a reasonable basis for these statements, that information may be limited or incomplete. Our statements should not be read indicate that we have conducted an exhaustive inquiry into, or review of, all relevant information. These statements are inherently uncertain, and investors are cautioned not to unduly rely on these statements.3PART I - FINANCIAL INFORMATIONItem 1. Financial StatementsSprout Social, Inc.Condensed Consolidated Balance Sheets (Unaudited)(in thousands, except share and per share data)June 30, 2024December 31, 2023AssetsCurrent assetsCash and cash equivalents$80,873Â $49,760Â Marketable securities12,333Â 44,645Â Accounts receivable, net of allowances of $2,232 and $2,177 at JuneÂ 30, 2024 and DecemberÂ 31, 2023, respectively58,614Â 63,489Â Deferred commissions 16,196Â 27,725Â Prepaid expenses and other assets15,067Â 10,324Â Total current assets183,083Â 195,943Â Marketable securities, noncurrentâ€”Â 3,699Â Property and equipment, net11,236Â 11,407Â Deferred commissions, net of current portion 44,190Â 26,240Â Operating lease, right-of-use assets7,844Â 8,729Â Goodwill121,315Â 121,404Â Intangible assets, net24,941Â 28,065Â Other assets, net992Â 1,098Â Total assets$393,601Â $396,585Â Liabilities and Stockholdersâ€™ EquityCurrent liabilitiesAccounts payable$9,799Â $6,933Â Deferred revenue148,323Â 140,536Â Operating lease liabilities4,003Â 3,948Â Accrued wages and payroll related benefits15,407Â 18,362Â Accrued expenses and other9,584Â 11,260Â Total current liabilities187,116Â 181,039Â Revolving credit facility40,000Â 55,000Â Deferred revenue, net of current portion940Â 920Â Operating lease liabilities, net of current portion13,071Â 15,083Â Other noncurrent liabilities351Â 351Â Total liabilities241,478Â 252,393Â 4Sprout Social, Inc.Condensed Consolidated Balance Sheets (Unaudited) (contâ€™d)(in thousands, except share and per share data)June 30, 2024December 31, 2023Commitments and contingencies (Note 7)Stockholdersâ€™ equityClass A common stock, par value $0.0001 per share; 1,000,000,000Â shares authorized;Â 53,322,896 and 50,399,375 shares issued and outstanding, respectively, at JuneÂ 30, 2024; 52,133,594 and 49,241,563 shares issued and outstanding, respectively, at DecemberÂ 31, 20234Â 4Â Class B common stock, par value $0.0001 per share; 25,000,000Â shares authorized;Â 6,887,582 and 6,680,638 shares issued and outstanding, respectively, at JuneÂ 30, 2024; 7,201,140 and 6,994,196 shares issued and outstanding, respectively, at DecemberÂ 31, 20231Â 1Â Additional paid-in capital511,887Â 471,789Â Treasury stock, at cost(36,861)(35,113)Accumulated other comprehensive loss(29)(77)Accumulated deficit (322,879)(292,412)Total stockholdersâ€™ equity 152,123Â 144,192Â Total liabilities and stockholdersâ€™ equity$393,601Â $396,585Â See Notes to Condensed Consolidated Financial Statements.5Sprout Social, Inc.Condensed Consolidated Statements of Operations(Unaudited)(in thousands, except share and per share data)Three Months Ended June 30,Six Months Ended June 30,2024202320242023RevenueSubscription$98,498Â $78,690Â $194,287Â $153,432Â Professional services and other898Â 625Â 1,893Â 1,095Â Total revenue99,396Â 79,315Â 196,180Â 154,527Â Cost of revenueSubscription22,078Â 17,972Â 44,283Â 34,605Â Professional services and other324Â 262Â 547Â 504Â Total cost of revenue22,402Â 18,234Â 44,830Â 35,109Â Gross profit76,994Â 61,081Â 151,350Â 119,418Â Operating expensesResearch and development25,126Â 18,956Â 48,895Â 36,832Â Sales and marketing 46,194Â 39,307Â 90,734Â 76,212Â General and administrative22,187Â 17,735Â 41,521Â 33,224Â Total operating expenses93,507Â 75,998Â 181,150Â 146,268Â Loss from operations (16,513)(14,917)(29,800)(26,850)Interest expense(972)(35)(2,018)(63)Interest income1,053Â 2,140Â 2,088Â 4,160Â Other expense, net(257)(148)(663)(357)Loss before income taxes (16,689)(12,960)(30,393)(23,110)Income tax expense203Â 125Â 74Â 227Â Net loss$(16,892)$(13,085)$(30,467)$(23,337)Net loss per share attributable to common shareholders, basic and diluted(0.30)(0.24)(0.54)(0.42)Weighted-average shares outstanding used to compute net loss per share, basic and diluted56,699,14855,499,39956,521,49055,331,151See Notes to Condensed Consolidated Financial Statements.6Sprout Social, Inc.Condensed Consolidated Statements of Comprehensive Loss(Unaudited)(in thousands)Three Months Ended June 30,Six Months Ended June 30,2024202320242023Net loss$(16,892)$(13,085)$(30,467)$(23,337)Other comprehensive loss:Net unrealized gain (loss) on available-for-sale securities, net of tax19Â (103)48Â (25)Comprehensive loss$(16,873)$(13,188)$(30,419)$(23,362)See Notes to Condensed Consolidated Financial Statements.7Sprout Social, Inc.Condensed Consolidated Statements of Stockholdersâ€™ Equity (Unaudited)(in thousands, except share data)Voting Common Stock (Class A and B)AdditionalPaid-inCapitalTreasury StockAccumulated other comprehensive lossAccumulatedDeficit TotalStockholdersâ€™ EquitySharesAmountSharesAmountBalances at March 31, 202456,537,262Â $5Â $489,969Â 3,122,058Â $(36,589)$(48)$(305,987)$147,350Â Exercise of stock options25,000Â â€”Â 27Â 27Â Stock-based compensation20,653Â 20,653Â Issuance of common stock from equity award settlement476,944Â â€”Â â€”Â Taxes paid related to net share settlement of equity awards8,407Â (272)(272)Issuance of common stock in connection with employee stock purchase plan40,807Â â€”Â 1,238Â 1,238Â Other comprehensive gain (loss), net of tax19Â 19Â Net loss(16,892)(16,892)Balances at June 30, 202457,080,013Â $5Â $511,887Â 3,130,465Â $(36,861)$(29)$(322,879)$152,123Â Voting Common Stock (Class A and B)AdditionalPaid-inCapitalTreasury StockAccumulatedother comprehensive lossAccumulatedDeficit TotalStockholdersâ€™ EquitySharesAmountSharesAmountBalances at March 31, 202355,376,548Â $5Â $415,123Â 3,074,749Â $(33,832)$(291)$(236,237)$144,768Â Exercise of stock options30,000Â â€”Â 29Â 29Â Stock-based compensation16,376Â 16,376Â Issuance of common stock from equity award settlement287,000Â â€”Â â€”Â Taxes paid related to net share settlement of equity awards6,264Â (270)(270)Issuance of common stock in connection with employee stock purchase plan36,360Â â€”Â 1,427Â 1,427Â Other comprehensive gain (loss), net of tax(103)(103)Net loss(13,085)(13,085)Balances at June 30, 202355,729,908Â $5Â $432,955Â 3,081,013Â $(34,102)$(394)$(249,322)$149,142Â 8Sprout Social, Inc.Condensed Consolidated Statements of Stockholdersâ€™ Equity (Unaudited)(in thousands, except share data)Voting Common Stock (Class A and B)AdditionalPaid-inCapitalTreasury StockAccumulated other comprehensive lossAccumulatedDeficit TotalStockholdersâ€™ EquitySharesAmountSharesAmountBalances at December 31, 202356,235,759Â $5Â $471,789Â 3,098,975Â $(35,113)$(77)$(292,412)$144,192Â Exercise of stock options25,000Â â€”Â 27Â 27Â Stock-based compensation38,833Â 38,833Â Issuance of common stock from equity award settlement778,447Â â€”Â â€”Â Taxes paid related to net share settlement of equity awards31,490Â (1,748)(1,748)Issuance of common stock in connection with employee stock purchase plan40,807Â â€”Â 1,238Â 1,238Â Other comprehensive gain (loss), net of tax48Â 48Â Net loss(30,467)(30,467)Balances at June 30, 202457,080,013Â $5Â $511,887Â 3,130,465Â $(36,861)$(29)$(322,879)$152,123Â Voting Common Stock (Class A and B)AdditionalPaid-inCapitalTreasury StockAccumulatedother comprehensive lossAccumulatedDeficit TotalStockholdersâ€™ EquitySharesAmountSharesAmountBalances at December 31, 202255,023,343Â $5Â $401,419Â 3,057,448Â $(32,733)$(369)$(225,985)$142,337Â Exercise of stock options30,000Â â€”Â 29Â 29Â Stock-based compensation30,080Â 30,080Â Issuance of common stock from equity award settlement640,205Â â€”Â â€”Â Taxes paid related to net share settlement of equity awards23,565Â (1,369)(1,369)Issuance of common stock in connection with employee stock purchase plan36,360Â â€”Â 1,427Â 1,427Â Other comprehensive gain (loss), net of tax(25)(25)Net loss(23,337)(23,337)Balances at June 30, 202355,729,908Â $5Â $432,955Â 3,081,013Â $(34,102)$(394)$(249,322)$149,142Â See Notes to Condensed Consolidated Financial Statements.9Sprout Social, Inc.Condensed Consolidated Statements of Cash Flows (Unaudited)(in thousands)Six Months Ended June 30,20242023Cash flows from operating activitiesNet loss$(30,467)$(23,337)Adjustments to reconcile net loss to net cash provided by operating activitiesDepreciation and amortization of property, equipment and software1,866Â 1,512Â Amortization of line of credit issuance costs103Â â€”Â Amortization of premium (accretion of discount) on marketable securities(325)(1,889)Amortization of acquired intangible assets3,124Â 738Â Amortization of deferred commissions7,411Â 12,171Â Amortization of right-of-use operating lease asset885Â 723Â Stock-based compensation expense38,664Â 30,032Â Provision for accounts receivable allowances741Â 860Â Changes in operating assets and liabilities, excluding impact from business acquisitionAccounts receivable4,134Â (7,196)Prepaid expenses and other current assets(4,713)(4,133)Deferred commissions(13,832)(16,560)Accounts payable and accrued expenses(213)3,003Â Deferred

revenue7,806Â 20,364Â Lease liabilities(1,957)(1,710)Net cash provided by operating activities13,227Â 14,578Â Cash flows from investing activitiesExpenditures for property and equipment(1,585)(644)Payments for business acquisition, net of cash acquired(1,409)(6,432)Purchases of marketable securitiesâ€”Â (63,085)Proceeds from maturity of marketable securities36,385Â 47,252Â Proceeds from sale of marketable securitiesâ€”Â 5,538Â Net cash provided by (used in) investing activities33,391Â (17,371)Cash flows from financing activitiesRepayments of line of credit(15,000)â€”Â Proceeds from exercise of stock options27Â 29Â Proceeds from employee stock purchase plan1,238Â 1,427Â EmployeeÂ taxesÂ paidÂ relatedÂ toÂ theÂ netÂ shareÂ settlementÂ ofÂ stock-basedÂ awards(1,748)(1,369)Net cash (used in) provided by financing activities(15,483)87Â Net increase (decrease) in cash, cash equivalents and restricted cash31,135Â (2,706)Cash, cash equivalents and restricted cashBeginning of period53,695Â 79,917Â End of period$84,830Â $77,211Â Reconciliation of cash, cash equivalents, and restricted cashCash and cash equivalents$80,873Â $74,365Â Restricted cash, included in prepaid expenses and other assets3,957Â 2,846Â Total cash, cash equivalents and restricted cash shown in the condensed consolidated statements of cash flows$84,830Â $77,211Â See Notes to Condensed Consolidated Financial Statements.10Sprout Social, Inc.Notes to Condensed Consolidated Financial Statements (Unaudited)1.Nature of Operations and Summary of Significant Accounting PoliciesNature of OperationsSprout Social, Inc. (â€œSprout Socialâ€ or the â€œCompanyâ€), a Delaware corporation, began operating on April 21, 2010 to design, develop and operate a web-based comprehensive social media management tool enabling companies to manage and measure their online presence. Customers access their accounts online via a web-based interface or a mobile application. Some customers also purchase the Companyâ€™s professional services, which primarily consist of consulting and training services. The Companyâ€™s fiscal year end is December 31. The Companyâ€™s customers are primarily located throughout the United States, and a portion of customers are located in foreign countries. The Company is headquartered in Chicago, Illinois.Principles of Consolidation and Basis of PresentationThe unaudited condensed consolidated financial statements and accompanying notes were prepared in accordance with accounting principles generally accepted in the United States of America (â€œGAAPâ€) and the applicable regulations of the United States Securities and Exchange Commission (â€œSECâ€) regarding interim financial reporting. The Company has prepared the unaudited condensed consolidated financial statements on a basis substantially consistent with the audited consolidated financial statements of the Company as of and for the year ended DecemberÂ 31, 2023, and these unaudited condensed consolidated financial statements include all normal recurring adjustments necessary for a fair statement of the results of the interim periods presented but are not necessarily indicative of the results of operations to be anticipated for the full year or any future period. The consolidated balance sheet as of DecemberÂ 31, 2023 included herein was derived from the audited consolidated financial statements as of that date but does not include all disclosures including certain disclosures required by GAAP on an annual basis. The unaudited condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All significant intercompany transactions and balances have been eliminated in consolidation. The unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes included in the Companyâ€™s Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023, filed with the SEC on FebruaryÂ 23, 2024.Use of EstimatesThe preparation of financial statements in conformity with GAAP requires management to make estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. The Company bases its estimates on historical experience and on other assumptions that its management believes are reasonable under the circumstances. Actual results could differ from those estimates. The Companyâ€™s estimates and judgments include, but are not limited to, the estimated period of benefit for incremental costs of obtaining a contract with a customer, the incremental borrowing rate for operating leases, calculation of allowance for credit losses, valuation of assets and liabilities acquired as part of business combinations, useful lives of long-lived assets, stock-based compensation, income taxes, commitments and contingencies and litigation, among others. The Company is not aware of any events or circumstances that would require an update to its estimates and judgments or a revision of the carrying value of its assets or liabilities as of AugustÂ 2, 2024, the date of issuance of this Quarterly Report on Form 10-Q. Actual results could differ from those estimates.11Sprout Social, Inc.Notes to Condensed Consolidated Financial Statements (Unaudited)Summary of Significant Accounting PoliciesThe Companyâ€™s significant accounting policies are discussed in Note 1 - â€œNature of Operations and Summary of Significant Accounting Policiesâ€ in the Notes to Consolidated Financial Statements as of and for the year ended DecemberÂ 31, 2023 included in the Companyâ€™s Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023, filed with the SEC on FebruaryÂ 23, 2024. There have been no significant changes to these policies during the six months ended JuneÂ 30, 2024, except as noted below.Sales CommissionsSales commissions earned by our sales force are considered incremental costs of obtaining a contract with a customer. Sales commissions are paid on initial contracts with new customers and for expansion of contracts with existing customers. Commissions are not paid on customer renewals. Sales commissions are deferred and amortized on a straight-line basis over a period of benefit. The Company has historically estimated such period of benefit to be three years. On an annual basis, the Company assesses the expected period of benefit by taking into consideration the products sold, mix of customers, expected customer life, expected contract renewals, technology life cycle and other factors. Based on the assessment performed during the first quarter of 2024, the Company updated the period of benefit from three years to five years. This change in accounting estimate was effective January 1, 2024 and is being accounted for prospectively in the condensed consolidated financial statements. For the three and six months ended JuneÂ 30, 2024, the change in amortization period resulted in a $3.9Â million and $8.1Â million reduction to sales and marketing expense, respectively, or an increase of $0.07 and $0.14 per share basic and diluted, respectively. The effects of this change in estimate were calculated based on the carrying value of deferred commissions as of December 31, 2023.2.Revenue RecognitionDisaggregation of RevenueThe Company provides disaggregation of revenue based on geographic region in Note 8 - â€œSegment and Geographic Dataâ€ of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report) and based on the subscription versus professional services and other classification on the condensed consolidated statements of operations, as it believes these best depict how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors. Deferred RevenueDeferred revenue is recorded upon establishment of unconditional right to payment under non-cancellable contracts and is recognized as the revenue recognition criteria are met. The Company generally invoices customers in advance in monthly, quarterly, semi-annual and annual installments. The deferred revenue balance is influenced by several factors, including the compounding effects of renewals, invoice duration, timing and size. The amount of revenue recognized during the three months ended JuneÂ 30, 2024 and 2023 that was included in deferred revenue at the beginning of each period was $67.4 million and $50.2 million, respectively. The amount of revenue recognized during the six months ended JuneÂ 30, 2024 and 2023 that was included in deferred revenue at the beginning of each period was $101.9 million and $71.1 million, respectively. AsÂ of JuneÂ 30, 2024, including amounts already invoiced and amounts contracted but not yet invoiced, $295.1 million of revenue is expected to be recognized from remaining performance obligations, of which 72% is expected to be recognized in the next 12 months, with the remainder thereafter.12Sprout Social, Inc.Notes to Condensed Consolidated Financial Statements (Unaudited)3.Operating Leases The Company has operating lease agreements for offices in Chicago, Illinois; Seattle, Washington; Santa Monica, California; and Dublin, Ireland. The Chicago lease expires in January 2028, the Seattle lease expires in January 2031, the Santa Monica lease expires in January 2025, and the Dublin lease expires in June 2025. These operating leases require escalating monthly rental payments ranging from approximately $14,000 to $280,000. Under the terms of the lease agreements, the Company is also responsible for its proportionate share of taxes and operating costs, which are treated as variable lease costs. The Companyâ€™s operating leases typically contain options to extend or terminate the term of the lease. The Company currently does not include any options to extend leases in its lease terms as it is not reasonably certain to exercise them. As such, it has recorded lease obligations only through the initial optional termination dates above. The following table provides a summary of operating lease assets and liabilities as of JuneÂ 30, 2024 (in thousands): AssetsOperating lease right-of-use assets $7,844Â LiabilitiesOperating lease liabilities4,003Â Operating lease liabilities, non-current13,071Â Total operating lease liabilities$17,074Â The following table provides information about leases on the condensed consolidated statements of operations (in thousands):Three Months Ended June 30,Six Months Ended June 30,20242023202420232023Operating lease expense$686Â $649Â $1,374Â $1,297Â Variable lease expense856Â 893Â 1,712Â 1,786Â Within the condensed consolidated statements of operations, operating and variable lease expense are recorded in General and administrative expenses. Cash payments related to operating leases for the six months ended JuneÂ 30, 2024 and 2023 were $4.1 million and $4.1 million, respectively. As of JuneÂ 30, 2024, the weighted-average remaining lease term is 4.5 years and the weighted-average discount rate is 5.5%.13Sprout Social, Inc.Notes to Condensed Consolidated Financial Statements (Unaudited)Remaining maturities of operating lease liabilities as of JuneÂ 30, 2024 are as follows (in thousands): Years ending December 31,2024$2,436Â 20254,494Â 20264,298Â 20274,392Â 20281,277Â Thereafter2,326Â Total future minimum lease payments$19,223Â Less:

imputed interest(2,149)Total operating lease liabilities$17,074Â 4.Income TaxesThe provision for income taxes for interim periods is generally determined using an estimate of the Companyâ€™s annual effective tax rate, excluding jurisdictions for which no tax benefit can be recognized due to valuation allowances. The Companyâ€™s effective tax rate differs from the U.S. federal statutory rate primarily due to a valuation allowance related to the Companyâ€™s federal and state deferred tax assets.There is no provision for domestic income taxes because the Company has historically incurred operating losses and maintains a full valuation allowance against its net deferred tax assets. For the six months ended JuneÂ 30, 2024, the Company recognized an immaterial provision related to foreign income taxes.The Company assesses all available positive and negative evidence to evaluate the realizability of its deferred tax assets and whether or not a valuation allowance is necessary. The Companyâ€™s three-year cumulative loss position was significant negative evidence in assessing the need for a valuation allowance. The weight given to positive and negative evidence is commensurate with the extent such evidence may be objectively verified. Given the weight of objectively verifiable historical losses from operations, the Company has recorded a full valuation allowance on its deferred tax assets. The Company may be able to reverse the valuation allowance when sufficient positive evidence exists to support the reversal of the valuation allowance.5.Revolving Line of CreditOn August 1, 2023, the Company entered into a Credit Agreement (the â€œCredit Agreementâ€) by and among the Company, the banks and other financial institutions or entities party thereto as lenders and MUFG Bank, LTD. as administrative agent and collateral agent. The Credit Agreement provides for a $100Â million senior secured revolving credit facility (the â€œFacilityâ€), maturing on August 1, 2028. Borrowings under the Facility may be used to finance acquisitions and other investments permitted under the terms of the Credit Agreement, to pay related fees and expenses and for general corporate purposes. At JuneÂ 30, 2024, the Company had an outstanding balance of $40.0 million under the Facility. Borrowings under the Facility may be designated as SOFR Loans or ABR Loans (each as defined in the Credit Agreement), subject to certain terms and conditions under the Credit Agreement, and bear interest at a rate of either (i) SOFR (subject to a 1.0% floor), plus 0.10%, plus a margin ranging from 2.75% to 3.25% based on the Companyâ€™s liquidity or (ii) ABR (subject to a 2.0% floor) plus a margin 14Sprout Social, Inc.Notes to Condensed Consolidated Financial Statements (Unaudited)ranging from 1.75% to 2.25% based on the Companyâ€™s liquidity. The Facility also includes a quarterly commitment fee on the unused portion of the Facility of 0.30% or 0.35% based on the Companyâ€™s liquidity. For the six months ended JuneÂ 30, 2024, the borrowings under the Facility were designated as SOFR Loans and the weighted average interest rate in effect for the outstanding balance was approximately 8.18%.Debt issuance costs associated with the Facility were recorded to Other assets, net within the condensed consolidated balance sheets and are being amortized as interest expense on a straight-line basis over the term of the Facility.The Credit Agreement includes customary conditions to credit extensions, affirmative and negative covenants, and customary events of default. The customary conditions also include restrictions on the Companyâ€™s ability to incur liens, incur indebtedness, make or hold investments, execute certain change of control transactions, business combinations or other fundamental changes to its business, dispose of assets, make certain types of restricted payments or enter into certain related party transactions, subject to customary exceptions. In addition, the Credit Agreement contains financial covenants as to (i) minimum liquidity, requiring the maintenance, at all times and measured at the end of each fiscal quarter, of cash and cash equivalents of not less than the greater of (x) $30Â million and (y) 30% of the total revolving commitments, and (ii) minimum recurring revenue growth, requiring recurring revenue growth for the trailing four fiscal quarter period, measured at the end of each fiscal quarter, of not less than 115% of the actual recurring revenue for the same period in the prior fiscal year. As of JuneÂ 30, 2024, the Company was in compliance with the covenants in the Credit Agreement. 6.Incentive Stock PlanStock-based compensation expense is included in the unaudited condensed consolidated statements of operations as follows: Three Months Ended June 30,Six Months Ended June 30,2024202320242023(in thousands)Cost of revenue$906Â $857Â $1,831Â $1,358Â Research and development6,036Â 4,327Â 11,486Â 7,929Â Sales and marketing8,189Â 7,206Â 15,565Â 13,776Â General and administrative5,467Â 3,986Â 9,782Â 6,969Â Total stock-based compensation$20,598Â $16,376Â $38,664Â $30,032Â 15Sprout Social, Inc.Notes to Condensed Consolidated Financial Statements (Unaudited)7.Commitments and ContingenciesContractual ObligationsThe Company has non-cancellable minimum guaranteed purchase commitments for primarily data and services. Material contractual commitments as of JuneÂ 30, 2024 that are not disclosed elsewhere are as follows (in thousands):Years ending December 31,2024$4,546Â 20256,498Â 20262,366Â 2027378Â 2028â€”Â Thereafterâ€”Â Total contractual obligations$13,788Â Legal MattersFrom time to time in the normal course of business, the Company may be subject to various legal matters such as threatened or pending claims or proceedings. Beginning on May 13, 2024, the Company and certain of its executives were named in two putative securities fraud class action cases filed in the United States District Court for the Northern District of Illinois asserting claims under Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5. The first action, captioned Richard Munch v. Sprout Social, Inc., et al. (the â€œMunch Actionâ€), was filed on May 13, 2024 and alleges that the defendants made false or misleading statements and omissions of fact relating to the Companyâ€™s business, operations and prospects, including (i) purported integration challenges arising from the Companyâ€™s August 2023 acquisition of Tagger Media, Inc., (ii) the Companyâ€™s ability to service (and the viability of its strategic plan to focus on) the enterprise market, and (iii) as a result, the Companyâ€™s financial guidance. The plaintiff in the Munch Action seeks damages and costs on behalf of a putative class of Company stockholders and alleges a class period beginning on November 3, 2023 and ending on May 2, 2024. The second case, captioned City of Hollywood Police Officersâ€™ Retirement System v. Sprout Social, Inc., et al. (the â€œCity of Hollywood Actionâ€ and, together with the Munch Action, the â€œSecurities Actionsâ€) was filed on July 2, 2024. It asserts claims under the same statutory provisions based on substantially similar allegations of misconduct as the Munch Action, but alleges a class period beginning on November 3, 2021 and ending on May 2, 2024. On July 12, 2024, three purported Company stockholders, including the named plaintiffs in the Securities Actions, filed motions to consolidate the Securities Actions and for appointment as lead plaintiff under the Private Securities Litigation Reform Act of 1995. Those motions remain pending. Based on a scheduling order entered by the Court in the first-filed Munch Action, the appointed lead plaintiff will have sixty days following a ruling on these motions to file a consolidated amended and/or consolidated complaint, after which Defendants will have sixty days to respond.The Company intends to vigorously defend against the claims asserted in the Securities Actions. The outcomes of these actions are subject to inherent uncertainties, and the actual defense and disposition costs will depend upon many unknown factors. The Company could be forced to expend significant resources in the defense of these actions and may not prevail. The Company currently is not 16Sprout Social, Inc.Notes to Condensed Consolidated Financial Statements (Unaudited)able to estimate the possible cost from these matters, as these actions are currently at an early stage, and the Company cannot be certain how long it may take to resolve these actions or the possible amount of any damages that the Company may be required to pay. Such amounts could be material to the Companyâ€™s financial statements. The Company has not established any reserve for any potential liability relating to these actions. It is possible that the Company could, in the future, incur judgments or enter into settlements of claims for monetary damages.IndemnificationIn the ordinary course of business, the Company often includes standard indemnification provisions in its arrangements with third parties, including vendors, customers, investors, and the Companyâ€™s directors and officers. Pursuant to these provisions, the Company may be obligated to indemnify such parties for losses or claims suffered or incurred. It is not possible to determine the maximum potential loss under these indemnification provisions due to the Companyâ€™s limited history of prior indemnification claims and the unique facts and circumstances involved in each particular provision. There were no material obligations under such indemnification agreements as of and for the period ended JuneÂ 30, 2024.8.Segment and Geographic DataThe Company operates as one operating segment. The Companyâ€™s chief operating decision maker (â€œCODMâ€) is its chief executive officer, who reviews financial information for purposes of making operating decisions, assessing financial performance and allocating resources. The Companyâ€™s CODM evaluates financial information on a consolidated basis. As the Company operates as one operating segment, all required segment financial information is found in the condensed consolidated financial statements.Long-lived assets by geographical region are based on the location of the legal entity that owns the assets. As of JuneÂ 30, 2024 and DecemberÂ 31, 2023, there were no significant long-lived assets held by entities outside of the United States.Revenue by geographical region is determined by location of the Companyâ€™s customers. Revenue from customers outside of the United States was approximately 27% and 28% for each of the six months ended JuneÂ 30, 2024 and 2023, respectively. Revenue by geographical region is as follows (in thousands):Three Months Ended June 30,Six Months Ended June 30,2024202320242023Americas$78,830Â $62,312Â $155,500Â $121,423Â EMEA15,646Â 13,054Â 31,017Â 25,554Â Asia Pacific4,920Â 3,949Â 9,663Â 7,550Â Total$99,396Â $79,315Â $196,180Â $154,527Â 9.Net Loss per ShareBasic net loss per share is calculated by dividing the net loss by the weighted average number of outstanding shares of common stock for each period. Diluted net loss per share is calculated by giving effect to all potential dilutive common stock equivalents, which includes stock options and restricted stock units. Because the Company incurred net losses each period, the basic and diluted calculations are the 17Sprout Social, Inc.Notes to Condensed Consolidated Financial Statements (Unaudited)same. Basic and diluted net loss per share are the same for each class of common

stock, as both Class A and Class B stockholders are entitled to the same liquidation and dividend rights.The following table presents the calculation for basic and diluted net loss per share (in thousands, except share and per share data):Three Months Ended June 30,Six Months Ended June 30,2024202320242023Net loss attributable to common shareholders$(16,892)$(13,085)$(30,467)$(23,337)Weighted average common shares outstanding56,699,148Â 55,499,399Â 56,521,490Â 55,331,151Â Net loss per share, basic and diluted(0.30)(0.24)(0.54)(0.42)Â Â Â Â The following outstanding shares of common stock equivalents were excluded from the calculation of diluted net loss per share for each period, as the impact of including them would have been anti-dilutive.June 30,20242023Stock options outstanding2,010Â 27,010Â RSUs outstanding4,763,867Â 3,651,744Â Total potentially dilutive shares4,765,877Â 3,678,754Â 10. Fair Value MeasurementsThe Company measures certain financial assets at fair value.Â Fair value is determined based upon the exit price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants, as determined by either the principal market or the most advantageous market. Inputs used in the valuation techniques to derive fair values are classified based on a three-level hierarchy, as follows:â€¢Level 1:Â Quoted prices in active markets for identical assets or liabilities.â€¢Level 2:Â Observable inputs, other than Level 1 prices, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.â€¢Level 3:Â Unobservable inputs that are supported by little or no market activity.18Sprout Social, Inc.Notes to Condensed Consolidated Financial Statements (Unaudited)The following tables present information about the Companyâ€™s financial assets that are measured at fair value and indicate the fair value hierarchy of the valuation inputs used (in thousands):June 30, 2024Level 1Level 2Level 3TotalMarketable Securities:Â Â Corporate bonds$â€”Â $11,535Â $â€”Â $11,535Â Â Â U.S. agency securitiesâ€”Â 798Â â€”Â 798Â Total assets$â€”Â $12,333Â $â€”Â $12,333Â December 31, 2023Level 1Level 2Level 3TotalMarketable Securities:Â Â Commercial paper$â€”Â $33,287Â $â€”Â $33,287Â Â Â Corporate bondsâ€”Â 9,906Â â€”Â 9,906Â Â Â U.S. Treasury securitiesâ€”Â 495Â â€”Â 495Â U.S. agency securitiesâ€”Â 4,289Â â€”Â 4,289Â Â Â Asset-backed securitiesâ€”Â 367Â â€”Â 367Â Total assets$â€”Â $48,344Â $â€”Â $48,344Â Marketable securities are classified within Level 2 because they are valued using inputs other than quoted prices that are directly or indirectly observable in the market.The carrying amounts of certain financial instruments, including cash held in banks, cash equivalents, restricted cash, accounts receivable, accounts payable and accrued liabilities, approximate fair value due to their short-term maturities and are excluded from the fair value tables above.For the periods presented, the Company held investment-grade marketable securities which were accounted for as available-for-sale securities. As of JuneÂ 30, 2024 and DecemberÂ 31, 2023, there was not a significant difference between the amortized cost and fair value of these securities. The gross unrealized gains and losses associated with these securities were immaterial in the periods presented.The following table classifies our marketable securities by contractual maturity (in thousands):June 30, 2024December 31, 2023Due in one year or less$12,333Â $44,645Â Due after one year and within two yearsâ€”Â 3,699Â Total$12,333Â $48,344Â 19Sprout Social, Inc.Notes to Condensed Consolidated Financial Statements (Unaudited)11. Business CombinationsTagger Media, Inc.On August 2, 2023, the Company completed its acquisition of all the outstanding equity of Tagger, an influencer marketing and social intelligence platform. The Company acquired Tagger in order to expand into the influencer marketing category. Taggerâ€™s platform enables marketers to discover influencers, plan and manage campaigns, analyze competitor strategies, report on trends and measure return on investment. The Company acquired Tagger for a total final purchase consideration of $144 million in cash, which incorporates the impact of various customary adjustments such as working capital, cash and indebtedness. The Company funded the purchase consideration with a combination of cash on hand and $75 million borrowed under the Facility further described in Note 5 - â€œRevolving Line of Creditâ€ of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report). The excess of purchase consideration over the fair value of net assets acquired was recorded as goodwill, and is primarily attributable to expanded market opportunities from integrating the acquired developed technologies with the Companyâ€™s offerings. The goodwill is not deductible for income tax purposes. The fair values of the tangible and identifiable intangible assets acquired and liabilities assumed are based on managementâ€™s estimates and assumptions. The allocation of fair value of purchase consideration was finalized in the second quarter of 2024. The following table summarizes the fair values of assets acquired and liabilities assumed as of the date of acquisition (in thousands):August 2, 2023Cash and cash equivalents$4,648Â Accounts receivable2,979Â Other current and noncurrent assets932Â Intangible assets27,800Â Accounts payable, accrued expenses and other liabilities(1,758)Deferred revenue(3,243)Net assets acquired, excluding Goodwill31,358Â Goodwill112,405Â Total consideration$143,763Â Cash and cash equivalents acquired(4,648)Cash paid for acquisition of business, net of cash acquired$139,115Â The Company engaged a third-party valuation expert to aid its analysis of the acquired identifiable intangible assets. All estimates, key assumptions and forecasts were either provided by or reviewed by the Company. While the Company chose to utilize a third-party valuation expert for assistance, the fair value analysis and related valuations reflect the conclusions of management and not those of any third party. 20Sprout Social, Inc.Notes to Condensed Consolidated Financial Statements (Unaudited)The fair values of the acquired technology and the trademark identified intangible assets were determined utilizing the relief from royalty method under the income approach. The fair values of the customer relationships were valued using the multi-period excess-earnings method. The Company applied judgment which involved the use of assumptions with respect to revenue growth rates, customer attrition rate, discount rate, royalty rate, obsolescence rate and total operating expenses. Acquired intangible assets are being amortized over the estimated useful lives on a straight-line basis. The following table summarizes the estimated fair values (in thousands) and estimated useful lives for the identifiable intangible assets acquired as of the acquisition date:Fair ValueExpected Useful LifeCustomer Relationships$12,400Â 7 yearsAcquired Technology14,100Â 5 yearsTrademark1,300Â 5 years$27,800Â The Company has included the financial results of Tagger in its condensed consolidated financial statements from the date of acquisition. Separate financial results and pro forma financial information for Tagger have not been presented as the effect of this acquisition was not material to the Companyâ€™s financial results.Repustate, Inc. On January 19, 2023, the Company completed the acquisition of all the outstanding equity of Repustate, Inc. The acquisition has increased the Companyâ€™s power, breadth and automation of social listening, messaging, and customer care capabilities with added sentiment analysis, natural language processing (NLP) and artificial-intelligence (AI). The total final purchase consideration for the acquisition was $8.3 million, consisting of approximately $6.8 million in cash paid at the closing of the acquisition and a holdback of $1.5 million in cash to be paid as purchase consideration after the one-year anniversary of the closing of the acquisition, assuming no claims by the Company against the holdback amount for post-closing purchase price adjustments or indemnification matters. The purchase price holdback was paid in full in January 2024.The excess of purchase consideration over the fair value of net assets acquired was recorded as goodwill, and is primarily attributable to expected post-acquisition synergies from integrating the technology into Sproutâ€™s platform. The goodwill is not deductible for income tax purposes. The fair values of the tangible and identifiable intangible assets acquired and liabilities assumed are based on managementâ€™s estimates and assumptions. The allocation of fair value of purchase consideration was finalized in the fourth quarter of 2023.21Sprout Social, Inc.Notes to Condensed Consolidated Financial Statements (Unaudited)The following table summarizes the fair values of assets acquired and liabilities assumed as of the date of acquisition (in thousands):January 19, 2023Cash and cash equivalents$366Â Intangible assets1,800Â Deferred tax liability(477)Other net tangible assets and liabilities assumed(4)Net assets acquired, excluding Goodwill1,685Â Goodwill6,611Â Total consideration$8,296Â Deferred consideration related to holdback(1,498)Cash and cash equivalents acquired(366)Cash paid for acquisition of business, net of cash acquired$6,432Â The following table summarizes the estimated fair values (in thousands) and estimated useful lives for the identifiable intangible assets acquired as of the acquisition date:Fair ValueExpected Useful LifeCustomer Relationships$200Â 1 yearAcquired Technology1,600Â 5 years$1,800Â The Company has included the financial results of Repustate in its condensed consolidated financial statements from the date of acquisition. Separate financial results and pro forma financial information for Repustate have not been presented as the effect of this acquisition was not material to the Companyâ€™s financial results.GoodwillThe changes in the carrying amount of goodwill during the six months ended JuneÂ 30, 2024 were as follows (in thousands):Goodwill balance as of DecemberÂ 31, 2023$121,404Â Purchase price allocation adjustment (Tagger)(89)Goodwill balance as of JuneÂ 30, 2024$121,315Â 22Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of OperationsYou should read the following discussion and analysis of our financial condition and results of operations together with our unaudited condensed consolidated financial statements and related notes included elsewhere in this Quarterly Report. This discussion contains forward-looking statements based upon current plans, expectations and beliefs involving risks and uncertainties. Our actual results may differ materially from those anticipated in these forward-looking statements as a result of various factors, including those set forth under Part Iâ€”Item 1A of our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023, and in other parts of this Quarterly Report. See "Cautionary Note Regarding Forward-Looking Statements."OverviewSprout Social is a powerful, centralized platform that provides the critical business layer to unlock the massive commercial value of social media. We have made it increasingly easy to standardize on Sprout Social as the centralized system of record for

social and to help customers maximize the value of this mission critical channel. Currently, more than 30,000 customers across more than 100 countries rely on our platform.Introduced in 2011, our cloud software brings together social messaging, data and workflows in a unified system of record, intelligence and action. Operating across major networks, including X (formerly known as Twitter), Facebook, Instagram, TikTok, Pinterest, LinkedIn, Google, Reddit, Glassdoor and YouTube, and commerce platforms Facebook Shops, Shopify and WooCommerce, we provide organizations with a centralized platform to manage their social media efforts across stakeholders and business functions. Virtually every aspect of business has been impacted by social media, from marketing, sales, commerce and public relations to customer service, product and strategy, creating a need for an entirely new category of software. We offer our customers a centralized, secure and powerful platform to manage this broad, complex channel effectively across their organization.We generate revenue primarily from subscriptions to our social media management platform under a software-as-a-service model. Our subscriptions can range from monthly to one-year or multi-year arrangements and are generally non-cancellable during the contractual subscription term. Subscription revenue is recognized ratably over the contract terms beginning on the date the product is made available to customers, which typically begins on the commencement date of each contract. We also generate revenue from professional services related to our platform provided to certain customers, which is recognized at the time these services are provided to the customer. This revenue has historically represented less than 1% of our revenue and is expected to be immaterial for the foreseeable future.Our tiered subscription-based model allows our customers to choose among three core plans to meet their needs. Each plan is licensed on a per user per month basis at prices dependent on the level of features offered. Additional product modules, which offer increased functionality depending on a customerâ€™s needs, can be purchased by the customer on a per user per month basis.We generated revenue of $99.4 million and $79.3 million during the three months ended JuneÂ 30, 2024 and 2023, respectively, representing growth of 25%. We generated revenue of $196.2 million and $154.5 million during the six months ended JuneÂ 30, 2024 and 2023, respectively, representing growth of 27%. In the six months ended JuneÂ 30, 2024, software subscriptions contributed 99% of our revenue. We generated net losses of $16.9 million and $13.1 million during the three months ended JuneÂ 30, 2024 and 2023, respectively, which included stock-based compensation expense of $20.6 million and $16.4 million, respectively. We generated net losses of $30.5 million and $23.3 million during the six months ended JuneÂ 30, 2024 and 2023, respectively, which included stock-based compensation expense of $38.7 million and $30.0 million, respectively. We expect to continue investing in the growth of our business and, as a result, generate net losses for the foreseeable future.23Impact of Macroeconomic ConditionsAs a company with a global footprint, we are subject to risks and exposures caused by significant events and their macroeconomic impacts, including, but not limited to, high levels of inflation, high interest rates, ongoing overseas conflict, volatility in the capital markets and related market uncertainty. We continuously monitor the direct and indirect impacts, and the potential for future impacts, of these circumstances on our business and financial results, as well as the overall global economy and geopolitical landscape.Our current and prospective customers are impacted by these worsening macroeconomic conditions to varying degrees. Potentially as a result of these various macroeconomic impacts on our current and prospective customers, we periodically have experienced more measured buying behavior by current and prospective customers and lengthening of the average sales cycle for certain types of customers and sales (including sales to prospective customers and expansion sales to current customers), which have contributed to a slowdown in our revenue growth as compared to historical levels. We believe macroeconomic uncertainty could persist, and as a result, we expect that some or all of these negative trends may emerge or recur during future quarters.Acquisition of Tagger Media, Inc. On August 2, 2023, we completed our acquisition of all the outstanding equity of Tagger Media, Inc. (â€œTaggerâ€), for a total purchase consideration of $144 million. We acquired Tagger in order to expand into the influencer marketing category. Taggerâ€™s platform enables marketers to discover influencers, plan and manage campaigns, analyze competitor strategies, report on trends and measure return on investment. We funded the purchase consideration with a combination of cash on hand and $75 million borrowed under the Facility further described in Note 5 - â€œRevolving Line of Creditâ€ of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report). The fair values of the tangible and identifiable intangible assets acquired and liabilities assumed are based on managementâ€™s estimates and assumptions. The allocation of fair value of purchase consideration was finalized in the second quarter of 2024.We have included the financial results of Tagger in our condensed consolidated financial statements from the date of acquisition. Refer to Note 11 - â€œBusiness Combinationsâ€ of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report) for further discussion regarding the acquisition.Acquisition of Repustate, Inc.On January 19, 2023, we completed the acquisition of Repustate, Inc. for a total purchase consideration of $8.3 million, consisting of approximately $6.8 million in cash paid at the closing time of the acquisition and a holdback of $1.5 million in cash to be paid as purchase consideration after the one-year anniversary of the closing of the acquisition, assuming no claims by the Company against the holdback amount for post-closing purchase price adjustments or indemnification matters. The purchase price holdback was paid in full in January 2024. The fair values of the tangible and identifiable intangible assets acquired and liabilities assumed are based on managementâ€™s estimates and assumptions. The allocation of fair value of purchase consideration was finalized in the fourth quarter of 2023.The Repustate acquisition has increased our power, breadth and automation of social listening, messaging, and customer care capabilities with added sentiment analysis, natural language processing (NLP) and artificial intelligence (AI). We have included the financial results of Repustate in our condensed consolidated financial statements from the date of acquisition. The impact of Repustateâ€™s financial results following the date of acquisition were not significant to Sproutâ€™s condensed consolidated financial 24statements. Refer to Note 11 - â€œBusiness Combinationsâ€ of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report) for further discussion.Key Factors Affecting Our PerformanceAcquiring new customersWe are focused on continuing to organically grow our customer base by increasing demand for our platform and penetrating our addressable market. We have invested, and expect to continue to invest, heavily in expanding our sales force and marketing efforts to acquire new customers. Currently, we have more than 30,000 customers. In November 2022, we announced a price increase. For the six months ended JuneÂ 30, 2024, as compared to the six months ended JuneÂ 30, 2023, this price increase contributed to an increase in our average revenue per customer. While our total number of customers decreased over this same period, our number of customers contributing over $10,000 in ARR and $50,000 in ARR increased. In addition, as we continue to focus on expanding our enterprise customer base, we have experienced and expect to continue to experience longer and more expansive average sale cycles and increased pricing pressure, which may be exacerbated by the macroeconomic factors described above. We expect these trends to continue as we remain focused on our most sophisticated customers.Expanding within our current customer baseWe believe that there is a substantial and largely untapped opportunity for organic growth within our existing customer base. Customers often begin by purchasing a small number of user subscriptions and then expand over time, increasing the number of users or social profiles, as well as purchasing additional product modules. Customers may then expand use-cases between various departments to drive collaboration across their organizations. Our sales and customer success efforts include encouraging organizations to expand use-cases to more fully realize the value from the broader adoption of our platform throughout an organization. We will continue to invest in enhancing awareness of our brand, creating additional uses for our products and developing more products, features and functionality of existing products, which we believe are vital to achieving increased adoption of our platform. We have a history of attracting new customers and we have increased our focus on expanding their use of our platform over time.Sustaining product and technology innovationOur success is dependent on our ability to sustain product and technology innovation and maintain the competitive advantage of our proprietary technology. We continue to invest resources to enhance the capabilities of our platform by introducing new products, features and functionality of existing products. International expansionWe see international expansion as a meaningful opportunity to grow our platform. Revenue generated from non-U.S. customers during the six months ended JuneÂ 30, 2024 was approximately 27% of our total revenue. We have teams in Ireland, Canada, the United Kingdom, Singapore, India, Australia, the Philippines and Poland to support our growth internationally. We believe global demand for our platform and offerings will continue to increase as awareness of our platform in international markets grows. We plan to continue adding to our local sales, customer support and customer success teams in select international markets over time.Key Business MetricsWe review the following key business metrics to evaluate our business, measure our performance, identify trends, formulate financial projections and make strategic decisions. Consistent with our communications in previous quarters, we no longer believe that ARR and total number of customers 25are key performance indicators of Sprout Socialâ€™s business due to our evolving customer mix and we will no longer publicly disclose these metrics. Number of customers contributing more than $10,000 in ARRWe define customers contributing more than $10,000 in ARR as those on a paid subscription plan that had more than $10,000 in ARR as of a period end. We view the number of customers that contribute more than $10,000 in ARR as a measure of our ability to scale with our customers and attract larger organizations. We believe this represents potential for future growth, including expanding within our current customer base. Over time, larger customers have constituted a greater share of our revenue.As of June 30,20242023Number of customers contributing more than $10,000 in ARR8,966Â 7,391Â Number of customers contributing more than $50,000 in ARRWe define customers contributing more than $50,000 in ARR as those on a paid subscription plan that had more than

$50,000 in ARR as of a period end. We view the number of customers that contribute more than $50,000 in ARR as a measure of our ability to scale with our largest customers and attract more sophisticated organizations. We believe this represents potential for future growth, including expanding within our current customer base. Over time, our largest customers have constituted a greater share of our revenue.As of June 30,20242023Number of customers contributing more than $50,000 in ARR1,545Â 1,119Â While we no longer believe that ARR and total number of customers are key performance indicators of Sprout Socialâ€™s business, these metrics are necessary for an understanding of how we define number of customers contributing over $10,000 in ARR and number of customers contributing over $50,000 in ARR. For this purpose, we define ARR as the annualized revenue run-rate of subscription agreements from all customers as of the last date of the specified period and we define a customer as a unique account, multiple accounts containing a common non-personal email domain, or multiple accounts governed by a single agreement or entity.Components of our Results of OperationsRevenueSubscriptionWe generate revenue primarily from subscriptions to our social media management platform under a software-as-a-service model. Our subscriptions can range from monthly to one-year or multi-year arrangements and are generally non-cancellable during the contractual subscription term. Subscription revenue is recognized ratably over the contract terms beginning on the date our product is made available to customers, which typically begins on the commencement date of each contract. Our customers do not have the right to take possession of the online software solution. We also generate a small portion of our subscription revenue from third-party resellers. 26Professional Services We sell professional services consisting of, but not limited to, implementation fees, specialized training, one-time reporting services and recurring periodic reporting services. Professional services revenue is recognized at the time these services are provided to the customer. This revenue has historically represented less than 1% of our revenue and is expected to be immaterial for the foreseeable future.Cost of RevenueSubscriptionCost of revenue primarily consists of expenses related to hosting our platform and providing support to our customers. These expenses are comprised of fees paid to data providers, hosted data center costs and personnel costs directly associated with cloud infrastructure, customer success and customer support, including salaries, benefits, bonuses and allocated overhead. These costs also include depreciation expense and amortization expense related to acquired developed technologies that directly benefit sales. Overhead associated with facilities and information technology is allocated to cost of revenue and operating expenses based on headcount. Although we expect our cost of revenue to increase in absolute dollars as our business and revenue grows, we expect our cost of revenue to decrease as a percentage of our revenue over time. Professional Services and OtherCost of professional services primarily consists of expenses related to our professional services organization and are comprised of personnel costs, including salaries, benefits, bonuses and allocated overhead.Gross Profit and Gross MarginGross margin is calculated as gross profit as a percentage of total revenue. Our gross margin may fluctuate from period to period based on revenue earned, the timing and amount of investments made to expand our hosting capacity, our customer support and professional services teams and in hiring additional personnel, and the impact of acquisitions. We expect our gross profit and gross margin to increase as our business grows over time. Operating ExpensesResearch and DevelopmentResearch and development expenses primarily consist of personnel costs, including salaries, benefits and allocated overhead. Research and development expenses also include depreciation expense and other expenses associated with product development. We plan to increase the dollar amount of our investment in research and development for the foreseeable future as we focus on developing new features and enhancements to our plan offerings.Sales and MarketingSales and marketing expenses primarily consist of personnel costs directly associated with our sales and marketing department, online advertising expenses, as well as allocated overhead, including depreciation expense. Sales commissions and bonuses are considered incremental costs of obtaining a contract with a customer. Sales commissions are earned and recorded at contract commencement for both new customer contracts and expansion of contracts with existing customers. Sales commissions are deferred and amortized on a straight-line basis over the expected period of benefit, which we have determined to be five years. We plan to increase the dollar amount of our investment in sales and marketing for the foreseeable future, primarily for increased headcount for our sales department. 27General and AdministrativeGeneral and administrative expenses primarily consist of personnel expenses associated with our finance, legal, human resources and other administrative employees. Our general and administrative expenses also include professional fees for external legal, accounting and other consulting services, amortization of intangible assets, depreciation and amortization expense, as well as allocated overhead. We expect to increase the size of our general and administrative functions to support the growth of our business. We expect the dollar amount of our general and administrative expenses to increase for the foreseeable future. However, we expect our general and administrative expenses to decrease as a percentage of revenue over time.Interest Income (Expense), NetInterest income (expense), net consists primarily of interest expense related to the Facility and is offset by interest income earned on our cash and investment balances.Other Expense, NetOther expense, net consists of foreign currency transaction gains and losses.Income Tax ProvisionTheÂ incomeÂ taxÂ provision consists of current and deferred taxes for our United States and foreign jurisdictions. We have historically reported a taxable loss in our most significant jurisdiction, the United States, and have a full valuation allowance against our deferred tax assets. We expect this trend to continue for the foreseeable future.28Results of OperationsThe following tables set forth information comparing the components of our results of operations in dollars and as a percentage of total revenue for the periods presented.Three Months Ended June 30,Six Months Ended June 30,20242023(in thousands)RevenueSubscription$98,498Â $78,690Â $194,287Â $153,432Â Professional services and other898Â 625Â 1,893Â 1,095Â Total revenue99,396Â 79,315Â 196,180Â 154,527Â Cost of revenue(1)Subscription22,078Â 17,972Â 44,283Â 34,605Â Professional services and other324Â 262Â 547Â 504Â Total cost of revenue22,402Â 18,234Â 44,830Â 35,109Â Gross profit76,994Â 61,081Â 151,350Â 119,418Â Operating expensesResearch and development(1)25,126Â 18,956Â 48,895Â 36,832Â Sales and marketing(1)46,194Â 39,307Â 90,734Â 76,212Â General and administrative(1)22,187Â 17,735Â 41,521Â 33,224Â Total operating expenses93,507Â 75,998Â 181,150Â 146,268Â Loss from operations(16,513)(14,917)(29,800)(26,850)Interest expense(972)(35)(2,018)(63)Interest income1,053Â 2,140Â 2,088Â 4,160Â Other expense, net(257)(148)(663)(357)Loss before income taxes(16,689)(12,960)(30,393)(23,110)Income tax expense203Â 125Â 74Â 227Â Net loss$(16,892)$(13,085)$(30,467)$(23,337)_____(1)Includes stock-based compensation expense as follows:Three Months Ended June 30,Six Months Ended June 30,2024202320242023(in thousands)Cost of revenue$906Â $857Â $1,831Â $1,358Â Research and development6,036Â 4,327Â 11,486Â 7,929Â Sales and marketing8,189Â 7,206Â 15,565Â 13,776Â General and administrative5,467Â 3,986Â 9,782Â 6,969Â Total stock-based compensation$20,598Â $16,376Â $38,664Â $30,032Â 29Three Months Ended June 30,Six Months Ended June 30,2024202320242023(as a percentage of total revenue)RevenueSubscription99Â %99Â %99Â %99Â %Professional services and other1Â %1Â %1Â %1Â %Total revenue100Â %100Â %100Â %100Â %Cost of revenueSubscription22Â %23Â %23Â %22Â %Professional services and otherâ€”Â %â€”Â %â€”Â %â€”Â %Total cost of revenue23Â %23Â %23Â %23Â %Gross profit77Â %77Â %77Â %77Â %Operating expensesResearch and development25Â %24Â %25Â %24Â %Sales and marketing46Â %50Â %46Â %49Â %General and administrative22Â %22Â %21Â %22Â %Total operating expenses94Â %96Â %92Â %95Â %Loss from operations(17)%(19)%(15)%(17)%Interest expense(1)%â€”Â %(1)%â€”Â %Interest income1Â %3Â %1Â %3Â %Other expense, netâ€”Â %â€”Â %â€”Â %â€”Â %Loss before income taxes(17)%(16)%(15)%(15)%Income tax (benefit) expenseâ€”Â %â€”Â %â€”Â %â€”Â %Net loss(17)%(16)%(16)%(15)%Note: Certain amounts may not sum due to rounding30Three Months Ended JuneÂ 30, 2024 Compared to Three Months Ended JuneÂ 30, 2023RevenueThree Months Ended June 30,Change20242023Amount%(dollars in thousands)RevenueSubscription$98,498Â $78,690Â $19,808Â 25Â %Professional services and other898Â 625Â 273Â 44Â %Total revenue$99,396Â $79,315Â $20,081Â 25Â %Percentage of Total RevenueSubscription99Â %99Â %Professional services and other1Â %1Â %The increase in subscription revenue was primarily driven by increased revenue from our highest tier customers. Customers contributing over $10,000 in ARR grew 21% versus the prior year and customers contributing over $50,000 in ARR grew 38% versus the prior year. The increase in new customers within the highest tiers was primarily driven by prioritizing our customer success and growth resources towards these customers and continuing to grow our sales force capacity to meet market demand. Cost of Revenue and Gross MarginThree Months Ended June 30,Change20242023Amount%(dollars in thousands)Cost of revenueSubscription$22,078Â $17,972Â $4,106Â 23Â %Professional services and other324Â 262Â 62Â 24Â %Total cost of revenue22,402Â 18,234Â 4,168Â 23Â %Gross profit$76,994Â $61,081Â $15,913Â 26Â %Gross marginTotal gross margin77Â %77Â %31The increase in cost of subscription revenue for the three months ended JuneÂ 30, 2024 compared to the three months ended JuneÂ 30, 2023 was primarily due to the following:Change(in thousands)Data provider fees$2,597Â Amortization of intangible assets705Â Other804Â Subscription cost of revenue$4,106Â Fees paid to our data providers increased due to revenue growth. The increase in the amortization expense of intangible assets was driven by the acquired developed technology recognized as part of the Tagger acquisition. The increase in other was primarily driven by hosting fees.Operating ExpensesResearch and DevelopmentThree Months Ended June 30,Change20242023Amount%(dollars in thousands)Research and development$25,126Â $18,956Â $6,170Â 33Â %Percentage of total

revenue25Â %24Â %The increase in research and development expense for the three months ended JuneÂ 30, 2024 compared to the three months ended JuneÂ 30, 2023 was primarily due to the following:Change(in thousands)Personnel costs$3,837Â Stock-based compensation expense1,709Â Other624Â Research and development$6,170Â Personnel costs increased primarily as a result of an 18% increase in headcount to grow our research and development teams to drive our technology innovation through the development and maintenance of our platform. The increase in stock-based compensation expense was primarily due to the increased headcount.32Sales and MarketingThree Months Ended June 30,Change20242023Amount%(dollars in thousands)Sales and marketing$46,194Â $39,307Â $6,887Â 18Â %Percentage of total revenue46Â %50Â %The increase in sales and marketing expense for the three months ended JuneÂ 30, 2024 compared to the three months ended JuneÂ 30, 2023 was primarily due to the following:Change(in thousands)Personnel costs$4,787Â Stock-based compensation expense983Â Advertising320Â Other797Â Sales and marketing$6,887Â Personnel costs increased primarily as a result of a 20% increase in headcount as we continue to expand our sales teams to grow our customer base. The increase in stock-based compensation expense was primarily due to the increased headcount. The increase in other was primarily driven by various marketing events and initiatives.General and AdministrativeThree Months Ended June 30,Change20242023Amount%(dollars in thousands)General and administrative$22,187Â $17,735Â $4,452Â 25Â %Percentage of total revenue22Â %22Â %The increase in general and administrative expense for the three months ended JuneÂ 30, 2024 compared to the three months ended JuneÂ 30, 2023 was primarily due to the following:Change(in thousands)Personnel costs$2,033Â Stock-based compensation expense1,481Â Amortization of intangible assets476Â Other462Â General and administrative$4,452Â 33 Personnel costs and stock-based compensation expense increased primarily as a result of a 14% increase in headcount as we continue to grow our business. The increase in the amortization expense of intangible assets was primarily driven by the intangible assets recognized as part of the Tagger acquisition. Interest Income, NetThree Months Ended June 30,Change20242023Amount%(dollars in thousands)Interest income (expense), net$81Â $2,105Â $(2,024)(96)%Percentage of total revenueâ€”Â %3Â %The decrease in interest income, net was primarily driven by higher interest expense from the Facility and lower interest income attributable to a lower balance of marketable securities.Other Expense, NetThree Months Ended June 30,Change20242023Amount%(dollars in thousands)Other expense, net(257)(148)$(109)74Â %Percentage of total revenueâ€”Â %â€”Â %The change in other expense, net was primarily driven by foreign exchange transaction losses.Income Tax ExpenseThree Months Ended June 30,Change20242023Amount%(dollars in thousands)Income tax expense$203Â $125Â $78Â 62Â %Percentage of total revenueâ€”Â %â€”Â %The change in income tax expense was primarily due to higher earnings in foreign jurisdictions.34Six Months Ended JuneÂ 30, 2024 Compared to Six Months Ended JuneÂ 30, 2023RevenueSix Months Ended June 30,Change20242023Amount%(dollars in thousands)RevenueSubscription$194,287Â $153,432Â $40,855Â 27Â %Professional services and other1,893Â 1,095Â 798Â 73Â %Total revenue$196,180Â $154,527Â $41,653Â 27Â %Percentage of Total RevenueSubscription99Â %99Â %Professional services and other1Â %1Â %The increase in subscription revenue was primarily driven by increased revenue from our highest tier customers. Customers contributing over $10,000 in ARR grew 21% versus the prior year and customers contributing over $50,000 in ARR grew 38% versus the prior year. The increase in new customers within the highest tiers was primarily driven by prioritizing our customer success and growth resources towards these customers and continuing to grow our sales force capacity to meet market demand. Cost of Revenue and Gross MarginSix Months Ended June 30,Change20242023Amount%(dollars in thousands)Cost of revenueSubscription$44,283Â $34,605Â $9,678Â 28Â %Professional services and other547Â 504Â 43Â 9Â %Total cost of revenue44,830Â 35,109Â 9,721Â 28Â %Gross profit$151,350Â $119,418Â $31,932Â 27Â %Gross marginTotal gross margin77Â %77Â %35The increase in cost of subscription revenue for the six months ended JuneÂ 30, 2024 compared to the six months ended JuneÂ 30, 2023 was primarily due to the following:Change(in thousands)Data provider fees$5,524Â Amortization of intangible assets1,410Â Personnel costs865Â Stock-based compensation expense473Â Other1,406Â Subscription cost of revenue$9,678Â Fees paid to our data providers increased due to revenue growth. The increase in the amortization expense of intangible assets was driven by the acquired developed technology recognized as part of the Tagger acquisition. Personnel costs and stock-based compensation expense increased as we continue to invest in our customer support and customer success teams to support our customer growth. The increase in other was primarily driven by hosting fees.Operating ExpensesResearch and DevelopmentSix Months Ended June 30,Change20242023Amount%(dollars in thousands)Research and development$48,895Â $36,832Â $12,063Â 33Â %Percentage of total revenue25Â %24Â %The increase in research and development expense for the six months ended JuneÂ 30, 2024 compared to the six months ended JuneÂ 30, 2023 was primarily due to the following:Change(in thousands)Personnel costs$7,319Â Stock-based compensation expense3,557Â Other1,187Â Research and development$12,063Â Personnel costs increased primarily as a result of an 18% increase in headcount to grow our research and development teams to drive our technology innovation through the development and maintenance of our platform. The increase in stock-based compensation expense was primarily due to the increased headcount.36Sales and MarketingSix Months Ended June 30,Change20242023Amount%(dollars in thousands)Sales and marketing$90,734Â $76,212Â $14,522Â 19Â %Percentage of total revenue46Â %49Â %The increase in sales and marketing expense for the six months ended JuneÂ 30, 2024 compared to the six months ended JuneÂ 30, 2023 was primarily due to the following:Change(in thousands)Personnel costs$10,246Â Stock-based compensation expense1,789Â Advertising977Â Other1,510Â Sales and marketing$14,522Â Personnel costs increased primarily as a result of a 20% increase in headcount as we continue to expand our sales teams to grow our customer base. The increase in stock-based compensation expense was primarily due to the increased headcount. The increase in other was primarily driven by various marketing events and initiatives.General and AdministrativeSix Months Ended June 30,Change20242023Amount%(dollars in thousands)General and administrative$41,521Â $33,224Â $8,297Â 25Â %Percentage of total revenue21Â %22Â %The increase in general and administrative expense for the six months ended JuneÂ 30, 2024 compared to the six months ended JuneÂ 30, 2023 was primarily due to the following:Change(in thousands)Personnel costs$4,263Â Stock-based compensation expense2,813Â Amortization of intangible assets976Â Other245Â General and administrative$8,297Â 37 Personnel costs and stock-based compensation expense increased primarily as a result of a 14% increase in headcount as we continue to grow our business. The increase in the amortization expense of intangible assets was primarily driven by the intangible assets recognized as part of the Tagger acquisition. Interest Income, NetSix Months Ended June 30,Change20242023Amount%(dollars in thousands)Interest income (expense), net$70Â $4,097Â $(4,027)(98)%Percentage of total revenueâ€”Â %3Â %The decrease in interest income, net was primarily driven by higher interest expense from the Facility and lower interest income attributable to a lower balance of marketable securities.Other Expense, NetSix Months Ended June 30,Change20242023Amount%(dollars in thousands)Other expense, net(663)(357)$(306)86Â %Percentage of total revenueâ€”Â %â€”Â %The change in other expense, net was primarily driven by foreign exchange transaction losses.Income Tax ExpenseSix Months Ended June 30,Change20242023Amount%(dollars in thousands)Income tax expense$74Â $227Â $(153)(67)%Percentage of total revenueâ€”Â %â€”Â %The change in income tax expense was primarily attributable to a foreign income tax benefit in the current year, partially offset by an increase in income tax expense due to higher earnings in foreign jurisdictions.Non-GAAP Financial MeasuresIn addition to our results determined in accordance with U.S. generally accepted accounting principles, or GAAP, we believe the following non-GAAP measures are useful in evaluating our operating performance. We use the below non-GAAP financial information, collectively, to evaluate our ongoing operations and for internal planning and forecasting purposes. We believe that non-GAAP financial information, when taken collectively, may be helpful to investors because it provides consistency and 38comparability with past financial performance by excluding certain items that may not be indicative of our business, operating results or future outlook.However, non-GAAP financial information is presented for supplemental informational purposes only, has limitations as an analytical tool and should not be considered in isolation or as a substitute for financial information presented in accordance with GAAP. In addition, other companies, including companies in our industry, may calculate non-GAAP financial measures differently or may use other measures to evaluate their performance, all of which could reduce the usefulness of our non-GAAP financial measures as tools for comparison. Investors are encouraged to review the related GAAP financial measures and the reconciliation of these non-GAAP financial measures to their most directly comparable GAAP financial measures, and not to rely on any single financial measure to evaluate our business.Non-GAAP Gross ProfitWe define non-GAAP gross profit as GAAP gross profit, excluding stock-based compensation expense and amortization expense associated with the acquired developed technology from the Tagger acquisition. We believe non-GAAP gross profit provides our management and investors consistency and comparability with our past financial performance and facilitates period-to-period comparisons of operations, as it eliminates the effect of stock-based compensation and amortization expense, which are often unrelated to overall operating performance. In 2023, we revised our definition of non-GAAP gross profit to exclude amortization expense associated with the acquired developed technology from the Tagger acquisition.Three Months Ended June 30,Six Months Ended June 30,20242023202420232Reconciliation of Non-GAAP gross profit(dollars in thousands)Gross profit$76,994Â $61,081Â $151,350Â $119,418Â Stock-based compensation

expense906Â 857Â 1,831Â 1,358Â Amortization of acquired developed technology705Â â€”Â 1,410Â â€”Â Non-GAAP gross profit$78,605Â $61,938Â $154,591Â $120,776Â Non-GAAP Operating IncomeWe define non-GAAP operating income as GAAP loss from operations, excluding stock-based compensation expense, acquisition-related expenses and amortization expense associated with the acquired intangible assets from the Tagger acquisition. We believe non-GAAP operating income provides our management and investors consistency and comparability with our past financial performance and facilitates period-to-period comparisons of operations, as it eliminates the effect of stock-based compensation, acquisition-related expenses and amortization expense, which are often unrelated to overall operating performance. In 2023, we revised our definition of non-GAAP operating income to 39exclude acquisition-related expenses in connection with the Tagger acquisition and amortization expense associated with the acquired intangible assets from the Tagger acquisition.Three Months Ended June 30,Six Months Ended June 30,2024202320242023Reconciliation of Non-GAAP operating income(dollars in thousands)Loss from operations$(16,513)$(14,917)$(29,800)$(26,850)Stock-based compensation expense20,598Â 16,376Â 38,664Â 30,032Â Acquisition-related expensesâ€”Â 466Â â€”Â 466Â Amortization of acquired intangible assets1,213Â â€”Â 2,426Â â€”Â Non-GAAP operating income$5,298Â $1,925Â $11,290Â $3,648Â Non-GAAP Net IncomeWe define non-GAAP net income as GAAP net loss, excluding stock-based compensation expense, acquisition-related expenses and amortization expense associated with the acquired intangible assets from the Tagger acquisition. We believe non-GAAP net income provides our management and investors consistency and comparability with our past financial performance and facilitates period-to-period comparisons of operations, as this non-GAAP financial measure eliminates the effect of stock-based compensation, acquisition-related expenses and amortization expense, which are often unrelated to overall operating performance. In 2023, we revised our definition of non-GAAP net income to exclude acquisition-related expenses in connection with the Tagger acquisition and amortization expense associated with the acquired intangible assets from the Tagger acquisition.Three Months Ended June 30,Six Months Ended June 30,2024202320242023Reconciliation of Non-GAAP net income(dollars in thousands)Net loss$(16,892)$(13,085)$(30,467)$(23,337)Stock-based compensation expense20,598Â 16,376Â 38,664Â 30,032Â Acquisition-related expensesâ€”Â 466Â â€”Â 466Â Amortization of acquired intangible assets1,213Â â€”Â 2,426Â â€”Â Non-GAAP net income$4,919Â $3,757Â $10,623Â $7,161Â Non-GAAP Net Income per ShareWe define non-GAAP net income per share as GAAP net loss per share attributable to common shareholders, basic and diluted, excluding stock-based compensation expense, acquisition-related expenses and amortization expense associated with the acquired intangible assets from the Tagger acquisition. We believe non-GAAP net income per share provides our management and investors consistency and comparability with our past financial performance and facilitates period-to-period comparisons of operations, as this non-GAAP financial measure eliminates the effect of stock-based compensation, acquisition-related expenses and amortization expense, which are often unrelated to overall operating performance. In 2023, we revised our definition of non-GAAP net income per share to exclude acquisition-related expenses in connection with the Tagger acquisition and amortization expense associated with the acquired intangible assets from the Tagger acquisition.40Three Months Ended June 30,Six Months Ended June 30,2024202320242023Reconciliation of Non-GAAP net income per shareNet loss per share attributable to common shareholders, basic and diluted(0.30)(0.24)(0.54)(0.42)Stock-based compensation expense per share0.37Â 0.30Â 0.69Â 0.54Â Acquisition-related expensesâ€”Â 0.01Â â€”Â 0.01Â Amortization of acquired intangible assets0.02Â â€”Â 0.04Â â€”Â Non-GAAP net income per share$0.09Â $0.07Â $0.19Â $0.13Â Non-GAAP Free Cash FlowWe define non-GAAP free cash flow as net cash provided by operating activities less expenditures for property and equipment, acquisition-related costs and interest. Non-GAAP free cash flow does not reflect our future contractual obligations or represent the total increase or decrease in our cash balance for a given period. We believe that non-GAAP free cash flow is a useful indicator of liquidity that provides information to management and investors about the amount of cash used in our core operations that, after the expenditures for property and equipment, acquisition-related costs and interest, is available to be used for strategic initiatives. For example, if non-GAAP free cash flow is negative, we may need to access cash reserves or other sources of capital to invest in strategic initiatives. In 2023, we revised our definition of non-GAAP free cash flow to exclude payments related to acquisition-related costs associated with our acquisition of Tagger (which are not applicable for the periods presented) and cash paid for interest on our revolving line of credit.Three Months Ended June 30,Six Months Ended June 30,2024202320242023Reconciliation of Non-GAAP free cash flow(dollars in thousands)Net cash provided by operating activities$2,063Â $6,294Â $13,227Â $14,578Â Expenditures for property and equipment(493)(261)(1,585)(644)Interest paid on credit facility918Â â€”Â 2,178Â â€”Â Non-GAAP free cash flow$2,488Â $6,033Â $13,820Â $13,934Â Liquidity and Capital ResourcesAs of JuneÂ 30, 2024, our principal sources of liquidity were cash and cash equivalents of $80.9 million, marketable securities of $12.3 million and net accounts receivable of $58.6 million. Historically, we have generated losses from operations as evidenced by our accumulated deficit and in previous years, we had negative cash flows from operations. However, for the six months ended JuneÂ 30, 2024 and 2023, we generated positive cash flows from operations. We expect to continue to incur operating losses for the foreseeable future as we continue to grow the business. We may experience greater than anticipated operating losses in the short- and long-term due to macroeconomic, financial, and other factors that are beyond our control, such as high inflation rates and a potential recession. The impact of these factors on our customers and our operations going forward remains uncertain, and we continue to proactively monitor our liquidity position. Prior to our IPO in December 2019, we financed our operations primarily through private issuance of equity securities and line of credit borrowings. In our IPO, we received net proceeds of $134.3 million after deducting underwriting discounts and commissions of $10.5 million and offering expenses of $5.2 million. We subsequently received an additional $10.0 million of net proceeds after deducting underwriting discounts and commissions in January 2020 as a result of the over-allotment option exercise by the 41underwriters of our IPO. In August 2020, we received $42.1 million of net proceeds from our equity follow-on offering after deducting underwriting discounts and commissions. As described below, in August 2023, we borrowed $75 million under the Facility in connection with the Tagger acquisition. Our principal uses of cash in recent periods have been to fund operations, pay for acquisitions, invest in marketable securities, pay down our Facility, and invest in capital expenditures. We believe our existing cash and cash equivalents will be sufficient to meet our operating and capital needs for at least the next 12 months. We believe we will meet longer-term expected future cash requirements and obligations through a combination of cash flows from operating activities, available cash and investment balances and potential future equity or debt transactions. Our future capital requirements will depend on many factors, including our subscription growth rate, subscription renewal activity, billing frequency, the impact of macroeconomic conditions on our customers and our operations, the timing and extent of spending to support our research and development efforts, the expansion of sales and marketing activities, the introduction of new and enhanced product offerings, and the continuing market acceptance of our product. We have in the past, and may in the future, enter into arrangements to acquire or invest in complementary businesses, products and technologies, including intellectual property rights. We may be required to seek additional equity or debt financing. In the event that additional financing is required from outside sources, we may not be able to raise it on terms acceptable to us, or at all. If we are unable to raise additional capital or generate cash flows necessary to expand our operations, our business, results of operations and financial condition could be adversely affected.Credit AgreementOn August 1, 2023, we entered into a Credit Agreement (the â€œCredit Agreementâ€) by and among the Company, the banks and other financial institutions or entities party thereto as lenders and MUFG Bank, LTD. as administrative agent and collateral agent. The Credit Agreement provides for a $100 million senior secured revolving credit facility, maturing on August 1, 2028. Borrowings under the Facility may be used to finance acquisitions and other investments permitted under the terms of the Credit Agreement, to pay related fees and expenses and for general corporate purposes.Borrowings under the Facility may be designated as SOFR Loans or ABR Loans (each as defined in the Credit Agreement), subject to certain terms and conditions under the Credit Agreement, and bear interest at a rate of either (i) SOFR (subject to a 1.0% floor), plus 0.10%, plus a margin ranging from 2.75% to 3.25% based on the Companyâ€™s liquidity or (ii) ABR (subject to a 2.0% floor) plus a margin ranging from 1.75% to 2.25% based on the Companyâ€™s liquidity. The Facility also includes a quarterly commitment fee on the unused portion of the Facility of 0.30% or 0.35% based on the Companyâ€™s liquidity.The Credit Agreement includes customary conditions to credit extensions, affirmative and negative covenants, and customary events of default. In addition, the Credit Agreement contains financial covenants as to (i) minimum liquidity, requiring the maintenance, at all times and measured at the end of each fiscal quarter, of cash and cash equivalents of not less than the greater of (x) $30 million and (y) 30% of the total revolving commitments, and (ii) minimum recurring revenue growth, requiring recurring revenue growth for the trailing four fiscal quarter period, measured at the end of each fiscal quarter, of not less than 115% of the actual recurring revenue for the same period in the prior fiscal year.On August 1, 2023, we borrowed $75 million under the Credit Agreement in connection with the Tagger acquisition. As of JuneÂ 30, 2024, $40 million remains outstanding under the Credit Agreement. Refer to Note 11 - â€œBusiness Combinationsâ€ of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report) for further discussion.Cash Flows42The following table summarizes our cash flows for the periods presented:Six Months Ended June 30,20242023(in thousands)Net cash provided by operating activities$13,227Â $14,578Â Net cash provided by (used in) investing

activities33,391Â (17,371)Net cash provided by (used in) financing activities(15,483)87Â Net increase (decrease) in cash, cash equivalents and restricted cash$31,135Â $(2,706)Operating ActivitiesOur largest source of operating cash is cash collections from our customers for subscription services. Our primary uses of cash from operating activities are for personnel costs across the sales and marketing and research and development departments and hosting costs. In previous years, we have generated negative cash flows from operating activities. However, for the six months ended JuneÂ 30, 2024 and 2023, we generated positive cash flows from operating activities.Net cash provided by operating activities during the six months ended JuneÂ 30, 2024 was $13.2 million, which resulted from a net loss of $30.5 million adjusted for non-cash charges of $52.5 million and net cash outflow of $8.8 million from changes in operating assets and liabilities. Non-cash charges primarily consisted of $38.7 million of stock-based compensation expense, $7.4 million for amortization of deferred contract acquisition costs, which were primarily commissions, $5.0 million of depreciation and intangible asset amortization expense and $0.9 million of amortization of right-of-use, or ROU, operating lease assets. The net cash outflow from changes in operating assets and liabilities was primarily the result of a $13.8 million increase in deferred commissions due to the addition of new customers and expansion of the business, a $4.7 million increase in prepaid expenses and other assets, a $2.0 million decrease in operating lease liabilities and a $0.2 million decrease in accounts payable and accrued expenses. These outflows were primarily offset by a $7.8 million increase in deferred revenue and a $4.1 million decrease in accounts receivable. Net cash provided by operating activities during the six months ended June 30, 2023 was $14.6 million, which resulted from a net loss of $23.3 million adjusted for non-cash charges of $44.1 million and net cash outflow of $6.2 million from changes in operating assets and liabilities. Non-cash charges primarily consisted of $30.0 million of stock-based compensation expense, $12.2 million for amortization of deferred contract acquisition costs, which were primarily commissions, $0.7 million of amortization of right-of-use, or ROU, operating lease assets, and $2.3 million of depreciation and intangible asset amortization expense. The net cash outflow from changes in operating assets and liabilities was primarily the result of a $16.6 million increase in deferred commissions due to the addition of new customers and expansion of the business, a $4.1 million increase in prepaid expenses and other assets, a $1.7 million decrease in operating lease liabilities, and a $7.2 million increase in accounts receivable. These outflows were primarily offset by a $3.0 million increase in accounts payable and accrued expenses and a $20.4 million increase in deferred revenue.Investing ActivitiesNet cash provided by investing activities for the six months ended JuneÂ 30, 2024 was $33.4 million, which was primarily due to $36.4 million in proceeds from the maturities of marketable securities and $0.1 million consideration received related to a purchase price adjustment from the Tagger acquisition, partially offset by $1.6 million in purchases of computer equipment and hardware and the $1.5 million payout of the Repustate acquisition purchase price holdback.43Net cash used in investing activities for the six months ended June 30, 2023 was $17.4 million, which was primarily due to $63.1 million in purchases of marketable securities and $6.4 million for the acquisition of Repustate, partially offset by $52.8 million in proceeds from the maturities and sale of marketable securities.Financing ActivitiesNet cash used in financing activities for the six months ended JuneÂ 30, 2024 was $15.5 million, primarily driven by $15.0 million in repayments of the Facility and $1.7 million in payments related to employee withholding taxes as a result of the net settlement of stock-based awards, partially offset by $1.2 million in proceeds from purchases under our employee stock purchase plan.Net cash provided by financing activities for the six months ended June 30, 2023 was $0.1 million, primarily driven by $1.4 million in payments related to employee withholding taxes as a result of the net settlement of stock-based awards, partially offset by $1.4 million in proceeds from purchases under our employee stock purchase plan.Contractual ObligationsAs of JuneÂ 30, 2024, we have non-cancellable contractual obligations related primarily to operating leases and minimum guaranteed purchase commitments for data and services. As of JuneÂ 30, 2024, the total obligation for operating leases was $19.2 million, of which $4.8 million is expected to be paid in the next twelve months. As of JuneÂ 30, 2024, our purchase commitment for primarily data and services was $13.8 million, of which $8.4 million is expected to be paid in the next twelve months. See Note 3 - â€œOperating Leasesâ€ and Note 7 - â€œCommitments and Contingenciesâ€ of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report) for more information regarding these obligations.Recent Accounting Pronouncements Refer to section titled â€œSummary of Significant Accounting Policiesâ€ in Note 1 of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report) for more information.Critical Accounting Policies and EstimatesOur unaudited condensed consolidated financial statements are prepared in accordance with accounting principles generally accepted in the United States. The preparation of these unaudited condensed consolidated financial statements in conformity with GAAP requires management to make estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting periods. On an ongoing basis, we evaluate our estimates and assumptions. Our actual results may differ from these estimates.Our significant accounting policies are discussed in Note 1 - â€œNature of Operations and Summary of Significant Accounting Policiesâ€ in the Notes to Consolidated Financial Statements as of and for the year ended DecemberÂ 31, 2023 included in our Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023, filed with the SEC on FebruaryÂ 23, 2024. There have been no significant changes to these policies during the six months ended JuneÂ 30, 2024, except as noted in Note 1 of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report).44Item 3. Quantitative and Qualitative Disclosures of Market RiskInterest Rate RiskWe had cash and cash equivalents totaling $80.9 million as of JuneÂ 30, 2024, the majority of which was invested in money market accounts and money market funds. We also had marketable securities of $12.3 million which were invested in investment-grade corporate bonds and U.S. agency securities. Such interest-earning instruments carry a degree of interest rate risk with respect to the interest income generated. Additionally, certain of these cash investments are maintained at balances beyond Federal Deposit Insurance Corporation, or FDIC, coverage limits or are not insured by the FDIC. Accordingly, there may be a risk that we will not recover the full principal of our cash investments. To date, fluctuations in interest income have not been significant. Because these accounts are highly liquid, we do not have material exposure to market risk. Our cash is held for working capital purposes. We do not enter into investments for trading or speculative purposes. As of JuneÂ 30, 2024, we had $40 million in secured indebtedness outstanding under the Credit Agreement. The revolving line of credit bears interest at a rate of either (i) SOFR (subject to a 1.0% floor), plus 0.10%, plus a margin ranging from 2.75% to 3.25% based on the Companyâ€™s liquidity or (ii) ABR (subject to a 2.0% floor) plus a margin ranging from 1.75% to 2.25% based on the Companyâ€™s liquidity. Refer to Note 5 - â€œRevolving Line of Creditâ€ of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report). We have not been exposed to, nor do we anticipate being exposed to, material risks due to changes in interest rates. A hypothetical 10% change in interest rates during any of the periods presented would not have had a material impact on our financial statements.Foreign Currency Exchange RiskWe are not currently subject to significant foreign currency exchange risk as our U.S. and international sales are predominantly denominated in U.S. dollars. However, we have some foreign currency risk related to a small amount of sales denominated in Canadian dollars. Sales denominated in Canadian dollars reflect the prevailing U.S. dollar exchange rate on the date of invoice for such sales. Decreases in the relative value of the U.S. dollar to the Canadian dollar may negatively affect revenue and other operating results as expressed in U.S. dollars. We do not believe that an immediate 10% increase or decrease in the relative value of the U.S. dollar to the Canadian dollars would have a material effect on operating results. We have not engaged in the hedging of foreign currency transactions to date. However, as our international operations expand, our foreign currency exchange risk may increase. If our foreign currency exchange risk increases in the future, we may evaluate the costs and benefits of initiating a foreign currency hedge program in connection with non-U.S. dollar denominated transactions.45Item 4. Controls and ProceduresEvaluation of disclosure controls and proceduresOur management, with the participation of our Chief Executive Officer, or CEO, and Chief Financial Officer, or CFO, has evaluated the effectiveness of our disclosure controls and procedures as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended, or the Exchange Act, as of JuneÂ 30, 2024. Based on such evaluation, our CEO and CFO have concluded that as of JuneÂ 30, 2024, our disclosure controls and procedures are effective to provide reasonable assurance that information we are required to disclose in reports that we file or submit under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in the rules and forms of the SEC, and that such information is accumulated and communicated to our management, including our CEO and CFO, as appropriate, to allow timely decisions regarding required disclosure.Changes in internal controlsThere have been no changes in our internal control over financial reporting during the period covered by this Quarterly Report on Form 10-Q that have materially affected, or are reasonably likely to affect, our internal control over financial reporting.Inherent Limitations of Internal ControlsIn designing and evaluating the disclosure controls and procedures and internal control over financial reporting, management does not expect that our internal control over financial reporting will prevent or detect all errors and all fraud. A control system, no matter how well designed and operated, can provide only reasonable, not absolute, assurance that the control systemâ€™s objectives will be met. Because of the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that misstatements due to error or fraud will not occur or that all control issues and instances of fraud, if any, within our company will have been detected.46PART II - OTHER INFORMATIONItem 1. Legal ProceedingsSee

Note 7 - â€œCommitments and Contingenciesâ€ of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report) for information regarding certain legal proceedings in which we are involved, which is incorporated by reference into this Part II, Item 1. Item 2. Unregistered Sales of Equity Securities and Use of Proceeds.None.Item 5. Other Information.Securities Trading Plans of Directors and Executive OfficersDuring the fiscal quarter ended June 30, 2024, none of our directors and officers (as defined in Rule 16a-1(f) under the Exchange Act) adopted, modified or terminated any â€œRule 10b5-1 trading arrangementsâ€ (as defined in Item 408 of Regulation S-K of the Exchange Act), that was intended to satisfy the affirmative defense conditions under 10b5-1(c) under the Exchange Act.Our officers (as defined in Rule 16a-1(f) under the Exchange Act), other than Mr. Howard, have entered into sell-to-cover arrangements, which constitute â€œnon-Rule 10b5-1 trading arrangements,â€ authorizing the pre-arranged sale of shares to satisfy tax withholding obligations of the Company arising exclusively from the vesting of restricted stock units and the related issuance of shares. The amount of shares to be sold to satisfy the Companyâ€™s tax withholding obligations under these arrangements is dependent on future events which cannot be known at this time, including the future trading price of the Companyâ€™s Class A common stock. The expiration date relating to these arrangements is dependent on future events which cannot be known at this time, including the final vest date of the applicable restricted stock units and the officerâ€™s termination of service.47Item 6. ExhibitsINDEX TO EXHIBITSÂ 3.1Amended and Restated Certificate of Incorporation of the Registrant (Incorporated by reference to Exhibit 3.1 to Sprout Socialâ€™s Current Report on form 8-K (File No. 001-39156) filed on December 17, 2019).3.2Amended and Restated Bylaws of the Registrant (Incorporated by reference to Exhibit 3.1 to Sprout Socialâ€™s Current Report on form 8-K (File No. 001-39156) filed on October 31, 2022).31.1Certifications of Chief Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.31.2Certifications of Chief Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.32.1*Certifications of Chief Executive Officer Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.32.2*Certifications of Chief Financial Officer Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.101The following information from our Quarterly Report on Form 10-Q for the quarter ended JuneÂ 30, 2024, formatted in Inline XBRL: (i) Condensed Consolidated Balance Sheets, (ii) Condensed Consolidated Statements of Operations, (iii) Condensed Consolidated Statements of Comprehensive Loss, (iv) Condensed Consolidated Statements of Stockholdersâ€™ Equity, (v) Condensed Consolidated Statements of Cash Flows and (vi) Notes to Condensed Consolidated Financial Statements104The cover page from the Quarterly Report on Form 10-Q, formatted as Inline XBRL._____*Â Â Â Â Furnished, not filed.***48SIGNATUREPursuant 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.Sprout Social, Inc.August 2, 2024By:/s/ Joe Del PretoJoe Del PretoChief Financial Officer and Treasurer (Principal Financial and Principal Accounting Officer)49 EX-31.1 2 exhibit311jh202482.htm EX-31.1 DocumentCERTIFICATIONI, Justyn Howard, certify that:1. I have reviewed this Quarterly Report on Form 10-Q of Sprout Social, Inc.;2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4. The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:(a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;(b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;(c) evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and(d) disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5. The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of 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; and(b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.SPROUT SOCIAL, INC.By:/s/ Justyn HowardName:Justyn HowardTitle:Chairman of the Board of Directors and Chief Executive OfficerDate: August 2, 2024 EX-31.2 3 exhibit312jdp202482.htm EX-31.2 DocumentCERTIFICATIONI, Joe Del Preto, certify that:1. I have reviewed this Quarterly Report on Form 10-Q of Sprout Social, Inc.;2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4. The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:(a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;(b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;(c) evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and(d) disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5. The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of 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; and(b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.SPROUT SOCIAL, INC.By:/s/ Joe Del PretoName:Joe Del PretoTitle:Chief Financial Officer and TreasurerDate: August 2, 2024 EX-32.1 4 exhibit321jh202482.htm EX-32.1 DocumentCERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with the Quarterly Report of Sprout Social, Inc. (the â€œCompanyâ€) on Form 10-Q for the quarter ended June 30, 2024, as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I, Justyn Howard, Chairman of the Board of Directors and Chief Executive Officer, certify pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to the best of my knowledge, the Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended, and the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.SPROUT SOCIAL, INC.By:/s/ Justyn HowardName:Justyn HowardTitle:Chairman of the Board of Directors and Chief Executive OfficerDate: August 2, 2024This certification accompanies the Form 10-Q to which it relates, is not deemed filed with the Securities and Exchange Commission and is not to be incorporated by reference into any filing of Sprout Social, Inc. under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended (whether made before or after the date of the Form 10-Q), irrespective of any general incorporation language contained in such filing. EX-32.2 5 exhibit322jdp202482.htm EX-32.2 DocumentCERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO

SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with the Quarterly Report of Sprout Social, Inc. (the â€œCompanyâ€) on Form 10-Q for the quarter ended June 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I, Joe Del Preto, Chief Financial Officer and Treasurer, certify pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to the best of my knowledge, the Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended, and the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.SPROUT SOCIAL, INC.By:/s/ Joe Del PretoName:Joe Del PretoTitle:Chief Financial Officer and TreasurerDate: August 2, 2024This certification accompanies the Form 10-Q to which it relates, is not deemed filed with the Securities and Exchange Commission and is not to be incorporated by reference into any filing of Sprout Social, Inc. under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended (whether made before or after the date of the Form 10-Q), irrespective of any general incorporation language contained in such filing. EX-101.SCH 6 spt-20240630.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover Page link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - Condensed Consolidated Balance Sheets (Unaudited) link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - Condensed Consolidated Balance Sheets (Unaudited) (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - Condensed Consolidated Statements of Operations (Unaudited) link:presentationLink link:calculationLink link:definitionLink 9952154 - Statement - Condensed Consolidated Statements of Comprehensive Loss (Unaudited) link:presentationLink link:calculationLink link:definitionLink 9952155 - Statement - Condensed Consolidated Statements Stockholders Equity (Unaudited) link:presentationLink link:calculationLink link:definitionLink 9952156 - Statement - Condensed Consolidated Statements of Cash Flows (Unaudited) link:presentationLink link:calculationLink link:definitionLink 9952157 - Disclosure - Nature of Operations and Summary of Significant Accounting Policies link:presentationLink link:calculationLink link:definitionLink 9952158 - Disclosure - Revenue Recognition link:presentationLink link:calculationLink link:definitionLink 9952159 - Disclosure - Operating Leases link:presentationLink link:calculationLink link:definitionLink 9952160 - Disclosure - Income Taxes link:presentationLink link:calculationLink link:definitionLink 9952161 - Disclosure - Revolving Line of Credit link:presentationLink link:calculationLink link:definitionLink 9952162 - Disclosure - Incentive Stock Plan link:presentationLink link:calculationLink link:definitionLink 9952163 - Disclosure - Commitments and Contingencies link:presentationLink link:calculationLink link:definitionLink 9952164 - Disclosure - Segment and Geographic Data link:presentationLink link:calculationLink link:definitionLink 9952165 - Disclosure - Net Loss per Share link:presentationLink link:calculationLink link:definitionLink 9952166 - Disclosure - Fair Value Measurements link:presentationLink link:calculationLink link:definitionLink 9952167 - Disclosure - Business Combinations link:presentationLink link:calculationLink link:definitionLink 9954471 - Disclosure - Nature of Operations and Summary of Significant Accounting Policies (Policies) link:presentationLink link:calculationLink link:definitionLink 9954472 - Disclosure - Operating Leases (Tables) link:presentationLink link:calculationLink link:definitionLink 9954473 - Disclosure - Incentive Stock Plan (Tables) link:presentationLink link:calculationLink link:definitionLink 9954474 - Disclosure - Commitments and Contingencies (Tables) link:presentationLink link:calculationLink link:definitionLink 9954475 - Disclosure - Segment and Geographic Data (Tables) link:presentationLink link:calculationLink link:definitionLink 9954476 - Disclosure - Net Loss per Share (Tables) link:presentationLink link:calculationLink link:definitionLink 9954477 - Disclosure - Fair Value Measurements (Tables) link:presentationLink link:calculationLink link:definitionLink 9954478 - Disclosure - Business Combinations (Tables) link:presentationLink link:calculationLink link:definitionLink 9954479 - Disclosure - Nature of Operations and Summary of Significant Accounting Policies (Details) link:presentationLink link:calculationLink link:definitionLink 9954480 - Disclosure - Revenue Recognition (Details) link:presentationLink link:calculationLink link:definitionLink 9954480 - Disclosure - Revenue Recognition (Details) link:presentationLink link:calculationLink link:definitionLink 9954481 - Disclosure - Operating Leases - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954482 - Disclosure - Operating Leases - Summary of operating lease assets and liabilities (Details) link:presentationLink link:calculationLink link:definitionLink 9954483 - Disclosure - Operating Leases - Lease cost (Details) link:presentationLink link:calculationLink link:definitionLink 9954484 - Disclosure - Operating Leases - Remaining maturities of operating lease liabilities (Details) link:presentationLink link:calculationLink link:definitionLink 9954485 - Disclosure - Income Taxes (Details) link:presentationLink link:calculationLink link:definitionLink 9954486 - Disclosure - Revolving Line of Credit (Details) link:presentationLink link:calculationLink link:definitionLink 9954487 - Disclosure - Incentive Stock Plan (Details) link:presentationLink link:calculationLink link:definitionLink 9954488 - Disclosure - Commitments and Contingencies (Details) link:presentationLink link:calculationLink link:definitionLink 9954489 - Disclosure - Segment and Geographic Data (Details) link:presentationLink link:calculationLink link:definitionLink 9954490 - Disclosure - Net Loss per Share - Basic and diluted net loss per share (Details) link:presentationLink link:calculationLink link:definitionLink 9954491 - Disclosure - Net Loss per Share - Shares excluded from the calculation of diluted net loss per share (Details) link:presentationLink link:calculationLink link:definitionLink 9954492 - Disclosure - Fair Value Measurements (Details) link:presentationLink link:calculationLink link:definitionLink 9954493 - Disclosure - Business Combinations - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954494 - Disclosure - Business Combinations - Fair Value of Assets and Liabilities Assumed (Details) link:presentationLink link:calculationLink link:definitionLink 9954495 - Disclosure - Business Combinations - Intangible Assets Acquired (Details) link:presentationLink link:calculationLink link:definitionLink 9954496 - Disclosure - Business Combinations - Changes in Goodwill (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 7 spt-20240630_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 8 spt-20240630_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 9 spt-20240630_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT Adjustments to reconcile net loss to net cash provided by operating activities Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Statistical Measurement [Domain] Statistical Measurement [Domain] Schedule of lease cost Lease, Cost [Table Text Block] Cover [Abstract] Cover [Abstract] Net increase (decrease) in cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Deferred commissions Capitalized Contract Cost, Net, Current Schedule of remaining maturities of operating lease liabilities Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Trading Symbol Trading Symbol All Trading Arrangements All Trading Arrangements [Member] Thereafter Purchase Obligation Due After Fourth Year Purchase Obligation Due After Fourth Year Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Summary of operating lease assets and liabilities Assets And Liabilities, Lessee [Table Text Block] Assets And Liabilities, Lessee [Table Text Block] Non-NEOs Non-NEOs [Member] Schedule of basic and diluted net loss per share Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] 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] Allowance for doubtful accounts Accounts Receivable, Allowance for Credit Loss, Current Purchase price allocation adjustment (Tagger) Goodwill, Measurement Period Adjustment Class A common stock Common Class A [Member] Pay vs Performance Disclosure [Line Items] Line of Credit Facility [Table] Line of Credit Facility [Table] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Professional services and other Professional Services And Other [Member] Professional Services And Other [Member] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis] Accounts receivable Increase (Decrease) in Accounts Receivable Lease liabilities Increase (Decrease) in Operating Lease Liability Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] Fair Value Measurements Fair Value Disclosures [Text Block] Proceeds from exercise of stock options Proceeds from Stock Options Exercised Award Timing Disclosures [Line Items] Other Performance Measure, Amount Other Performance Measure, Amount Operating Leases Lessee, Operating Leases [Text Block] Common stock, shares outstanding (in shares) Common Stock, Shares, Outstanding Operating lease liabilities, net of current portion Operating Lease, Liability, Noncurrent 2026 Purchase Obligation, to be Paid, Year Two Revenue from Contract with Customer [Abstract] Revenue from Contract with Customer [Abstract] Deferred revenue Contract with Customer, Liability, Current Plan Name [Domain] Plan Name [Domain] Other assets, net Other Assets, Noncurrent Entity Tax Identification Number Entity Tax Identification Number Leases [Abstract] Leases [Abstract] Antidilutive Securities, Name [Domain] Antidilutive Securities, Name [Domain] Deferred commissions, net of current portion Capitalized Contract Cost, Net, Noncurrent Net cash provided by operating activities Net Cash Provided by (Used in) Operating Activities Cash flows from operating activities Net Cash Provided by (Used in) Operating Activities [Abstract] Treasury Stock Treasury Stock, Common [Member] US Treasury Securities US Treasury Securities [Member] Plan Name [Axis] Plan Name [Axis] Schedule of contractual commitments Contractual Obligation, Fiscal Year Maturity [Table Text Block] 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] Award Timing Method Award

Timing Method [Text Block] Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Marketable securities Debt Securities, Available-for-Sale Business Acquisition [Line Items] Acquired Finite-Lived Intangible Assets [Line Items] Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Insider Trading Policies and Procedures [Line Items] Benefit to Net Loss Per Share spt_BenefitToNetLossPerShare spt_BenefitToNetLossPerShare Use of Estimates Use of Estimates, Policy [Policy Text Block] Business Acquisition, Acquiree [Domain] Business Acquisition, Acquiree [Domain] Adjustment to Compensation, Amount Adjustment to Compensation Amount Compensation Amount Outstanding Recovery Compensation Amount Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member] Entity Small Business Entity Small Business Company Selected Measure Amount Company Selected Measure Amount Geographical [Axis] Geographical [Axis] Payments for line of credit issuance costs Payments of Debt Issuance Costs Tabular List, Table Tabular List [Table Text Block] Level 3 Fair Value, Inputs, Level 3 [Member] Business Combination, Consideration Transferred [Abstract] Business Combination, Consideration Transferred [Abstract] EMEA EMEA [Member] Fair Value Finite-Lived Intangible Assets Acquired Sales and marketing Selling and Marketing Expense [Member] Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member] Lessee, Lease, Description [Line Items] Lessee, Lease, Description [Line Items] Stock Issued During Period, Shares, Employee Stock Purchase Plans Stock Issued During Period, Shares, Employee Stock Purchase Plans Accrued expenses and other Accrued Liabilities, Current Total potentially dilutive shares (in shares) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Beginning of period End of period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Credit Facility [Domain] Credit Facility [Domain] Amortization of premium (accretion of discount) on marketable securities Accretion (Amortization) of Discounts and Premiums, Investments Current assets Assets, Current [Abstract] Goodwill Goodwill balance as of DecemberÂ 31, 2023 Goodwill balance as of JuneÂ 30, 2024 Goodwill
EmployeeÂ taxesÂ paidÂ relatedÂ toÂ theÂ netÂ shareÂ settlementÂ ofÂ stock-basedÂ awards Payment, Tax Withholding, Share-Based Payment Arrangement Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Product and Service [Domain] Product and Service [Domain] Stock options outstanding Share-Based Payment Arrangement, Option [Member] Fair Value Disclosures [Abstract] Fair Value Disclosures [Abstract] Depreciation and amortization of property, equipment and software Depreciation 2025 Lessee, Operating Lease, Liability, to be Paid, Year One Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table] Antidilutive Security, Excluded EPS Calculation [Table] Comprehensive loss Comprehensive Income (Loss), Net of Tax, Attributable to Parent Repayments of line of credit Repayments of Lines of Credit Security Exchange Name Security Exchange Name Debt Instrument, Basis Spread on Variable Rate Debt Instrument, Basis Spread on Variable Rate Investments Classified by Contractual Maturity Date Investments Classified by Contractual Maturity Date [Table Text Block] Award Type Award Type [Axis] Corporate bonds Corporate Debt Securities [Member] Amortization of deferred commissions Amortization of Deferred Sales Commissions Property and equipment, net Property, Plant and Equipment, Net Total liabilities Liabilities Acquired Indefinite-Lived Intangible Assets [Line Items] Acquired Indefinite-Lived Intangible Assets [Line Items] Line of Credit Facility, Covenant Terms Line of Credit Facility, Covenant Terms 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 Expected Useful Life Acquired Finite-Lived Intangible Assets, Weighted Average Useful Life Schedule Of Identified Assets Acquired And Liabilities Assumed [Line Items] Schedule Of Identified Assets Acquired And Liabilities Assumed [Line Items] Schedule Of Identified Assets Acquired And Liabilities Assumed [Line Items] Expiration Date Trading Arrangement Expiration Date Cash flows from investing activities Net Cash Provided by (Used in) Investing Activities [Abstract] Other net tangible assets and liabilities assumed Business Combination, Other Recognized Identifiable Assets Acquired And Liabilities Assumed, Net Business Combination, Other Recognized Identifiable Assets Acquired And Liabilities Assumed, Net Operating lease liabilities Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Common stock, shares issued (in shares) Common Stock, Shares, Issued Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Concentration risk percentage Concentration Risk, Percentage Line of Credit Facility, Maximum Borrowing Capacity Line of Credit Facility, Maximum Borrowing Capacity Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Exercise of stock options (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Research and development Research and Development Expense [Member] Common stock, shares authorized value (in shares) Common Stock, Shares Authorized Commercial paper Commercial Paper, Not Included with Cash and Cash Equivalents [Member] Payments for business acquisition, net of cash acquired Payments for business acquisition, net of cash acquired Payments to Acquire Businesses, Net of Cash Acquired Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Net unrealized gain (loss) on available-for-sale securities, net of tax OCI, Debt Securities, Available-for-Sale, Gain (Loss), after Adjustment and Tax Weighted-average shares outstanding used to compute net loss per share, basic and diluted (in shares) Weighted average common shares outstanding (in shares) Weighted Average Number of Shares Outstanding, Diluted Repustate Inc. Repustate Inc. [Member] Repustate Inc. MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] 2025 Purchase Obligation, to be Paid, Year One Long-Term Debt, Type [Axis] Long-Term Debt, Type [Axis] Total stockholdersâ€™ equity Beginning balance Ending balance Equity, Attributable to Parent Treasury stock, at cost Treasury Stock, Value Schedule of Goodwill Schedule of Goodwill [Table Text Block] Concentration Risk Type [Domain] Concentration Risk Type [Domain] Proceeds from maturity of marketable securities Proceeds from Sale and Maturity of Other Investments Accounts receivable, net of allowances of $2,232 and $2,177 at JuneÂ 30, 2024 and DecemberÂ 31, 2023, respectively Accounts Receivable, after Allowance for Credit Loss, Current Cost of revenue Cost of Sales [Member] Deferred Consideration Related to Holdback Deferred Consideration Related to Holdback Deferred Consideration Related to Holdback Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Sale of Stock [Domain] Sale of Stock [Domain] Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Document Fiscal Period Focus Document Fiscal Period Focus Business Combination, Acquisition Related Costs Business Combination, Acquisition Related Costs All Executive Categories All Executive Categories [Member] Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] Assets Assets [Abstract] Other Comprehensive Income (Loss), Net of Tax Other Comprehensive Income (Loss), Net of Tax Document Type Document Type Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Sales Commissions Commissions Expense, Policy [Policy Text Block] Maximum Maximum [Member] Amortization of acquired intangible assets Amortization of Intangible Assets Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Antidilutive Securities [Axis] Antidilutive Securities [Axis] Outside of the United States Non-US [Member] Accounts payable Accounts Payable, Current Revenue Revenues [Abstract] Business Combinations Business Combination Disclosure [Text Block] Current Fiscal Year End Date Current Fiscal Year End Date Less: imputed interest Lessee, Operating Lease, Liability, Undiscounted Excess Amount Statistical Measurement [Axis] Statistical Measurement [Axis] PEO Name PEO Name Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Loss before income taxes Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest All Award Types Award Type [Domain] Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Name Outstanding Recovery, Individual Name Cash and cash equivalents Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Cash and Equivalents Disaggregation of Revenue [Line Items] Disaggregation of Revenue [Line Items] Issuance of common stock from equity award settlement (in shares) Shares Issued, Shares, Share-Based Payment Arrangement, after Forfeiture Variable lease expense Variable Lease, Cost Schedule of shares excluded from the calculation of diluted net loss per share Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block] Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Total consideration Business Combination, Recognized Identifiable Assets Acquired, Goodwill, and Liabilities Assumed, Net Revision of Prior Period [Axis] Revision of Prior Period [Axis] Non-PEO NEO Non-PEO NEO [Member] Additional Paid-in Capital Additional Paid-in Capital [Member] Award Timing Predetermined Award Timing Predetermined [Flag] Deferred commissions Increase (Decrease) in Contract with Customer, Asset Deferred tax liability Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Deferred Tax Liabilities Customer Relationships Customer Relationships [Member] Net loss per share attributable to common shareholders, basic and diluted (in dollars per share) Net loss per share, basic and diluted (in dollars per share) Earnings Per Share, Diluted Class of Stock [Axis] Class of Stock [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Deferred Revenue Revenue

from Contract with Customer [Policy Text Block] Amortization of right-of-use operating lease asset Operating Lease, Right-of-Use Asset, Periodic Reduction Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Deferred revenue Increase (Decrease) in Contract with Customer, Liability Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Proceeds from sale of marketable securities Proceeds from Sale of Debt Securities, Available-for-Sale Number of operating segments Number of Operating Segments Disaggregation of Revenue [Table] Disaggregation of Revenue [Table] Statement of Financial Position [Abstract] Statement of Financial Position [Abstract] Asset-backed securities Asset-Backed Securities [Member] Stock-based compensation expense Share-Based Payment Arrangement, Noncash Expense Sales and marketing Selling and Marketing Expense 2027 Purchase Obligation, to be Paid, Year Three Income tax expense Income Tax Expense (Benefit) Marketable securities Debt Securities, Available-for-Sale, Current Total revenue Revenue from Contract with Customer, Excluding Assessed Tax Statement of Comprehensive Income [Abstract] Concentration Risk Benchmark [Domain] Concentration Risk Benchmark [Domain] Debt Instrument, Floor Interest Rate Debt Instrument, Floor Interest Rate Debt Instrument, Floor Interest Rate Thereafter Lessee Operating Lease Liability, To Be Paid, AfterYearFour Lessee, Operating Lease, Liability, to be Paid, after Year Four Net cash provided by (used in) investing activities Net Cash Provided by (Used in) Investing Activities Loss from operations Operating Income (Loss) Interest expense Interest Expense, Operating and Nonoperating Variable Rate [Domain] Variable Rate [Domain] Total liabilities and stockholdersâ€™ equity Liabilities and Equity 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] Accrued wages and payroll related benefits Employee-related Liabilities, Current Prepaid expenses and other current assets Increase (Decrease) in Prepaid Expense and Other Assets Additional paid-in capital Additional Paid in Capital Schedule of financial assets measured at fair value Fair Value, Assets Measured on Recurring and Nonrecurring Basis [Table Text Block] Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Disclosure [Abstract] Interest income Investment Income, Interest 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] Taxes paid related to net share settlement of equity awards Share-Based Payment Arrangement, Decrease for Tax Withholding Obligation Accumulated other comprehensive loss AOCI Attributable to Parent [Member] Revenue, remaining performance obligation, period Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Period Restricted Cash Restricted Cash US Agency Securities US Government Agencies Debt Securities [Member] Long-Term Debt, Type [Domain] Long-Term Debt, Type [Domain] Product and Service [Axis] Product and Service [Axis] Entity Address, State or Province Entity Address, State or Province Statement [Line Items] Statement [Line Items] Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Operating expenses Operating Expenses [Abstract] Net assets acquired, excluding Goodwill Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Net Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Financial Instruments [Domain] Financial Instruments [Domain] Business Combination, Consideration Transferred Business Combination, Consideration Transferred Liabilities and Stockholdersâ€™ Equity Liabilities and Equity [Abstract] Asia Pacific Asia Pacific [Member] Minimum Minimum [Member] Restatement Determination Date Restatement Determination Date Marketable securities, noncurrent Debt Securities, Available-for-Sale, Noncurrent 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 Operating lease, right-of-use assets Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Provision for accounts receivable allowances Accounts Receivable, Credit Loss Expense (Reversal) 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] Subscription Subscription [Member] Subscription [Member] Exercise Price Award Exercise Price Net Loss per Share Earnings Per Share [Text Block] Arrangement Duration Trading Arrangement Duration Tagger Media Tagger Media [Member] Tagger Media acquired on August 2, 2023. Stock Issued During Period, Value, Employee Stock Purchase Plan Stock Issued During Period, Value, Employee Stock Purchase Plan Exercise of stock options Stock Issued During Period, Value, Stock Options Exercised Stockholdersâ€™ equity Equity, Attributable to Parent [Abstract] 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] Borrowings from line of credit 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 (expense) income, net Other Nonoperating Income (Expense) Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Intangible assets, net Intangible Assets, Net (Excluding Goodwill) Line of Credit Facility, Unused Capacity, Commitment Fee Percentage Line of Credit Facility, Unused Capacity, Commitment Fee Percentage Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract] 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] Beginning balance (in shares) Ending balance (in shares) Shares, Outstanding Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Local Phone Number Local Phone Number Monthly rental payments Operating Lease, Expense 1 Operating Lease, Expense 1 Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Total operating expenses Operating Expenses Americas Americas [Member] Secured Overnight Financing Rate (SOFR) Secured Overnight Financing Rate (SOFR) [Member] PEO Total Compensation Amount PEO Total Compensation Amount Income Statement Location [Axis] Statement of Income Location, Balance [Axis] Commitments and Contingencies Commitments and Contingencies Disclosure [Text Block] Debt Disclosure [Abstract] Voting Common Stock Common Stock [Member] Measure: Measure [Axis] Issuance of common stock from equity award settlement Shares Issued, Value, Share-Based Payment Arrangement, after Forfeiture Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Other current and noncurrent assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, Other Line of Credit Line of Credit [Member] Entity Emerging Growth Company Entity Emerging Growth Company Segment Reporting [Abstract] Segment Reporting [Abstract] Taxes paid related to net share settlement of equity awards (in shares) Share-Based Payment Arrangement, Shares Withheld for Tax Withholding Obligation Entity Central Index Key Entity Central Index Key General and administrative General and Administrative Expense [Member] Lessee, Lease, Description [Table] Lessee, Lease, Description [Table] 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 Accounts payable and accrued expenses Increase (Decrease) in Accounts Payable and Accrued Liabilities Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Equity Component [Domain] Equity Component [Domain] Financial Instrument [Axis] Financial Instrument [Axis] Segment and Geographic Data Segment Reporting Disclosure [Text Block] Cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents [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 Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Class B common stock Common Class B [Member] Title Trading Arrangement, Individual Title Statement [Table] Statement [Table] Geographic Concentration Risk Geographic Concentration Risk [Member] City Area Code City Area Code Current liabilities Liabilities, Current [Abstract] Changes in operating assets and liabilities, excluding impact from business acquisition Increase (Decrease) in Operating Assets [Abstract] Debt Instrument, Maturity Date, Description Debt Instrument, Maturity Date, Description Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Business Combination, Separately Recognized Transactions [Table] Business Combination, Separately Recognized Transactions [Table] Level 1 Fair Value, Inputs, Level 1 [Member] Concentration Risk Benchmark [Axis] Concentration Risk Benchmark [Axis] Total current assets Assets, Current Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Supplemental noncash disclosures Noncash Investing and Financing Items [Abstract] Revision of Prior Period [Domain] Revision of Prior Period [Domain] Document Information [Line Items] Document Information [Line Items] Intangible assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Intangible Assets, Other than Goodwill Revenue expected to be recognized, percentage Revenue, Remaining Performance Obligation, Percentage Income Taxes Income Tax Disclosure [Text Block] Nature of Operations and Summary of Significant Accounting Policies Organization, Consolidation and Presentation of Financial Statements Disclosure and Significant Accounting Policies [Text Block] 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Earnings Per Share [Abstract] Earnings Per Share

[Abstract] Accumulated deficit Retained Earnings (Accumulated Deficit) Class of Stock [Domain] Class of Stock [Domain] Revenue from Contract with Customer Benchmark Revenue from Contract with Customer Benchmark [Member] General and administrative General and Administrative Expense Schedule of Recognized Identified Assets Acquired and Liabilities Assumed Schedule Of Identified Assets Acquired And Liabilities Assumed [Table] Schedule Of Identified Assets Acquired And Liabilities Assumed Organization, Consolidation and Presentation of Financial Statements [Abstract] Organization, Consolidation and Presentation of Financial Statements [Abstract] Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Weighted-average discount rate Operating Lease, Weighted Average Discount Rate, Percent Total operating lease liabilities Total operating lease liabilities Operating Lease, Liability Net cash (used in) provided by financing activities Net Cash Provided by (Used in) Financing Activities Underlying Securities Award Underlying Securities Amount Line of Credit Facility, Interest Rate During Period Line of Credit Facility, Interest Rate During Period Credit Facility [Axis] Credit Facility [Axis] Amendment Flag Amendment Flag Entity Registrant Name Entity Registrant Name Accounts receivable Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, Receivables Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Table] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Table] Gross profit Gross Profit Fair Value as of Grant Date Award Grant Date Fair Value Level 2 Fair Value, Inputs, Level 2 [Member] Revolving Line of Credit Debt Disclosure [Text Block] Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV [Domain] Geographical [Domain] Geographical [Domain] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Acquired Technology Technology-Based Intangible Assets [Member] Entity Address, Postal Zip Code Entity Address, Postal Zip Code Schedule of stock-based compensation expense Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block] Principles of Consolidation Consolidation, Policy [Policy Text Block] Restatement Determination Date: Restatement Determination Date [Axis] Title of 12(b) Security Title of 12(b) Security Concentration Risk Type [Axis] Concentration Risk Type [Axis] Common stock Common Stock, Value, Issued Share-based Payment Arrangement [Abstract] Share-Based Payment Arrangement [Abstract] Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value 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] Cash flows from financing activities Net Cash Provided by (Used in) Financing Activities [Abstract] Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested [Member] Revolving credit facility Long-Term Line of Credit, Noncurrent Earnings Per Share, Basic Earnings Per Share, Basic Proceeds from employee stock purchase plan Proceeds from Stock Plans Cash and cash equivalents acquired Cash Acquired from Acquisition Payments related to operating leases Operating Lease, Payments Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Trademark Trademarks [Member] 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] 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 Total cost of revenue Cost of Goods and Services Sold Schedule of Acquired Finite-Lived Intangible Assets by Major Class Schedule of Acquired Finite-Lived Intangible Assets by Major Class [Table Text Block] Expenditures for property and equipment Payments to Acquire Property, Plant, and Equipment Deferred revenue Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities, Deferred Revenue Other Liabilities, Noncurrent Other Liabilities, Noncurrent 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 [Line Items] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] Commitments and contingencies (Note 7) Commitments and Contingencies Termination Date Trading Arrangement Termination Date Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] 2026 Lessee, Operating Lease, Liability, to be Paid, Year Two 2028 Purchase Obligation, to be Paid, Year Four Incentive Stock Plan Share-Based Payment Arrangement [Text Block] Schedule of revenue by geographical region Revenue from External Customers by Geographic Areas [Table Text Block] Entity Address, City or Town Entity Address, City or Town Schedule of Recognized Identified Assets Acquired and Liabilities Assumed Schedule of Recognized Identified Assets Acquired and Liabilities Assumed [Table Text Block] Debt Instrument [Axis] Debt Instrument [Axis] Total stock-based compensation Share-Based Payment Arrangement, Expense Net loss Net loss Net loss attributable to common shareholders Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Business Acquisition [Axis] Business Acquisition [Axis] 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 Recognition Revenue from Contract with Customer [Text Block] Document Fiscal Year Focus Document Fiscal Year Focus Income Statement [Abstract] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Business Acquisition, Date of Acquisition Agreement Business Acquisition, Date of Acquisition Agreement Entity Address, Address Line Two Entity Address, Address Line Two Debt Instrument, Name [Domain] Debt Instrument, Name [Domain] Total assets Assets, Fair Value Disclosure Name Forgone Recovery, Individual Name 2024 Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Weighted-average remaining lease term Operating Lease, Weighted Average Remaining Lease Term Document Period End Date Document Period End Date Finite-Lived Intangible Assets Acquired as Part of Business Combination [Table] Finite-Lived Intangible Assets Acquired as Part of Business Combination [Table] Sale of Stock [Axis] Sale of Stock [Axis] Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Base Rate Base Rate [Member] Total future minimum lease payments Lessee, Operating Lease, Liability, to be Paid Insider Trading Arrangements [Line Items] Line of Credit Facility [Line Items] Line of Credit Facility [Line Items] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount Reduction in sales and marketing expense spt_DecreaseInAmortizationExpenseOfDeferredCost spt_DecreaseInAmortizationExpenseOfDeferredCost 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Accounts payable, accrued expenses and other liabilities Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities, Accounts Payable Revenue recognized previously deferred Contract with Customer, Liability, Revenue Recognized Adjustment to Compensation: Adjustment to Compensation [Axis] Prepaid expenses and other assets Prepaid Expense and Other Assets, Current Document Transition Report Document Transition Report Document Quarterly Report Document Quarterly Report Total contractual obligations Purchase Obligation Indefinite-Lived Intangible Assets Acquired as Part of Business Combination [Table] Indefinite-Lived Intangible Assets Acquired as Part of Business Combination [Table] 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 line of credit issuance costs Amortization of Debt Issuance Costs Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Business Combination, Separately Recognized Transactions [Line Items] Business Combination, Separately Recognized Transactions [Line Items] 2024 Purchase Obligation, to be Paid, Remainder of Fiscal Year Document Information [Table] Document Information [Table] RSUs outstanding Restricted Stock Units (RSUs) [Member] Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Executive Category: Executive Category [Axis] Name Awards Close in Time to MNPI Disclosures, Individual Name Entity Filer Category Entity Filer Category Revenue expected to be recognized Revenue, Remaining Performance Obligation, Amount Income Statement Location [Domain] Statement of Income Location, Balance [Domain] Purchases of marketable securities Payments to Acquire Debt Securities, Available-for-Sale Cost of revenue Cost of Revenue [Abstract] Company Selected Measure Name Company Selected Measure Name EX-101.PRE 10 spt-20240630_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT XML 12 R1.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Cover Page - shares 6 Months Ended Jun. 30, 2024 Jul. 26, 2024 Document Information [Line Items] Â Â Document Type 10-Q Â Document Quarterly Report true Â Document Period End Date Jun. 30, 2024 Â Document Transition Report false Â Entity File Number 001-39156 Â Entity Registrant Name SPROUT SOCIAL, INC. Â Entity Incorporation, State or Country Code DE Â Entity Tax Identification Number 27-2404165 Â Entity Address, Address Line One 131 South Dearborn St. Â Entity Address, Address Line Two Suite 700 Â Entity Address, City or Town Chicago Â Entity Address,

State or Province IL Â Entity Address, Postal Zip Code 60603 Â City Area Code (866) Â Local Phone Number 878-3231 Â Title of 12(b) Security Class A Common Stock, $0.0001 par value per share Â Trading Symbol SPT Â Security Exchange Name NASDAQ Â Entity Current Reporting Status Yes Â Entity Interactive Data Current Yes Â Entity Filer Category Large Accelerated Filer Â Entity Small Business false Â Entity Emerging Growth Company false Â Entity Shell Company false Â Entity Central Index Key 0001517375 Â Current Fiscal Year End Date --12-31 Â Document Fiscal Year Focus 2024 Â Document Fiscal Period Focus Q2 Â Amendment Flag false Â Class A common stock Â Â Document Information [Line Items] Â Â Entity Common Stock, Shares Outstanding Â 50,419,689 Class B common stock Â Â Document Information [Line Items] Â Â Entity Common Stock, Shares Outstanding Â 6,660,638 X - DefinitionBoolean flag that is true when the XBRL content amends previously-filed or accepted submission. + ReferencesNo definition available. + Details Name: dei_AmendmentFlag Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionArea code of city + ReferencesNo definition available. + Details Name: dei_CityAreaCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionEnd date of current fiscal year in the format --MM-DD. + ReferencesNo definition available. + Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_ Data Type: xbrli:gMonthDayItemType Balance Type: na Period Type: duration X - DefinitionFiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_ Data Type: dei:fiscalPeriodItemType Balance Type: na Period Type: duration X - DefinitionThis is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_ Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: dei_DocumentInformationLineItems Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFor the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD. + ReferencesNo definition available. + Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as an quarterly report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a + Details Name: dei_DocumentQuarterlyReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as a transition report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1 + Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'. + ReferencesNo definition available. + Details Name: dei_DocumentType Namespace Prefix: dei_ Data Type: dei:submissionTypeItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 1 such as Attn, Building Name, Street Name + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 2 such as Street or Suite number + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine2 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the City or Town + ReferencesNo definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCode for the postal or zip code + ReferencesNo definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the state or province. + ReferencesNo definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - DefinitionA unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - DefinitionIndicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. + ReferencesNo definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionIndicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesNo definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionCommission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen. + ReferencesNo definition available. + Details Name: dei_EntityFileNumber Namespace Prefix: dei_ Data Type: dei:fileNumberItemType Balance Type: na Period Type: duration X - DefinitionIndicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityFilerCategory Namespace Prefix: dei_ Data Type: dei:filerCategoryItemType Balance Type: na Period Type: duration X - DefinitionTwo-character EDGAR code representing the state or country of incorporation. + ReferencesNo definition available. + Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_ Data Type: dei:edgarStateCountryItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-T -Number 232 -Section 405 + Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionThe exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityRegistrantName Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityShellCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionIndicates that the company is a Smaller Reporting Company (SRC). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntitySmallBusiness Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityTaxIdentificationNumber Namespace Prefix: dei_ Data Type: dei:employerIdItemType Balance Type: na Period Type: duration X - DefinitionLocal phone number for entity. + ReferencesNo definition available. + Details Name: dei_LocalPhoneNumber Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X -

DefinitionTitle of a 12(b) registered security. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b + Details Name: dei_Security12bTitle Namespace Prefix: dei_ Data Type: dei:securityTitleItemType Balance Type: na Period Type: duration X - DefinitionName of the Exchange on which a security is registered. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection d1-1 + Details Name: dei_SecurityExchangeName Namespace Prefix: dei_ Data Type: dei:edgarExchangeCodeItemType Balance Type: na Period Type: duration X - DefinitionTrading symbol of an instrument as listed on an exchange. + ReferencesNo definition available. + Details Name: dei_TradingSymbol Namespace Prefix: dei_ Data Type: dei:tradingSymbolItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_CommonClassBMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 13 R2.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Balance Sheets (Unaudited) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Current assets Â Â Cash and cash equivalents $ 80,873 $ 49,760 Marketable securities 12,333 44,645 Accounts receivable, net of allowances of $2,232 and $2,177 at JuneÂ 30, 2024 and DecemberÂ 31, 2023, respectively 58,614 63,489 Deferred commissions 16,196 27,725 Prepaid expenses and other assets 15,067 10,324 Total current assets 183,083 195,943 Marketable securities, noncurrent 0 3,699 Property and equipment, net 11,236 11,407 Deferred commissions, net of current portion 44,190 26,240 Operating lease, right-of-use assets 7,844 8,729 Goodwill 121,315 121,404 Intangible assets, net 24,941 28,065 Other assets, net 992 1,098 Total assets 393,601 396,585 Current liabilities Â Â Accounts payable 9,799 6,933 Deferred revenue 148,323 140,536 Operating lease liabilities 4,003 3,948 Accrued wages and payroll related benefits 15,407 18,362 Accrued expenses and other 9,584 11,260 Total current liabilities 187,116 181,039 Deferred revenue, net of current portion 940 920 Operating lease liabilities, net of current portion 13,071 15,083 Other Liabilities, Noncurrent 351 351 Total liabilities 241,478 252,393 Commitments and contingencies (Note 7) Stockholdersâ€™ equity Â Â Additional paid-in capital 511,887 471,789 Treasury stock, at cost (36,861) (35,113) Accumulated other comprehensive loss (29) (77) Accumulated deficit (322,879) (292,412) Total stockholdersâ€™ equity 152,123 144,192 Total liabilities and stockholdersâ€™ equity 393,601 396,585 Line of Credit Â Â Current liabilities Â Â Revolving credit facility 40,000 55,000 Class A common stock Â Â Stockholdersâ€™ equity Â Â Common stock 4 4 Class B common stock Â Â Stockholdersâ€™ equity Â Â Common stock $ 1 $ 1 X - DefinitionCarrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_AccountsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2 + Details Name: us-gaap_AccountsReceivableNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14 + Details Name: us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapital Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -

Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_AssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecuritiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecuritiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after accumulated amortization and accumulated impairment loss, of asset recognized from cost incurred to obtain or fulfill contract with customer; classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 340 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479483/340-40-50-3 + Details Name: us-gaap_CapitalizedContractCostNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after accumulated amortization and accumulated impairment loss, of asset recognized from cost incurred to obtain or fulfill contract with customer; classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 340 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479483/340-40-50-3 + Details Name: us-gaap_CapitalizedContractCostNetNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRepresents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommitmentsAndContingencies Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_CommonStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_EmployeeRelatedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference

6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI 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-URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 15: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI 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http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_Liabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 10 -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481573/470-10-45-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481573/470-10-45-14 + Details Name: us-gaap_LongTermLineOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncurrent assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liabilities classified as other, due after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherLiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset related to consideration paid in

advance for costs that provide economic benefits in future periods, and amount of other assets that are expected to be realized or consumed within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_PrepaidExpenseAndOtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount allocated to treasury stock. Treasury stock is common and preferred shares of an entity that were issued, repurchased by the entity, and are held in its treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481520/505-30-50-4Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_LineOfCreditMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_CommonClassBMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 14 R3.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Balance Sheets (Unaudited) (Parenthetical) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Allowance for doubtful accounts $ 2,232 $ 2,177 Class A common stock Â Â Common stock, par value (in dollars per share) $ 0.0001 $ 0.0001 Common stock, shares authorized value (in shares) 1,000,000,000 1,000,000,000 Common stock, shares issued (in shares) 53,322,896 52,133,594 Common stock, shares outstanding (in shares) 50,399,375 49,241,563 Class B common stock Â Â Common stock, par value (in dollars per share) $ 0.0001 $ 0.0001 Common stock, shares authorized value (in shares) 25,000,000 25,000,000 Common stock, shares issued (in shares) 6,887,582 7,201,140 Common stock, shares outstanding (in shares) 6,680,638 6,994,196 X - DefinitionAmount of allowance for credit loss on accounts receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph

1 -Subparagraph (SX 210.5-02(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479344/326-20-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-4 + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_CommonClassBMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 15 R4.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Statements of Operations (Unaudited) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Revenue Â Â Â Â Total revenue $ 99,396 $ 79,315 $ 196,180 $ 154,527 Cost of revenue Â Â Â Â Total cost of revenue 22,402 18,234 44,830 35,109 Gross profit 76,994 61,081 151,350 119,418 Operating expenses Â Â Â Â Research and development 25,126 18,956 48,895 36,832 Sales and marketing 46,194 39,307 90,734 76,212 General and administrative 22,187 17,735 41,521 33,224 Total operating expenses 93,507 75,998 181,150 146,268 Loss from operations (16,513) (14,917) (29,800) (26,850) Interest expense (972) (35) (2,018) (63) Interest income 1,053 2,140 2,088 4,160 Other (expense) income, net (257) (148) (663) (357) Loss before income taxes (16,689) (12,960) (30,393) (23,110) Income tax expense 203 125 74 227 Net loss $ (16,892) $ (13,085) $ (30,467) $ (23,337) Net loss per share attributable to common shareholders, basic and diluted (in dollars per share) $ (0.30) $ (0.24) $ (0.54) $ (0.42) Weighted-average shares outstanding used to compute net loss per share, basic and diluted (in shares) 56,699,148 55,499,399 56,521,490 55,331,151 Subscription Â Â Â Â Revenue Â Â Â Â Total revenue $ 98,498 $ 78,690 $ 194,287 $ 153,432 Cost of revenue Â Â Â Â Total cost of revenue 22,078 17,972 44,283 34,605 Professional services and other Â Â Â Â Revenue Â Â Â Â Total revenue 898 625 1,893 1,095 Cost of revenue Â Â Â Â Total cost of revenue $ 324 $ 262 $ 547 $ 504 X - DefinitionThe aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. This excludes costs incurred during the reporting period related to financial services rendered and other revenue generating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1 + Details Name: us-gaap_CostOfGoodsAndServicesSold Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_CostOfRevenueAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -

Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_GeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAggregate revenue less cost of goods and services sold or operating expenses directly attributable to the revenue generation activity. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 9: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_GrossProfit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss) attributable to noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 9:

http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 11: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 12: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of interest expense classified as operating and nonoperating. Includes, but is not limited to, cost of borrowing accounted for as interest expense. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-24Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483013/835-20-50-1 + Details Name: us-gaap_InterestExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount before accretion (amortization) of purchase discount (premium) of interest income on nonoperating securities. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32 + Details Name: us-gaap_InvestmentIncomeInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -

Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI 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(SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards 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-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionGenerally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense. + ReferencesNo definition available. + Details Name: us-gaap_OperatingExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of income (expense) related to nonoperating activities, classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_OtherNonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from

customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenuesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total amount of expenses directly related to the marketing or selling of products or services. + ReferencesNo definition available. + Details Name: us-gaap_SellingAndMarketingExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: srt_ProductOrServiceAxis=spt_SubscriptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=spt_ProfessionalServicesAndOtherMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 16 R5.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Statements of Comprehensive Loss (Unaudited) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Net loss $ (16,892) $ (13,085) $ (30,467) $ (23,337) Net unrealized gain (loss) on available-for-sale securities, net of tax 19 (103) 48 (25) Comprehensive loss $ (16,873) $ (13,188) $ (30,419) $ (23,362) X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-5 + Details Name: us-gaap_ComprehensiveIncomeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -

Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and adjustment, of unrealized gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale) and unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11 + Details Name: us-gaap_OtherComprehensiveIncomeLossAvailableForSaleSecuritiesAdjustmentNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 17 R6.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Statements Stockholders Equity (Unaudited) - USD ($) $ in Thousands Total Voting Common Stock Additional Paid-in Capital Treasury Stock Accumulated Deficit Accumulated other comprehensive loss Beginning balance (in shares) at Dec. 31, 2022 Â 55,023,343 Â 3,057,448 Â Â Beginning balance at Dec. 31, 2022 $ 142,337 $ 5 $ 401,419 $ (32,733) $ (225,985) $ (369) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Exercise of stock options (in shares) Â 30,000 Â Â Â Â Exercise of stock options 29 Â 29 Â Â Â Stock-based compensation 30,080 Â 30,080 Â Â Â Issuance of common stock from equity award settlement (in shares) Â 640,205 Â Â Â Â Issuance of common stock from equity award settlement 0 Â Â Â Â Â Taxes paid related to net share settlement of equity awards (in shares) Â Â Â 23,565 Â Â Taxes paid related to net share settlement of equity awards (1,369) Â Â $ (1,369) Â Â Stock Issued During Period, Value, Employee Stock Purchase Plan 1,427 Â 1,427 Â Â Â Stock Issued During Period, Shares, Employee Stock Purchase Plans Â 36,360 Â Â Â Â Other Comprehensive Income (Loss), Net of Tax (25) Â Â Â Â (25) Net loss (23,337) Â Â Â (23,337) Â Ending balance (in shares) at Jun. 30, 2023 Â 55,729,908 Â 3,081,013 Â Â Ending balance at Jun. 30, 2023 149,142 $ 5 432,955 $ (34,102) (249,322) (394) Beginning balance (in shares) at Mar. 31, 2023 Â 55,376,548 Â 3,074,749 Â Â Beginning balance at Mar. 31, 2023 144,768 $ 5 415,123 $ (33,832) (236,237) (291) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Exercise of stock options (in shares) Â 30,000 Â Â Â Â Exercise of stock options 29 Â 29 Â Â Â Stock-based compensation 16,376 Â 16,376 Â Â Â Issuance of common stock from equity award settlement (in shares) Â 287,000 Â Â Â Â Issuance of common stock from equity award settlement 0 Â Â Â Â Â Taxes paid related to net share settlement of equity awards (in shares) Â Â Â 6,264 Â Â Taxes paid related to net share settlement of equity awards (270) Â Â $ 270 Â Â Stock Issued During Period, Value, Employee Stock Purchase Plan 1,427 Â 1,427 Â Â Â Stock Issued During Period, Shares, Employee Stock Purchase Plans Â 36,360 Â Â Â Â Other Comprehensive Income (Loss), Net of Tax (103) Â Â Â Â (103) Net loss (13,085) Â Â Â (13,085) Â Ending balance (in shares) at Jun. 30, 2023 Â 55,729,908 Â 3,081,013 Â Â Ending balance at Jun. 30, 2023 149,142 $ 5 432,955 $ (34,102) (249,322) (394) Beginning balance (in shares) at Dec. 31, 2023 Â 56,235,759 Â 3,098,975 Â Â Beginning balance at Dec. 31, 2023 144,192 $ 5 471,789 $ (35,113) (292,412) (77) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Exercise of stock options (in shares) Â 25,000 Â Â Â Â Exercise of stock options 27 Â 27 Â Â Â Stock-based compensation 38,833 Â 38,833 Â Â Â Issuance of common stock from equity award settlement (in shares) Â 778,447 Â Â Â Â Issuance of common stock from equity award settlement 0 Â Â Â Â Â Taxes paid related to net share settlement of equity awards (in shares) Â Â Â 31,490 Â Â Taxes paid related to net share settlement of equity awards (1,748) Â Â $ (1,748) Â Â Stock Issued During Period, Value, Employee Stock Purchase Plan 1,238 Â 1,238 Â Â Â Stock Issued During Period, Shares, Employee Stock Purchase Plans Â 40,807 Â Â Â Â Other Comprehensive Income (Loss), Net of Tax 48 Â Â Â Â 48 Net loss (30,467) Â Â Â (30,467) Â Ending balance (in shares) at Jun. 30, 2024 Â 57,080,013 Â 3,130,465 Â Â Ending balance at Jun. 30, 2024 152,123 $ 5 511,887 $ (36,861) (322,879) (29) Beginning balance (in shares) at Mar. 31, 2024 Â 56,537,262 Â 3,122,058 Â Â Beginning

balance at Mar. 31, 2024 147,350 $ 5 489,969 $ (36,589) (305,987) (48) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Exercise of stock options 27 Â Â Â Â Â Â Stock-based compensation 20,653 Â 20,653 Â Â Â Issuance of common stock from equity award settlement (in shares) Â 476,944 Â Â Â Â Issuance of common stock from equity award settlement 0 Â Â Â Â Â Taxes paid related to net share settlement of equity awards (in shares) Â Â Â 8,407 Â Â Taxes paid related to net share settlement of equity awards (272) Â Â $ 272 Â Â Stock Issued During Period, Value, Employee Stock Purchase Plan 1,238 Â 1,238 Â Â Â Stock Issued During Period, Shares, Employee Stock Purchase Plans Â 40,807 Â Â Â Â Other Comprehensive Income (Loss), Net of Tax 19 Â Â Â Â 19 Net loss (16,892) Â Â Â (16,892) Â Ending balance (in shares) at Jun. 30, 2024 Â 57,080,013 Â 3,130,465 Â Â Ending balance at Jun. 30, 2024 $ 152,123 $ 5 $ 511,887 $ (36,861) $ (322,879) $ (29) X - DefinitionAmount of decrease to equity for grantee's tax withholding obligation for award under share-based payment arrangement. + ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsRelatedToTaxWithholdingForShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase to additional paid-in capital (APIC) for recognition of cost for award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-12 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInStockholdersEquityRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35:

http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax and reclassification adjustments of other comprehensive income (loss). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-17Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-4Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-20Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 12: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 55 -Paragraph 15 -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482739/220-10-55-15Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares issued which are neither cancelled nor held in the treasury. + ReferencesNo definition available. + Details Name: us-gaap_SharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares used to settle grantee's tax withholding obligation for award under share-based payment arrangement. + ReferencesNo definition available. + Details Name: us-gaap_SharesPaidForTaxWithholdingForShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares issued during the period as a result of an employee stock purchase plan. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesEmployeeStockPurchasePlans Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber, after forfeiture, of shares or units issued under share-based payment arrangement. Excludes shares or units issued under employee stock ownership plan (ESOP). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAggregate change in value for stock issued during the period as a result of employee stock purchase plan. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueEmployeeStockPurchasePlan Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue, after forfeiture, of shares issued under share-based payment arrangement. Excludes employee stock ownership plan (ESOP). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_StockIssuedDuringPeriodValueShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue of stock issued as a result of the exercise of stock options. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 18 R7.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Statements of Cash Flows (Unaudited) - USD ($) $ in Thousands 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Cash flows from operating activities Â Â Net loss $ (30,467) $ (23,337) Adjustments to reconcile net loss to net cash provided by operating activities Â Â Depreciation and amortization of property, equipment and software 1,866 1,512 Amortization of line of credit issuance costs 103 0 Amortization of premium (accretion of discount) on marketable securities (325) (1,889) Amortization of acquired intangible assets 3,124 738 Amortization of deferred commissions 7,411 12,171 Amortization of right-of-use operating lease asset 885 723 Stock-based compensation expense 38,664 30,032 Provision for accounts receivable allowances 741 860 Changes in operating assets and liabilities, excluding impact from business acquisition Â Â Accounts receivable 4,134 (7,196) Prepaid expenses and other current assets (4,713) (4,133) Deferred commissions (13,832) (16,560) Accounts payable and accrued expenses (213) 3,003 Deferred revenue 7,806 20,364 Lease liabilities (1,957) (1,710) Net cash provided by operating activities 13,227 14,578 Cash flows from investing activities Â Â Expenditures for property and equipment (1,585) (644) Payments for business acquisition, net of cash acquired (1,409) (6,432) Purchases of marketable securities 0 (63,085) Proceeds from maturity of marketable securities 36,385 47,252 Proceeds from sale of marketable securities 0 5,538 Net cash provided by (used in) investing activities 33,391 (17,371) Cash flows from financing activities Â Â Repayments of line of credit (15,000) 0 Proceeds from exercise of stock options 27 29 Proceeds from employee stock purchase plan 1,238 1,427 EmployeeÂ taxesÂ paidÂ relatedÂ toÂ theÂ netÂ shareÂ settlementÂ ofÂ stock-basedÂ awards (1,748) (1,369) Net cash (used in) provided by financing activities (15,483) 87 Net increase (decrease) in cash, cash equivalents and restricted cash 31,135 (2,706) Cash, cash equivalents and restricted cash Â Â Beginning of period 53,695 79,917 Cash and cash equivalents 80,873 74,365 Restricted Cash 3,957 2,846 End of period $ 84,830 $ 77,211 X - DefinitionThe sum of the periodic adjustments of the differences between securities' face values and purchase prices that are charged against earnings. This is called accretion if the security was purchased at a discount and amortization if it was purchased at premium. As a noncash item, this element is an adjustment to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_AccretionAmortizationOfDiscountsAndPremiumsInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of expense recognized in the current period for the periodic realization of capitalized fees that were paid to salespeople, distributors, brokers, and agents at the time of the conclusion of the sale. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_AmortizationOfDeferredSalesCommissions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of amortization expense attributable to debt issuance costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-

gaap_AmortizationOfFinancingCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2 + Details Name: us-gaap_AmortizationOfIntangibleAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of expense recognized in the current period that reflects the allocation of the cost of tangible assets over the assets' useful lives. Includes production and non-production related depreciation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_Depreciation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the amounts payable to vendors for goods and services received and the amount of obligations and expenses incurred but not paid. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsPayableAndAccruedLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in right to consideration in exchange for good or service transferred to customer when right is conditioned on something other than passage of time. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInContractWithCustomerAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478345/912-310-45-11Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingAssetsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in obligation for operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -SubTopic 20 -Topic 842 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_IncreaseDecreaseInOperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in prepaid expenses, and assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued

operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20

-Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of periodic reduction over lease term of carrying amount of right-of-use asset from operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_OperatingLeaseRightOfUseAssetAmortizationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash outflow to satisfy grantee's tax withholding obligation for award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsRelatedToTaxWithholdingForShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow to acquire investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-11Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-11 + Details Name: us-gaap_PaymentsToAcquireAvailableForSaleSecuritiesDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the acquisition of a business, net of the cash acquired from the purchase. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireBusinessesNetOfCashAcquired Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the acquisition of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale; includes cash outflows to pay for construction of self-constructed assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquirePropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash inflow associated with the sale and maturity (principal being due) of other investments, prepayment and call (request of early payment) of other investments not otherwise defined in the taxonomy. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_ProceedsFromSaleAndMaturityOfOtherInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow from sale of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-11Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-9Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 12 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-11 + Details Name: us-gaap_ProceedsFromSaleOfAvailableForSaleSecuritiesDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow from exercise of option under share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Subparagraph (a) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2A + Details Name: us-gaap_ProceedsFromStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow associated with the amount received from the stock plan during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromStockPlans Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense (reversal of expense) for expected credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_ProvisionForDoubtfulAccounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_RepaymentsOfLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash restricted as to withdrawal or usage. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(1)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_RestrictedCash Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 +

Details Name: us-gaap_ShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 19 R8.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Nature of Operations and Summary of Significant Accounting Policies 6 Months Ended Jun. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Nature of Operations and Summary of Significant Accounting Policies Nature of Operations and Summary of Significant Accounting PoliciesNature of OperationsSprout Social, Inc. (â€œSprout Socialâ€ or the â€œCompanyâ€), a Delaware corporation, began operating on April 21, 2010 to design, develop and operate a web-based comprehensive social media management tool enabling companies to manage and measure their online presence. Customers access their accounts online via a web-based interface or a mobile application. Some customers also purchase the Companyâ€™s professional services, which primarily consist of consulting and training services. The Companyâ€™s fiscal year end is December 31. The Companyâ€™s customers are primarily located throughout the United States, and a portion of customers are located in foreign countries. The Company is headquartered in Chicago, Illinois.Principles of Consolidation and Basis of PresentationThe unaudited condensed consolidated financial statements and accompanying notes were prepared in accordance with accounting principles generally accepted in the United States of America (â€œGAAPâ€) and the applicable regulations of the United States Securities and Exchange Commission (â€œSECâ€) regarding interim financial reporting. The Company has prepared the unaudited condensed consolidated financial statements on a basis substantially consistent with the audited consolidated financial statements of the Company as of and for the year ended DecemberÂ 31, 2023, and these unaudited condensed consolidated financial statements include all normal recurring adjustments necessary for a fair statement of the results of the interim periods presented but are not necessarily indicative of the results of operations to be anticipated for the full year or any future period. The consolidated balance sheet as of DecemberÂ 31, 2023 included herein was derived from the audited consolidated financial statements as of that date but does not include all disclosures including certain disclosures required by GAAP on an annual basis. The unaudited condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All significant intercompany transactions and balances have been eliminated in consolidation. The unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes included in the Companyâ€™s Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023, filed with the SEC on FebruaryÂ 23, 2024.Use of EstimatesThe preparation of financial statements in conformity with GAAP requires management to make estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. The Company bases its estimates on historical experience and on other assumptions that its management believes are reasonable under the circumstances. Actual results could differ from those estimates. The Companyâ€™s estimates and judgments include, but are not limited to, the estimated period of benefit for incremental costs of obtaining a contract with a customer, the incremental borrowing rate for operating leases, calculation of allowance for credit losses, valuation of assets and liabilities acquired as part of business combinations, useful lives of long-lived assets, stock-based compensation, income taxes, commitments and contingencies and litigation, among others. The Company is not aware of any events or circumstances that would require an update to its estimates and judgments or a revision of the carrying value of its assets or liabilities as of AugustÂ 2, 2024, the date of issuance of this Quarterly Report on Form 10-Q. Actual results could differ from those estimates.Summary of Significant Accounting PoliciesThe Companyâ€™s significant accounting policies are discussed in Note 1 - â€œNature of Operations and Summary of Significant Accounting Policiesâ€ in the Notes to Consolidated Financial Statements as of and for the year ended DecemberÂ 31, 2023 included in the Companyâ€™s Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023, filed with the SEC on FebruaryÂ 23, 2024. There have been no significant changes to these policies during the six months ended JuneÂ 30, 2024, except as noted below.Sales CommissionsSales commissions earned by our sales force are considered incremental costs of obtaining a contract with a customer. Sales commissions are paid on initial contracts with new customers and for expansion of contracts with existing customers. Commissions are not paid on customer renewals. Sales commissions are deferred and amortized on a straight-line basis over a period of benefit. The Company has historically estimated such period of benefit to be three years. On an annual basis, the Company assesses the expected period of benefit by taking into consideration the products sold, mix of customers, expected customer life, expected contract renewals, technology life cycle and other factors. Based on the assessment performed during the first quarter of 2024, the Company updated the period of benefit from three years to five years. This change in accounting estimate was effective January 1, 2024 and is being accounted for prospectively in the condensed consolidated financial statements. For the three and six months ended JuneÂ 30, 2024, the change in amortization period resulted in a $3.9Â million and $8.1Â million reduction to sales and marketing expense, respectively, or an increase of $0.07 and $0.14 per share basic and diluted, respectively. The effects of this change in estimate were calculated based on the carrying value of deferred commissions as of December 31, 2023. X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the organization, consolidation and basis of presentation of financial statements disclosure, and significant accounting policies of the reporting entity. May be provided in more than one note to the financial statements, as long as users are provided with an understanding of (1) the significant judgments and assumptions made by an enterprise in determining whether it must consolidate a VIE and/or disclose information about its involvement with a VIE, (2) the nature of restrictions on a consolidated VIE's assets reported by an enterprise in its statement of financial position, including the carrying amounts of such assets, (3) the nature of, and changes in, the risks associated with an enterprise's involvement with the VIE, and (4) how an enterprise's involvement with the VIE affects the enterprise's financial position, financial performance, and cash flows. Describes procedure if disclosures are provided in more than one note to the financial statements. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 235 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/235/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 275 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/275/tableOfContentReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/810/tableOfContentReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205/tableOfContent + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsDisclosureAndSignificantAccountingPoliciesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 20 R9.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Revenue Recognition 6 Months Ended Jun. 30, 2024 Revenue from Contract with Customer [Abstract] Â Revenue Recognition Revenue RecognitionDisaggregation of RevenueThe Company provides disaggregation of revenue based on geographic region in Note 8 - â€œSegment and Geographic Dataâ€ of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report) and based on the subscription versus professional services and other classification on the condensed consolidated statements of operations, as it believes these best depict how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors. Deferred RevenueDeferred revenue is recorded upon establishment of unconditional right to payment under non-cancellable contracts and is recognized as the revenue recognition criteria are met. The Company generally invoices customers in advance in monthly, quarterly, semi-annual and annual installments. The deferred revenue balance is influenced by several factors, including the compounding effects of renewals, invoice duration, timing and size. The amount of revenue recognized during the three months ended JuneÂ 30, 2024 and 2023 that was included in deferred revenue at the beginning of each period was $67.4 million and $50.2 million, respectively. The amount of revenue recognized during the six months ended JuneÂ 30, 2024 and 2023 that was included in deferred revenue at the beginning of each period was $101.9 million and $71.1 million, respectively. AsÂ of JuneÂ 30, 2024, including amounts already invoiced and amounts contracted but not yet invoiced, $295.1 million of revenue is expected to be recognized from remaining performance obligations, of which 72% is expected to be recognized in the next 12 months, with the remainder thereafter. X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure of revenue from contract with customer to transfer good or service and to transfer nonfinancial asset. Includes, but is not limited to, disaggregation of revenue, credit loss recognized from contract with customer, judgment and change in judgment related to contract with customer, and asset recognized from cost incurred to obtain or fulfill contract with customer. Excludes insurance and lease contracts. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section

50 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-15Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 606 -Publisher FASB -URI https://asc.fasb.org/606/tableOfContent + Details Name: us-gaap_RevenueFromContractWithCustomerTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 21 R10.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Operating Leases 6 Months Ended Jun. 30, 2024 Leases [Abstract] Â Operating Leases Operating Leases The Company has operating lease agreements for offices in Chicago, Illinois; Seattle, Washington; Santa Monica, California; and Dublin, Ireland. The Chicago lease expires in January 2028, the Seattle lease expires in January 2031, the Santa Monica lease expires in January 2025, and the Dublin lease expires in June 2025. These operating leases require escalating monthly rental payments ranging from approximately $14,000 to $280,000. Under the terms of the lease agreements, the Company is also responsible for its proportionate share of taxes and operating costs, which are treated as variable lease costs. The Companyâ€™s operating leases typically contain options to extend or terminate the term of the lease. The Company currently does not include any options to extend leases in its lease terms as it is not reasonably certain to exercise them. As such, it has recorded lease obligations only through the initial optional termination dates above. The following table provides a summary of operating lease assets and liabilities as of JuneÂ 30, 2024 (in thousands): AssetsOperating lease right-of-use assets $7,844Â LiabilitiesOperating lease liabilities4,003Â Operating lease liabilities, non-current13,071Â Total operating lease liabilities$17,074Â The following table provides information about leases on the condensed consolidated statements of operations (in thousands):Three Months Ended June 30,Six Months Ended June 30,20242023Operating lease expense$686Â $649Â $1,374Â $1,297Â Variable lease expense856Â 893Â 1,712Â 1,786Â Within the condensed consolidated statements of operations, operating and variable lease expense are recorded in General and administrative expenses. Cash payments related to operating leases for the six months ended JuneÂ 30, 2024 and 2023 were $4.1 million and $4.1 million, respectively. As of JuneÂ 30, 2024, the weighted-average remaining lease term is 4.5 years and the weighted-average discount rate is 5.5%.Remaining maturities of operating lease liabilities as of JuneÂ 30, 2024 are as follows (in thousands): Years ending December 31,2024$2,436Â 20254,494Â 20264,298Â 20274,392Â 20281,277Â Thereafter2,326Â Total future minimum lease payments$19,223Â Less: imputed interest(2,149)Total operating lease liabilities$17,074Â X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/842-20/tableOfContent + Details Name: us-gaap_LesseeOperatingLeasesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 22 R11.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Income Taxes 6 Months Ended Jun. 30, 2024 Income Tax Disclosure [Abstract] Â Income Taxes Income TaxesThe provision for income taxes for interim periods is generally determined using an estimate of the Companyâ€™s annual effective tax rate, excluding jurisdictions for which no tax benefit can be recognized due to valuation allowances. The Companyâ€™s effective tax rate differs from the U.S. federal statutory rate primarily due to a valuation allowance related to the Companyâ€™s federal and state deferred tax assets.There is no provision for domestic income taxes because the Company has historically incurred operating losses and maintains a full valuation allowance against its net deferred tax assets. For the six months ended JuneÂ 30, 2024, the Company recognized an immaterial provision related to foreign income taxes.The Company assesses all available positive and negative evidence to evaluate the realizability of its deferred tax assets and whether or not a valuation allowance is necessary. The Companyâ€™s three-year cumulative loss position was significant negative evidence in assessing the need for a valuation allowance. The weight given to positive and negative evidence is commensurate with the extent such evidence may be objectively verified. Given the weight of objectively verifiable historical losses from operations, the Company has recorded a full valuation allowance on its deferred tax assets. The Company may be able to reverse the valuation allowance when sufficient positive evidence exists to support the reversal of the valuation allowance. X - ReferencesNo definition available. + Details Name: us-gaap_IncomeTaxDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for income tax. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12C -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12CReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12BReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 270 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477891/740-270-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.5.Q1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-13Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/740/tableOfContentReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-14Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-21Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-17Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 11.C) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482603/740-30-50-2 + Details Name: us-gaap_IncomeTaxDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R12.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Revolving Line of Credit 6 Months Ended Jun. 30, 2024 Debt Disclosure [Abstract] Â Revolving Line of Credit Revolving Line of CreditOn August 1, 2023, the Company entered into a Credit Agreement (the â€œCredit Agreementâ€) by and among the Company, the banks and other financial institutions or entities party thereto as lenders and MUFG Bank, LTD. as administrative agent and collateral agent. The Credit Agreement provides for a $100Â million senior secured revolving credit facility (the â€œFacilityâ€), maturing on August 1, 2028. Borrowings under the Facility may be used to finance acquisitions and other investments permitted under the terms of the Credit Agreement, to pay related fees and expenses and for general corporate purposes. At JuneÂ 30, 2024, the Company had an outstanding

balance of $40.0 million under the Facility. Borrowings under the Facility may be designated as SOFR Loans or ABR Loans (each as defined in the Credit Agreement), subject to certain terms and conditions under the Credit Agreement, and bear interest at a rate of either (i) SOFR (subject to a 1.0% floor), plus 0.10%, plus a margin ranging from 2.75% to 3.25% based on the Companyâ€™s liquidity or (ii) ABR (subject to a 2.0% floor) plus a margin ranging from 1.75% to 2.25% based on the Companyâ€™s liquidity. The Facility also includes a quarterly commitment fee on the unused portion of the Facility of 0.30% or 0.35% based on the Companyâ€™s liquidity. For the six months ended JuneÂ 30, 2024, the borrowings under the Facility were designated as SOFR Loans and the weighted average interest rate in effect for the outstanding balance was approximately 8.18%.Debt issuance costs associated with the Facility were recorded to Other assets, net within the condensed consolidated balance sheets and are being amortized as interest expense on a straight-line basis over the term of the Facility.The Credit Agreement includes customary conditions to credit extensions, affirmative and negative covenants, and customary events of default. The customary conditions also include restrictions on the Companyâ€™s ability to incur liens, incur indebtedness, make or hold investments, execute certain change of control transactions, business combinations or other fundamental changes to its business, dispose of assets, make certain types of restricted payments or enter into certain related party transactions, subject to customary exceptions. In addition, the Credit Agreement contains financial covenants as to (i) minimum liquidity, requiring the maintenance, at all times and measured at the end of each fiscal quarter, of cash and cash equivalents of not less than the greater of (x) $30Â million and (y) 30% of the total revolving commitments, and (ii) minimum recurring revenue growth, requiring recurring revenue growth for the trailing four fiscal quarter period, measured at the end of each fiscal quarter, of not less than 115% of the actual recurring revenue for the same period in the prior fiscal year. As of JuneÂ 30, 2024, the Company was in compliance with the covenants in the Credit Agreement. X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for information about short-term and long-term debt arrangements, which includes amounts of borrowings under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 470 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/470/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1I + Details Name: us-gaap_DebtDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R13.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Incentive Stock Plan 6 Months Ended Jun. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Incentive Stock Plan Incentive Stock PlanStock-based compensation expense is included in the unaudited condensed consolidated statements of operations as follows: Three Months Ended June 30,Six Months Ended June 30,20242023202420232023(in thousands)Cost of revenue$906Â $857Â $1,831Â $1,358Â Research and development6,036Â 4,327Â 11,486Â 7,929Â Sales and marketing8,189Â 7,206Â 15,565Â 13,776Â General and administrative5,467Â 3,986Â 9,782Â 6,969Â Total stock-based compensation$20,598Â $16,376Â $38,664Â $30,032Â X - DefinitionThe entire disclosure for share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/718/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (l) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 25 R14.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Commitments and Contingencies 6 Months

Ended Jun. 30, 2024 Commitments and Contingencies Disclosure [Abstract] Â Commitments and Contingencies Commitments and ContingenciesContractual ObligationsThe Company has non-cancellable minimum guaranteed purchase commitments for primarily data and services. Material contractual commitments as of JuneÂ 30, 2024 that are not disclosed elsewhere are as follows (in thousands):Years ending December 31,2024$4,546Â 20256,498Â 20262,366Â 2027378Â 2028â€”Â Thereafterâ€”Â Total contractual obligations$13,788Â Legal MattersFrom time to time in the normal course of business, the Company may be subject to various legal matters such as threatened or pending claims or proceedings. Beginning on May 13, 2024, the Company and certain of its executives were named in two putative securities fraud class action cases filed in the United States District Court for the Northern District of Illinois asserting claims under Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5. The first action, captioned Richard Munch v. Sprout Social, Inc., et al. (the â€œMunch Actionâ€), was filed on May 13, 2024 and alleges that the defendants made false or misleading statements and omissions of fact relating to the Companyâ€™s business, operations and prospects, including (i) purported integration challenges arising from the Companyâ€™s August 2023 acquisition of Tagger Media, Inc., (ii) the Companyâ€™s ability to service (and the viability of its strategic plan to focus on) the enterprise market, and (iii) as a result, the Companyâ€™s financial guidance. The plaintiff in the Munch Action seeks damages and costs on behalf of a putative class of Company stockholders and alleges a class period beginning on November 3, 2023 and ending on May 2, 2024. The second case, captioned City of Hollywood Police Officersâ€™ Retirement System v. Sprout Social, Inc., et al. (the â€œCity of Hollywood Actionâ€ and, together with the Munch Action, the â€œSecurities Actionsâ€) was filed on July 2, 2024. It asserts claims under the same statutory provisions based on substantially similar allegations of misconduct as the Munch Action, but alleges a class period beginning on November 3, 2021 and ending on May 2, 2024. On July 12, 2024, three purported Company stockholders, including the named plaintiffs in the Securities Actions, filed motions to consolidate the Securities Actions and for appointment as lead plaintiff under the Private Securities Litigation Reform Act of 1995. Those motions remain pending. Based on a scheduling order entered by the Court in the first-filed Munch Action, the appointed lead plaintiff will have sixty days following a ruling on these motions to file a consolidated amended and/or consolidated complaint, after which Defendants will have sixty days to respond.The Company intends to vigorously defend against the claims asserted in the Securities Actions. The outcomes of these actions are subject to inherent uncertainties, and the actual defense and disposition costs will depend upon many unknown factors. The Company could be forced to expend significant resources in the defense of these actions and may not prevail. The Company currently is not able to estimate the possible cost from these matters, as these actions are currently at an early stage, and the Company cannot be certain how long it may take to resolve these actions or the possible amount of any damages that the Company may be required to pay. Such amounts could be material to the Companyâ€™s financial statements. The Company has not established any reserve for any potential liability relating to these actions. It is possible that the Company could, in the future, incur judgments or enter into settlements of claims for monetary damages.IndemnificationIn the ordinary course of business, the Company often includes standard indemnification provisions in its arrangements with third parties, including vendors, customers, investors, and the Companyâ€™s directors and officers. Pursuant to these provisions, the Company may be obligated to indemnify such parties for losses or claims suffered or incurred. It is not possible to determine the maximum potential loss under these indemnification provisions due to the Companyâ€™s limited history of prior indemnification claims and the unique facts and circumstances involved in each particular provision. There were no material obligations under such indemnification agreements as of and for the period ended JuneÂ 30, 2024. X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for commitments and contingencies. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 405 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/405-30/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/450/tableOfContentReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 440 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478522/954-440-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 440 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/440/tableOfContent + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 26 R15.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Segment and Geographic Data 6 Months Ended Jun. 30, 2024 Segment Reporting [Abstract] Â Segment and Geographic Data Segment and Geographic DataThe Company operates as one operating segment. The Companyâ€™s chief operating decision maker (â€œCODMâ€) is its chief executive officer, who reviews financial information for purposes of making operating decisions, assessing financial performance and allocating resources. The Companyâ€™s CODM evaluates financial information on a consolidated basis. As the Company operates as one operating segment, all required segment financial information is found in the condensed consolidated financial statements.Long-lived assets by geographical region are based on the location of the legal entity that owns the assets. As of JuneÂ 30, 2024 and DecemberÂ 31, 2023, there were no significant long-lived assets held by entities outside of the United States.Revenue by geographical region is determined by location of the Companyâ€™s customers. Revenue from customers outside of the United States was approximately 27% and 28% for each of the six months ended JuneÂ 30, 2024 and 2023, respectively. Revenue by geographical region is as follows (in thousands):Three Months Ended June 30,Six Months Ended June 30,2024202320242023Americas$78,830Â $62,312Â $155,500Â $121,423Â EMEA15,646Â 13,054Â 31,017Â 25,554Â Asia Pacific4,920Â 3,949Â 9,663Â 7,550Â Total$99,396Â $79,315Â $196,180Â $154,527Â X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for reporting segments including data and tables. Reportable segments include those that meet any of the following quantitative thresholds a) it's reported revenue, including sales to external customers and intersegment sales or transfers is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its reported profit or loss is 10 percent or more of the greater, in absolute amount of 1) the combined reported profit of all operating segments that did not report a loss or 2) the combined reported loss of all operating segments that did report a loss c) its assets are 10 percent or more of the combined assets of all operating segments. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 9: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 10: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 12:

http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 34 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-34Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26C -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26CReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-15Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/280/tableOfContentReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-21Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-21Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32 + Details Name: us-gaap_SegmentReportingDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 27 R16.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Net Loss per Share 6 Months Ended Jun. 30, 2024 Earnings Per Share [Abstract] Â Net Loss per Share Net Loss per ShareBasic net loss per share is calculated by dividing the net loss by the weighted average number of outstanding shares of common stock for each period. Diluted net loss per share is calculated by giving effect to all potential dilutive common stock equivalents, which includes stock options and restricted stock units. Because the Company incurred net losses each period, the basic and diluted calculations are the same. Basic and diluted net loss per share are the same for each class of common stock, as both Class A and Class B stockholders are entitled to the same liquidation and dividend rights.The following table presents the calculation for basic and diluted net loss per share (in thousands, except share and per share data):Three Months Ended June 30,Six Months Ended June 30,2024202320242023Net loss attributable to common shareholders$(16,892)$(13,085)$(30,467)$(23,337)Weighted average common shares outstanding56,699,148Â 55,499,399Â 56,521,490Â 55,331,151Â Net loss per share, basic and diluted(0.30)(0.24)(0.54)(0.42)Â Â Â Â The following outstanding shares of common stock equivalents were excluded from the calculation of diluted net loss per share for each period, as the impact of including them would have been anti-dilutive.June 30,20242023Stock options outstanding2,010Â 27,010Â RSUs outstanding4,763,867Â 3,651,744Â Total potentially dilutive shares4,765,877Â 3,678,754Â X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for earnings per share. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/260/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-3 + Details Name: us-gaap_EarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 28 R17.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Fair Value Measurements 6 Months Ended Jun. 30, 2024 Fair Value Disclosures [Abstract] Â Fair Value Measurements Fair Value MeasurementsThe Company measures certain financial assets at fair value.Â Fair value is determined based upon the exit price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants, as determined by either the principal market or the most advantageous market. Inputs used in the valuation techniques to derive fair values are classified based on a three-level hierarchy, as follows:â€¢Level 1:Â Quoted prices in active markets for identical assets or liabilities.â€¢Level 2:Â Observable inputs, other than Level 1 prices, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.â€¢Level 3:Â Unobservable inputs that are supported by little or no market activity.The following tables present information about the Companyâ€™s financial assets that are measured at fair value and indicate the fair value hierarchy of the valuation inputs used (in thousands):June 30, 2024Level 1Level 2Level 3TotalMarketable Securities:Â Â Corporate bonds$â€”Â $11,535Â $â€”Â $11,535Â Â Â U.S. agency securitiesâ€”Â 798Â â€”Â 798Â Total assets$â€”Â $12,333Â $â€”Â $12,333Â December 31, 2023Level 1Level 2Level 3TotalMarketable Securities:Â Â Commercial paper$â€”Â $33,287Â $â€”Â $33,287Â Â Â Corporate bondsâ€”Â 9,906Â â€”Â 9,906Â Â Â U.S. Treasury securitiesâ€”Â 495Â â€”Â 495Â U.S. agency securitiesâ€”Â 4,289Â â€”Â 4,289Â Â Â Asset-backed securitiesâ€”Â 367Â â€”Â 367Â Total assets$â€”Â $48,344Â $â€”Â $48,344Â Marketable securities are classified within Level 2 because they are valued using inputs other than quoted prices that are directly or indirectly observable in the market.The carrying amounts of certain financial instruments, including cash held in banks, cash equivalents, restricted cash, accounts receivable, accounts payable and accrued liabilities, approximate fair value due to their short-term maturities and are excluded from the fair value tables above.For the periods presented, the Company held investment-grade marketable securities which were accounted for as available-for-sale securities. As of JuneÂ 30, 2024 and DecemberÂ 31, 2023, there was not a significant difference between the amortized cost and fair value of these securities. The gross unrealized gains and losses associated with these securities were immaterial in the periods presented.The following table classifies our marketable securities by contractual maturity (in thousands):June 30, 2024December 31, 2023Due in one year or less$12,333Â $44,645Â Due after one year and within two yearsâ€”Â 3,699Â Total$12,333Â $48,344Â X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -

Section 55 -Paragraph 107 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-107Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 940 -SubTopic 820 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478119/940-820-50-1 + Details Name: us-gaap_FairValueDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 29 R18.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Business Combinations 6 Months Ended Jun. 30, 2024 Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract] Â Business Combinations Business CombinationsTagger Media, Inc.On August 2, 2023, the Company completed its acquisition of all the outstanding equity of Tagger, an influencer marketing and social intelligence platform. The Company acquired Tagger in order to expand into the influencer marketing category. Taggerâ€™s platform enables marketers to discover influencers, plan and manage campaigns, analyze competitor strategies, report on trends and measure return on investment. The Company acquired Tagger for a total final purchase consideration of $144 million in cash, which incorporates the impact of various customary adjustments such as working capital, cash and indebtedness. The Company funded the purchase consideration with a combination of cash on hand and $75 million borrowed under the Facility further described in Note 5 - â€œRevolving Line of Creditâ€ of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report). The excess of purchase consideration over the fair value of net assets acquired was recorded as goodwill, and is primarily attributable to expanded market opportunities from integrating the acquired developed technologies with the Companyâ€™s offerings. The goodwill is not deductible for income tax purposes. The fair values of the tangible and identifiable intangible assets acquired and liabilities assumed are based on managementâ€™s estimates and assumptions. The allocation of fair value of purchase consideration was finalized in the second quarter of 2024. The following table summarizes the fair values of assets acquired and liabilities assumed as of the date of acquisition (in thousands):August 2, 2023Cash and cash equivalents$4,648Â Accounts receivable2,979Â Other current and noncurrent assets932Â Intangible assets27,800Â Accounts payable, accrued expenses and other liabilities(1,758)Deferred revenue(3,243)Net assets acquired, excluding Goodwill31,358Â Goodwill112,405Â Total consideration$143,763Â Cash and cash equivalents acquired(4,648)Cash paid for acquisition of business, net of cash acquired$139,115Â The Company engaged a third-party valuation expert to aid its analysis of the acquired identifiable intangible assets. All estimates, key assumptions and forecasts were either provided by or reviewed by the Company. While the Company chose to utilize a third-party valuation expert for assistance, the fair value analysis and related valuations reflect the conclusions of management and not those of any third party. The fair values of the acquired technology and the trademark identified intangible assets were determined utilizing the relief from royalty method under the income approach. The fair values of the customer relationships were valued using the multi-period excess-earnings method. The Company applied judgment which involved the use of assumptions with respect to revenue growth rates, customer attrition rate, discount rate, royalty rate, obsolescence rate and total operating expenses. Acquired intangible assets are being amortized over the estimated useful lives on a straight-line basis. The following table summarizes the estimated fair values (in thousands) and estimated useful lives for the identifiable intangible assets acquired as of the acquisition date:Fair ValueExpected Useful LifeCustomer Relationships$12,400Â 7 yearsAcquired Technology14,100Â 5 yearsTrademark1,300Â 5 years$27,800Â The Company has included the financial results of Tagger in its condensed consolidated financial statements from the date of acquisition. Separate financial results and pro forma financial information for Tagger have not been presented as the effect of this acquisition was not material to the Companyâ€™s financial results.Repustate, Inc. On January 19, 2023, the Company completed the acquisition of all the outstanding equity of Repustate, Inc. The acquisition has increased the Companyâ€™s power, breadth and automation of social listening, messaging, and customer care capabilities with added sentiment analysis, natural language processing (NLP) and artificial-intelligence (AI). The total final purchase consideration for the acquisition was $8.3 million, consisting of approximately $6.8 million in cash paid at the closing of the acquisition and a holdback of $1.5 million in cash to be paid as purchase consideration after the one-year anniversary of the closing of the acquisition, assuming no claims by the Company against the holdback amount for post-closing purchase price adjustments or indemnification matters. The purchase price holdback was paid in full in January 2024.The excess of purchase consideration over the fair value of net assets acquired was recorded as goodwill, and is primarily attributable to expected post-acquisition synergies from integrating the technology into Sproutâ€™s platform. The goodwill is not deductible for income tax purposes. The fair values of the tangible and identifiable intangible assets acquired and liabilities assumed are based on managementâ€™s estimates and assumptions. The allocation of fair value of purchase consideration was finalized in the fourth quarter of 2023.The following table summarizes the fair values of assets acquired and liabilities assumed as of the date of acquisition (in thousands):January 19, 2023Cash and cash equivalents$366Â Intangible assets1,800Â Deferred tax liability(477)Other net tangible assets and liabilities assumed(4)Net assets acquired, excluding Goodwill1,685Â Goodwill6,611Â Total consideration$8,296Â Deferred consideration related to holdback(1,498)Cash and cash equivalents acquired(366)Cash paid for acquisition of business, net of cash acquired$6,432Â The following table summarizes the estimated fair values (in thousands) and estimated useful lives for the identifiable intangible assets acquired as of the acquisition date:Fair ValueExpected Useful LifeCustomer Relationships$200Â 1 yearAcquired Technology1,600Â 5 years$1,800Â The Company has included the financial results of Repustate in its condensed consolidated financial statements from the date of acquisition. Separate financial results and pro forma financial information for Repustate have not been presented as the effect of this acquisition was not material to the Companyâ€™s financial results. X - ReferencesNo definition available. + Details Name: us-gaap_BusinessCombinationAndAssetAcquisitionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for a business combination (or series of individually immaterial business combinations) completed during the period, including background, timing, and recognized assets and liabilities. The disclosure may include leverage buyout transactions (as applicable). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-5Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 805 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/805/tableOfContent + Details Name: us-gaap_BusinessCombinationDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 30 R19.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Pay vs Performance Disclosure - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Pay vs Performance Disclosure Â Â Â Â Net loss $ (16,892) $ (13,085) $ (30,467) $ (23,337) X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 402 -Subsection v -Paragraph 1 + Details Name: ecd_PvpTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-

6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 31 R20.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Insider Trading Arrangements 3 Months Ended Jun. 30, 2024 Trading Arrangements, by Individual Â Rule 10b5-1 Arrangement Adopted false Rule 10b5-1 Arrangement Terminated false X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TradingArrByIndTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 32 R21.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Nature of Operations and Summary of Significant Accounting Policies (Policies) 6 Months Ended Jun. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Basis of Presentation The unaudited condensed consolidated financial statements and accompanying notes were prepared in accordance with accounting principles generally accepted in the United States of America (â€œGAAPâ€) and the applicable regulations of the United States Securities and Exchange Commission (â€œSECâ€) regarding interim financial reporting. The Company has prepared the unaudited condensed consolidated financial statements on a basis substantially consistent with the audited consolidated financial statements of the Company as of and for the year ended DecemberÂ 31, 2023, and these unaudited condensed consolidated financial statements include all normal recurring adjustments

necessary for a fair statement of the results of the interim periods presented but are not necessarily indicative of the results of operations to be anticipated for the full year or any future period. The consolidated balance sheet as of DecemberÂ 31, 2023 included herein was derived from the audited consolidated financial statements as of that date but does not include all disclosures including certain disclosures required by GAAP on an annual basis. The unaudited condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. Principles of Consolidation All significant intercompany transactions and balances have been eliminated in consolidation. Use of Estimates The preparation of financial statements in conformity with GAAP requires management to make estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. The Company bases its estimates on historical experience and on other assumptions that its management believes are reasonable under the circumstances. Actual results could differ from those estimates. The Companyâ€™s estimates and judgments include, but are not limited to, the estimated period of benefit for incremental costs of obtaining a contract with a customer, the incremental borrowing rate for operating leases, calculation of allowance for credit losses, valuation of assets and liabilities acquired as part of business combinations, useful lives of long-lived assets, stock-based compensation, income taxes, commitments and contingencies and litigation, among others. The Company is not aware of any events or circumstances that would require an update to its estimates and judgments or a revision of the carrying value of its assets or liabilities as of AugustÂ 2, 2024, the date of issuance of this Quarterly Report on Form 10-Q. Actual results could differ from those estimates. Sales Commissions Sales commissions earned by our sales force are considered incremental costs of obtaining a contract with a customer. Sales commissions are paid on initial contracts with new customers and for expansion of contracts with existing customers. Commissions are not paid on customer renewals. Sales commissions are deferred and amortized on a straight-line basis over a period of benefit. The Company has historically estimated such period of benefit to be three years. On an annual basis, the Company assesses the expected period of benefit by taking into consideration the products sold, mix of customers, expected customer life, expected contract renewals, technology life cycle and other factors. Based on the assessment performed during the first quarter of 2024, the Company updated the period of benefit from three years to five years. This change in accounting estimate was effective January 1, 2024 and is being accounted for prospectively in the condensed consolidated financial statements. For the three and six months ended JuneÂ 30, 2024, the change in amortization period resulted in a $3.9Â million and $8.1Â million reduction to sales and marketing expense, respectively, or an increase of $0.07 and $0.14 per share basic and diluted, respectively. The effects of this change in estimate were calculated based on the carrying value of deferred commissions as of December 31, 2023. Deferred Revenue Deferred revenue is recorded upon establishment of unconditional right to payment under non-cancellable contracts and is recognized as the revenue recognition criteria are met. The Company generally invoices customers in advance in monthly, quarterly, semi-annual and annual installments. The deferred revenue balance is influenced by several factors, including the compounding effects of renewals, invoice duration, timing and size. X - DefinitionDisclosure of accounting policy for basis of accounting, or basis of presentation, used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). + ReferencesNo definition available. + Details Name: us-gaap_BasisOfAccountingPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for commissions incurred in relation to revenue generating activities or operations. + ReferencesNo definition available. + Details Name: us-gaap_CommissionsExpensePolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy regarding (1) the principles it follows in consolidating or combining the separate financial statements, including the principles followed in determining the inclusion or exclusion of subsidiaries or other entities in the consolidated or combined financial statements and (2) its treatment of interests (for example, common stock, a partnership interest or other means of exerting influence) in other entities, for example consolidation or use of the equity or cost methods of accounting. The accounting policy may also address the accounting treatment for intercompany accounts and transactions, noncontrolling interest, and the income statement treatment in consolidation for issuances of stock by a subsidiary. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1 + Details Name: us-gaap_ConsolidationPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for revenue from contract with customer. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-19Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-18Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-18Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 9: http://www.xbrl.org/2003/role/exampleRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (e) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 606 -Publisher FASB -URI https://asc.fasb.org/606/tableOfContent + Details Name: us-gaap_RevenueFromContractWithCustomerPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-9Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 12 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-12Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-8 + Details Name: us-gaap_UseOfEstimates Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 33 R22.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Operating Leases (Tables) 6 Months Ended Jun. 30, 2024 Leases [Abstract] Â Summary of operating lease assets and liabilities The following table provides a summary of operating lease assets and liabilities as of JuneÂ 30, 2024 (in thousands): AssetsOperating lease right-of-use assets $7,844Â LiabilitiesOperating lease liabilities4,003Â Operating lease liabilities, non-current13,071Â Total operating lease liabilities$17,074Â Schedule of lease cost The

following table provides information about leases on the condensed consolidated statements of operations (in thousands):Three Months Ended June 30,Six Months Ended June 30,20242023Operating lease expense$686Â $649Â $1,374Â $1,297Â Variable lease expense856Â 893Â 1,712Â 1,786Â Schedule of remaining maturities of operating lease liabilities Remaining maturities of operating lease liabilities as of JuneÂ 30, 2024 are as follows (in thousands): Years ending December 31,2024$2,436Â 20254,494Â 20264,298Â 20274,392Â 20281,277Â Thereafter2,326Â Total future minimum lease payments$19,223Â Less: imputed interest(2,149)Total operating lease liabilities$17,074Â X - DefinitionAssets And Liabilities, Lessee [Table Text Block] + ReferencesNo definition available. + Details Name: spt_AssetsAndLiabilitiesLesseeTableTextBlock Namespace Prefix: spt_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of lessee's lease cost. Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease cost, short-term lease cost, variable lease cost and sublease income. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_LeaseCostTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 34 R23.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Incentive Stock Plan (Tables) 6 Months Ended Jun. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Schedule of stock-based compensation expense Stock-based compensation expense is included in the unaudited condensed consolidated statements of operations as follows: Three Months Ended June 30,Six Months Ended June 30,20242023(in thousands)Cost of revenue$906Â $857Â $1,831Â $1,358Â Research and development6,036Â 4,327Â 11,486Â 7,929Â Sales and marketing8,189Â 7,206Â 15,565Â 13,776Â General and administrative5,467Â 3,986Â 9,782Â 6,969Â Total stock-based compensation$20,598Â $16,376Â $38,664Â $30,032Â X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 35 R24.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Commitments and Contingencies (Tables) 6 Months Ended Jun. 30, 2024 Commitments and Contingencies Disclosure [Abstract] Â Schedule of contractual commitments Material contractual commitments as of JuneÂ 30, 2024 that are not disclosed elsewhere are as follows (in thousands):Years ending December 31,2024$4,546Â 20256,498Â 20262,366Â 2027378Â 2028â€”Â Thereafterâ€”Â Total contractual obligations$13,788Â X - DefinitionTabular disclosure of contractual obligation by timing of payment due. Includes, but is not limited to, long-term debt obligation, lease obligation, and purchase obligation. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Regulation S-X (SX) -Number 210 -Section 12 -Subsection 04 -Subparagraph (a) -Publisher SECReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3 + Details Name: srt_ContractualObligationFiscalYearMaturityScheduleTableTextBlock Namespace Prefix: srt_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 36 R25.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Segment and Geographic Data (Tables) 6 Months Ended Jun. 30, 2024 Segment Reporting [Abstract] Â Schedule of revenue by geographical region Revenue by geographical region is as follows (in thousands):Three Months Ended June 30,Six Months Ended June 30,20242023Americas$78,830Â $62,312Â $155,500Â $121,423Â EMEA15,646Â 13,054Â 31,017Â 25,554Â Asia Pacific4,920Â 3,949Â 9,663Â 7,550Â Total$99,396Â $79,315Â $196,180Â $154,527Â X - DefinitionTabular disclosure of revenue from external customers by geographic areas attributed to the entity's country of domicile and to foreign countries from which the entity derives revenue. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41 + Details Name: us-gaap_RevenueFromExternalCustomersByGeographicAreasTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 37 R26.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Net Loss per Share (Tables) 6 Months Ended Jun. 30, 2024 Earnings Per Share [Abstract] Â Schedule of basic and diluted net loss per share The following table presents the calculation for basic and diluted net loss per share (in thousands, except share and per share data):Three Months Ended June 30,Six Months Ended June 30,20242023Net loss attributable to common shareholders$(16,892)$(13,085)$(30,467)$(23,337)Weighted average common shares outstanding56,699,148Â 55,499,399Â 56,521,490Â 55,331,151Â Net loss per share, basic and diluted(0.30)(0.24)(0.54)(0.42) Schedule of shares excluded from the calculation of diluted net loss per share The following outstanding shares of common stock equivalents were excluded from the calculation of diluted net loss per share for each period, as the impact of including them would have been anti-dilutive.June 30,20242023Stock options outstanding2,010Â 27,010Â RSUs outstanding4,763,867Â 3,651,744Â Total potentially dilutive shares4,765,877Â 3,678,754Â X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) in the future that were not included in the computation of diluted EPS because to do so would increase EPS amounts or decrease loss per share amounts for the period presented, by antidilutive securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of an entity's basic and diluted earnings per share calculations, including a reconciliation of numerators and denominators of the basic and diluted per-share computations for income from continuing operations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 38 R27.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Fair Value Measurements (Tables) 6 Months Ended Jun. 30, 2024 Fair Value Disclosures [Abstract] Â Schedule of financial assets measured at fair value The following tables present information about the Companyâ€™s financial assets that are measured at fair value and indicate the fair value hierarchy of the valuation inputs used (in thousands):June 30, 2024Level 1Level 2Level 3TotalMarketable Securities:Â Â Corporate bonds$â€”Â $11,535Â $â€”Â $11,535Â Â Â U.S. agency securitiesâ€”Â 798Â â€”Â 798Â Total assets$â€”Â $12,333Â $â€”Â $12,333Â December 31, 2023Level 1Level 2Level 3TotalMarketable Securities:Â Â Commercial paper$â€”Â $33,287Â $â€”Â $33,287Â Â Â Corporate bondsâ€”Â 9,906Â â€”Â 9,906Â Â Â U.S. Treasury securitiesâ€”Â 495Â â€”Â 495Â U.S. agency securitiesâ€”Â 4,289Â â€”Â 4,289Â Â Â Asset-backed securitiesâ€”Â 367Â â€”Â 367Â Total assets$â€”Â $48,344Â $â€”Â $48,344Â Investments Classified by Contractual Maturity Date The following table classifies our marketable

securities by contractual maturity (in thousands):June 30, 2024December 31, 2023Due in one year or less$12,333Â $44,645Â Due after one year and within two yearsâ€”Â 3,699Â Total$12,333Â $48,344Â X - DefinitionTabular disclosure of assets measured at fair value measured on a recurring or nonrecurring basis. Includes, but is not limited to, fair value measurements recorded and the reasons for the measurements, level within the fair value hierarchy in which the fair value measurements are categorized and transfers between levels 1 and 2. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueAssetsMeasuredOnRecurringAndNonrecurringBasisTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of maturities of an entity's investments as well as any other information pertinent to the investments. + ReferencesNo definition available. + Details Name: us-gaap_InvestmentsClassifiedByContractualMaturityDateTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 39 R28.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Business Combinations (Tables) 6 Months Ended Jun. 30, 2024 Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract] Â Schedule of Recognized Identified Assets Acquired and Liabilities Assumed The following table summarizes the fair values of assets acquired and liabilities assumed as of the date of acquisition (in thousands):August 2, 2023Cash and cash equivalents$4,648Â Accounts receivable2,979Â Other current and noncurrent assets932Â Intangible assets27,800Â Accounts payable, accrued expenses and other liabilities(1,758)Deferred revenue(3,243)Net assets acquired, excluding Goodwill31,358Â Goodwill112,405Â Total consideration$143,763Â Cash and cash equivalents acquired(4,648)Cash paid for acquisition of business, net of cash acquired$139,115Â The following table summarizes the fair values of assets acquired and liabilities assumed as of the date of acquisition (in thousands):January 19, 2023Cash and cash equivalents$366Â Intangible assets1,800Â Deferred tax liability(477)Other net tangible assets and liabilities assumed(4)Net assets acquired, excluding Goodwill1,685Â Goodwill6,611Â Total consideration$8,296Â Deferred consideration related to holdback(1,498)Cash and cash equivalents acquired(366)Cash paid for acquisition of business, net of cash acquired$6,432Â Schedule of Acquired Finite-Lived Intangible Assets by Major Class The following table summarizes the estimated fair values (in thousands) and estimated useful lives for the identifiable intangible assets acquired as of the acquisition date:Fair ValueExpected Useful LifeCustomer Relationships$12,400Â 7 yearsAcquired Technology14,100Â 5 yearsTrademark1,300Â 5 years$27,800Â The following table summarizes the estimated fair values (in thousands) and estimated useful lives for the identifiable intangible assets acquired as of the acquisition date:Fair ValueExpected Useful LifeCustomer Relationships$200Â 1 yearAcquired Technology1,600Â 5 years$1,800Â Schedule of Goodwill The changes in the carrying amount of goodwill during the six months ended JuneÂ 30, 2024 were as follows (in thousands):Goodwill balance as of DecemberÂ 31, 2023$121,404Â Purchase price allocation adjustment (Tagger)(89)Goodwill balance as of JuneÂ 30, 2024$121,315Â X - ReferencesNo definition available. + Details Name: us-gaap_BusinessCombinationAndAssetAcquisitionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the characteristics, including initial carrying value, residual amount, weighted average useful life, of finite-lived intangible assets acquired during the period by major class. A major class is composed of intangible assets that can be grouped together because they are similar, either by nature or by their use in the operations of the company. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1 + Details Name: us-gaap_ScheduleOfAcquiredFiniteLivedIntangibleAssetsByMajorClassTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of goodwill by reportable segment and in total which includes a rollforward schedule. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1AReference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2 + Details Name: us-gaap_ScheduleOfGoodwillTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the amounts recognized as of the acquisition date for each major class of assets acquired and liabilities assumed. May include but not limited to the following: (a) acquired receivables; (b) contingencies recognized at the acquisition date; and (c) the fair value of noncontrolling interests in the acquiree. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 805 -SubTopic 20 -Name Accounting Standards Codification -Paragraph 1 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_ScheduleOfRecognizedIdentifiedAssetsAcquiredAndLiabilitiesAssumedTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 40 R29.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Nature of Operations and Summary of Significant Accounting Policies (Details) - USD ($) $ / shares in Units, $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Â Â Â Sales and marketing $ 46,194 $ 39,307 $ 90,734 $ 76,212 Reduction in sales and marketing expense $ 3,900 Â $ 8,100 Â Benefit to Net Loss Per Share $ 0.07 Â $ 0.14 Â X - Definitionspt_BenefitToNetLossPerShare + ReferencesNo definition available. + Details Name: spt_Spt_BenefitToNetLossPerShare Namespace Prefix: spt_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - Definitionspt_DecreaseInAmortizationExpenseOfDeferredCost + ReferencesNo definition available. + Details Name: spt_Spt_DecreaseInAmortizationExpenseOfDeferredCost Namespace Prefix: spt_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total amount of expenses directly related to the marketing or selling of products or services. + ReferencesNo definition available. + Details Name: us-gaap_SellingAndMarketingExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 41 R30.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Revenue Recognition (Details) - USD ($) $ in Millions 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023

Jun. 30, 2024 Jun. 30, 2023 Revenue from Contract with Customer [Abstract] Â Â Â Â Revenue recognized previously deferred $ 67.4 $ 50.2 $ 101.9 $ 71.1 Revenue expected to be recognized $ 295.1 Â $ 295.1 Â Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]: 2024-04-01 Â Â Â Â Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] Â Â Â Â Revenue expected to be recognized, percentage 72.00% Â 72.00% Â Revenue, remaining performance obligation, period 12 months Â 12 months Â X - DefinitionAmount of revenue recognized that was previously included in balance of obligation to transfer good or service to customer for which consideration from customer has been received or is due. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap_ContractWithCustomerLiabilityRevenueRecognized Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of transaction price allocated to performance obligation that has not been recognized as revenue. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPeriod in which remaining performance obligation is expected to be recognized as revenue, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(1) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionPeriod1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionPercentage of remaining performance obligation to total remaining performance obligation not recognized as revenue. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(1) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligationPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis=2024-04-01 Namespace Prefix: Data Type: na Balance Type: Period Type: XML 42 R31.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Operating Leases - Narrative (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Lessee, Lease, Description [Line Items] Â Â Â Â Monthly rental payments $ 686 $ 649 $ 1,374 $ 1,297 Payments related to operating leases Â Â $ 4,100 $ 4,100 Weighted-average remaining lease term 4 years 6 months Â 4 years 6 months Â Weighted-average discount rate 5.50% Â 5.50% Â Minimum Â Â Â Â Lessee, Lease, Description [Line Items] Â Â Â Â Monthly rental payments Â Â $ 14 Â Maximum Â Â Â Â Lessee, Lease, Description [Line Items] Â Â Â Â Monthly rental payments Â Â $ 280 Â X - DefinitionOperating Lease, Expense 1 + ReferencesNo definition available. + Details Name: spt_OperatingLeaseExpense1 Namespace Prefix: spt_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_LesseeLeaseDescriptionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash outflow from operating lease, excluding payments to bring another asset to condition and location necessary for its intended use. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeasePayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionWeighted average discount rate for operating lease calculated at point in time. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageDiscountRatePercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining lease term for operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageRemainingLeaseTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 43 R32.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Operating Leases - Summary of operating lease assets and liabilities (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Leases [Abstract] Â Â Operating lease, right-of-use assets $ 7,844 $ 8,729 Operating lease liabilities 4,003 3,948 Operating lease liabilities, net of current portion 13,071 $ 15,083 Total operating lease liabilities $ 17,074 Â X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 44 R33.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Operating Leases - Lease cost (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Leases [Abstract] Â Â Â Â Monthly rental payments $ 686 $ 649 $ 1,374 $ 1,297 Variable lease expense $ 856 $ 893 $ 1,712 $ 1,786 X - DefinitionOperating Lease, Expense 1 + ReferencesNo definition available. + Details Name: spt_OperatingLeaseExpense1 Namespace Prefix: spt_ Data Type: xbrli:monetaryItemType Balance

Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of variable lease cost, excluded from lease liability, recognized when obligation for payment is incurred for finance and operating leases. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_VariableLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 45 R34.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Operating Leases - Remaining maturities of operating lease liabilities (Details) $ in Thousands Jun. 30, 2024 USD ($) Leases [Abstract] Â 2024 $ 2,436 2025 4,494 2026 4,298 2027 4,392 2028 1,277 Thereafter 2,326 Total future minimum lease payments 19,223 Less: imputed interest (2,149) Total operating lease liabilities $ 17,074 X - DefinitionLessee, Operating Lease, Liability, to be Paid, after Year Four + ReferencesNo definition available. + Details Name: spt_LesseeOperatingLeaseLiabilityToBePaidAfterYearFour Namespace Prefix: spt_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 46 R35.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Revolving Line of Credit (Details) - USD ($) 3 Months Ended 6 Months Ended Aug. 01, 2023 Jun. 30, 2024 Jun. 30, 2024 Dec. 31, 2023 Line of Credit Facility [Line Items] Â Â Â Â Line of Credit Facility, Maximum Borrowing Capacity $ 100,000,000 Â Â Â Debt Instrument, Maturity Date, Description August 1, 2028 Â Â Â Line of Credit Facility, Covenant Terms Â 115 Â Â Line of Credit Â Â Â Â Line of Credit Facility [Line Items] Â Â Â Â Line of Credit Facility, Covenant Terms Â 30 Â Â Minimum Â Â Â Â Line of Credit Facility [Line Items] Â Â Â Â Line of Credit Facility, Unused Capacity, Commitment Fee Percentage 0.35% Â Â Â Maximum Â Â Â Â Line of Credit Facility [Line Items] Â Â Â Â Line of Credit Facility, Unused Capacity, Commitment Fee Percentage 0.30% Â Â Â Secured Overnight Financing Rate (SOFR) Â Â Â Â Line of Credit Facility [Line Items] Â Â Â Â Debt Instrument, Floor Interest Rate 1.00% Â Â Â Debt Instrument, Basis Spread on Variable Rate 0.10% Â Â Â Line of Credit Facility, Interest Rate During Period Â Â 8.18% Â Secured Overnight Financing Rate (SOFR) | Maximum Â Â Â Â Line of Credit Facility [Line Items] Â Â Â Â Debt Instrument, Basis Spread on Variable Rate 3.25% Â Â Â Base Rate Â Â Â Â Line of Credit Facility [Line Items] Â Â Â Â Debt Instrument, Floor Interest Rate 2.00% Â Â Â Base Rate | Minimum | Line of Credit Â Â Â Â Line of Credit Facility [Line Items] Â Â Â Â Debt Instrument, Basis Spread on Variable Rate 1.75% Â Â Â Base Rate | Maximum | Line of Credit Â Â Â Â Line of Credit Facility [Line Items] Â Â Â Â Debt Instrument, Basis Spread on Variable Rate 2.25% Â Â Â Line of Credit Â Â Â Â Line of Credit Facility [Line Items] Â Â Â Â Revolving credit facility Â $ 40,000,000 $ 40,000,000 $ 55,000,000 Line of Credit Facility, Covenant Terms 30Â million Â Â Â Line of Credit | Secured Overnight Financing Rate (SOFR) | Minimum Â Â Â Â Line of Credit Facility [Line Items] Â Â Â Â Debt Instrument, Basis Spread on Variable Rate 2.75% Â Â Â X - DefinitionDebt Instrument, Floor Interest Rate + ReferencesNo definition available. + Details Name: spt_DebtInstrumentFloorInterestRate Namespace Prefix: spt_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionPercentage points added to the reference rate to compute the variable rate on the debt instrument. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentBasisSpreadOnVariableRate1 Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionDescription of the maturity date of the debt instrument including whether the debt matures serially and, if so, a brief description of the serial maturities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DebtInstrumentMaturityDateDescription Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDescription of the conditions for borrowing under the credit facility including the nature of any restrictions. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityCovenantTerms Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe effective interest rate during the reporting period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX

210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityInterestRateDuringPeriod Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionMaximum borrowing capacity under the credit facility without consideration of any current restrictions on the amount that could be borrowed or the amounts currently outstanding under the facility. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityMaximumBorrowingCapacity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe fee, expressed as a percentage of the line of credit facility, for available but unused credit capacity under the credit facility. + ReferencesNo definition available. + Details Name: us-gaap_LineOfCreditFacilityUnusedCapacityCommitmentFeePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 10 -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481573/470-10-45-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481573/470-10-45-14 + Details Name: us-gaap_LongTermLineOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_LineOfCreditMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VariableRateAxis=us-gaap_SecuredOvernightFinancingRateSofrMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VariableRateAxis=us-gaap_BaseRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=us-gaap_LineOfCreditMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_LineOfCreditMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 47 R36.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Incentive Stock Plan (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Total stock-based compensation $ 20,598 $ 16,376 $ 38,664 $ 30,032 Cost of revenue Â Â Â Â Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Total stock-based compensation 906 857 1,831 1,358 Research and development Â Â Â Â Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Total stock-based compensation 6,036 4,327 11,486 7,929 Sales and marketing Â Â Â Â Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Total stock-based compensation 8,189 7,206 15,565 13,776 General and administrative Â Â Â Â Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Total stock-based compensation $ 5,467 $ 3,986 $ 9,782 $ 6,969 X - DefinitionAmount of expense for award under share-based payment arrangement. Excludes amount capitalized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.F) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_AllocatedShareBasedCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_CostOfSalesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_ResearchAndDevelopmentExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_SellingAndMarketingExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_GeneralAndAdministrativeExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 48 R37.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Commitments and Contingencies (Details) $ in Thousands Jun. 30, 2024 USD ($) Commitments and Contingencies Disclosure [Abstract] Â 2024 $ 4,546 2025 6,498 2026 2,366 2027 378 2028 0 Thereafter 0 Total contractual obligations $ 13,788 X - DefinitionPurchase Obligation Due After Fourth Year + ReferencesNo definition available. + Details Name: spt_PurchaseObligationDueAfterFourthYear Namespace Prefix: spt_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionMinimum amount of purchase arrangement in which the entity has agreed to expend funds to procure goods or services from a supplier. + ReferencesNo definition available. + Details Name: us-gaap_PurchaseObligation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of purchase arrangement to be paid in fourth fiscal year following current fiscal year. Includes, but is not limited to, recorded and unrecorded purchase obligations, long-term purchase commitment, and short-term purchase commitment. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesNo definition available. + Details Name: us-gaap_PurchaseObligationDueInFourthYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of purchase arrangement to be paid in next fiscal year following current fiscal year. Includes, but is not limited to, recorded and unrecorded purchase obligations, long-term purchase commitment, and short-term purchase commitment. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesNo definition available. + Details Name: us-gaap_PurchaseObligationDueInNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit

Period Type: instant X - DefinitionAmount of purchase arrangement to be paid in second fiscal year following current fiscal year. Includes, but is not limited to, recorded and unrecorded purchase obligations, long-term purchase commitment, and short-term purchase commitment. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesNo definition available. + Details Name: us-gaap_PurchaseObligationDueInSecondYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of purchase arrangement to be paid in third fiscal year following current fiscal year. Includes, but is not limited to, recorded and unrecorded purchase obligations, long-term purchase commitment, and short-term purchase commitment. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesNo definition available. + Details Name: us-gaap_PurchaseObligationDueInThirdYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of purchase arrangement to be paid in remainder of current fiscal year. Includes, but is not limited to, recorded and unrecorded purchase obligations, long-term purchase commitment, and short-term purchase commitment. + ReferencesNo definition available. + Details Name: us-gaap_PurchaseObligationFutureMinimumPaymentsRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 49 R38.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Segment and Geographic Data (Details) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 USD ($) Jun. 30, 2023 USD ($) Jun. 30, 2024 USD ($) segment Jun. 30, 2023 USD ($) Segment Reporting [Abstract] Â Â Â Â Number of operating segments | segment Â Â 1 Â Disaggregation of Revenue [Line Items] Â Â Â Â Total revenue $ 99,396 $ 79,315 $ 196,180 $ 154,527 Americas Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Total revenue 78,830 62,312 155,500 121,423 EMEA Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Total revenue 15,646 13,054 31,017 25,554 Asia Pacific Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Total revenue $ 4,920 $ 3,949 $ 9,663 $ 7,550 Geographic Concentration Risk | Revenue from Contract with Customer Benchmark | Outside of the United States Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Concentration risk percentage Â Â 27.00% 28.00% X - DefinitionFor an entity that discloses a concentration risk in relation to quantitative amount, which serves as the "benchmark" (or denominator) in the equation, this concept represents the concentration percentage derived from the division. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 825 -SubTopic 10 -Section 50 -Paragraph 21 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-21Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 825 -SubTopic 10 -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-20Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-18Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-20 + Details Name: us-gaap_ConcentrationRiskPercentage1 Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91 + Details Name: us-gaap_DisaggregationOfRevenueLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of operating segments. An operating segment is a component of an enterprise: (a) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same enterprise), (b) whose operating results are regularly reviewed by the enterprise's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and (c) for which discrete financial information is available. An operating segment may engage in business activities for which it has yet to earn revenues, for example, start-up operations may be operating segments before earning revenues. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-18 + Details Name: us-gaap_NumberOfOperatingSegments Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -

Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_StatementGeographicalAxis=srt_AmericasMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=us-gaap_EMEAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=srt_AsiaPacificMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByTypeAxis=us-gaap_GeographicConcentrationRiskMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByBenchmarkAxis=us-gaap_RevenueFromContractWithCustomerMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=us-gaap_NonUsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 50 R39.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Net Loss per Share - Basic and diluted net loss per share (Details) - USD ($) $ / shares in Units, $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Earnings Per Share [Abstract] Â Â Â Â Net loss attributable to common shareholders $ (16,892) $ (13,085) $ (30,467) $ (23,337) Weighted average common shares outstanding (in shares) 56,699,148 55,499,399 56,521,490 55,331,151 Net loss per share, basic and diluted (in dollars per share) $ (0.30) $ (0.24) $ (0.54) $ (0.42) X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-

50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 51 R40.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Net Loss per Share - Shares excluded from the calculation of diluted net loss per share (Details) - shares 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total potentially dilutive shares (in shares) 4,765,877 3,678,754 Stock options outstanding Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total potentially dilutive shares (in shares) 2,010 27,010 RSUs outstanding Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total potentially dilutive shares (in shares) 4,763,867 3,651,744 X - DefinitionSecurities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 52 R41.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Fair Value Measurements (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total assets $ 12,333 $ 48,344 Marketable securities 12,333 44,645 Marketable securities, noncurrent 0 3,699 Level 1 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total assets 0 0 Level 2 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total assets 12,333 48,344 Level 3 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Total assets 0 0 Commercial paper Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities Â 33,287 Commercial paper | Level 1 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities Â 0 Commercial paper | Level 2 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities Â 33,287 Commercial paper | Level 3 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities Â 0 Corporate bonds Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 11,535 9,906 Corporate bonds | Level 1 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 0 0 Corporate bonds | Level 2 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 11,535 9,906 Corporate bonds | Level 3 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 0 0 US Treasury Securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities Â 495 US Treasury Securities | Level 1 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities Â 0 US Treasury Securities | Level 2 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities Â 495 US Treasury Securities | Level 3 Â Â Fair Value, Assets and Liabilities Measured on Recurring and

Nonrecurring Basis [Line Items] Â Â Marketable securities Â 0 US Agency Securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 798 4,289 US Agency Securities | Level 1 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 0 0 US Agency Securities | Level 2 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities 798 4,289 US Agency Securities | Level 3 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities $ 0 0 Asset-backed securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities Â 367 Asset-backed securities | Level 1 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities Â 0 Asset-backed securities | Level 2 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities Â 367 Asset-backed securities | Level 3 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Marketable securities Â $ 0 X - DefinitionFair value portion of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_AssetsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecuritiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecuritiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel1Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_CommercialPaperNotIncludedWithCashAndCashEquivalentsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_CorporateDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USTreasurySecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USGovernmentAgenciesDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_AssetBackedSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 53 R42.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Business Combinations - Narrative (Details) - USD ($) $ in Thousands 6 Months Ended 14 Months Ended Aug. 02, 2023 Jan. 19, 2023 Jun. 30, 2024 Jun. 30, 2023 Mar. 31, 2024 Dec. 31, 2023 Aug. 01, 2023 Business Combination, Separately Recognized Transactions [Line Items] Â Â Â Â Â Â Â Payments for business acquisition, net of cash acquired Â Â $ 1,409 $ 6,432 Â Â Â Line of Credit Â Â Â Â Â Â Â Business Combination, Separately Recognized Transactions [Line Items] Â Â Â Â Â Â Â Revolving credit facility Â Â $ 40,000 Â Â $ 55,000 Â Tagger Media Â Â Â Â Â Â Â Business Combination, Separately Recognized Transactions [Line Items] Â Â Â Â Â Â Â Business Acquisition, Date of Acquisition Agreement Â Â Aug. 02, 2023 Â Â Â Â Business Combination, Consideration Transferred $ 144,000 Â Â Â Â Â Â Revolving credit facility Â Â Â Â Â Â $ 75,000 Payments for business acquisition, net of cash acquired $ 139,115 Â Â Â Â Â Â Repustate Inc. Â Â Â Â Â Â Â Business Combination, Separately Recognized Transactions [Line Items] Â Â Â Â Â Â Â Business Combination, Consideration Transferred Â $ 8,300 Â Â Â Â Â Payments for business acquisition, net of cash acquired Â 6,800 Â Â $ 6,432 Â Â Deferred Consideration Related to Holdback Â $ 1,500 Â Â $ (1,498) Â Â X - DefinitionDeferred Consideration Related to Holdback + ReferencesNo definition available. + Details Name:

spt_DeferredConsiderationRelatedToHoldback Namespace Prefix: spt_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDate when the business acquisition agreement was executed, in YYYY-MM-DD format. + ReferencesNo definition available. + Details Name: us-gaap_BusinessAcquisitionDateOfAcquisitionAgreement1 Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionAmount of consideration transferred, consisting of acquisition-date fair value of assets transferred by the acquirer, liabilities incurred by the acquirer, and equity interest issued by the acquirer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 30 -Paragraph 8 -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479637/805-30-30-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479581/805-30-50-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 30 -Paragraph 7 -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479637/805-30-30-7 + Details Name: us-gaap_BusinessCombinationConsiderationTransferred1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_BusinessCombinationSeparatelyRecognizedTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 10 -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481573/470-10-45-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481573/470-10-45-14 + Details Name: us-gaap_LongTermLineOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe cash outflow associated with the acquisition of a business, net of the cash acquired from the purchase. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireBusinessesNetOfCashAcquired Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_LineOfCreditMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=spt_TaggerMediaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=spt_RepustateIncMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 54 R43.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Business Combinations - Fair Value of Assets and Liabilities Assumed (Details) - USD ($) $ in Thousands 6 Months Ended 14 Months Ended Aug. 02, 2023 Jan. 19, 2023 Jun. 30, 2024 Jun. 30, 2023 Mar. 31, 2024 Dec. 31, 2023 Schedule Of Identified Assets Acquired And Liabilities Assumed [Line Items] Â Â Â Â Â Â Net assets acquired, excluding Goodwill $ 31,358 $ 1,685 Â Â Â Â Goodwill Â Â $ 121,315 Â Â $ 121,404 Payments for business acquisition, net of cash acquired Â Â $ 1,409 $ 6,432 Â Â Tagger Media Â Â Â Â Â Â Schedule Of Identified Assets Acquired And Liabilities Assumed [Line Items] Â Â Â Â Â Â Cash and cash equivalents 4,648 Â Â Â Â Â Accounts receivable 2,979 Â Â Â Â Â Other current and noncurrent assets 932 Â Â Â Â Â Intangible assets 27,800 Â Â Â Â Â Accounts payable, accrued expenses and other liabilities (1,758) Â Â Â Â Â Deferred revenue (3,243) Â Â Â Â Â Goodwill 112,405 Â Â Â Â Â Total consideration 143,763 Â Â Â Â Â Cash and cash equivalents acquired (4,648) Â Â Â Â Â Payments for business acquisition, net of cash acquired $ 139,115 Â Â Â Â Â Repustate Inc. Â Â Â Â Â Â Schedule Of Identified Assets Acquired And Liabilities Assumed [Line Items] Â Â Â Â Â Â Cash and cash equivalents Â 366 Â Â Â Â Intangible assets Â 1,800 Â Â Â Â Deferred tax liability Â (477) Â Â Â Â Other net tangible assets and liabilities assumed Â (4) Â Â Â Â Goodwill Â 6,611 Â Â Â Â Total consideration Â 8,296 Â Â Â Â Deferred Consideration Related to Holdback Â 1,500 Â Â $ (1,498) Â Cash and cash equivalents acquired Â Â Â Â (366) Â Payments for business acquisition, net of cash acquired Â $ 6,800 Â Â $ 6,432 Â X - DefinitionBusiness Combination, Other Recognized Identifiable Assets Acquired And Liabilities Assumed, Net + ReferencesNo definition available. + Details Name: spt_BusinessCombinationOtherRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedNet Namespace Prefix: spt_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionDeferred Consideration Related to Holdback + ReferencesNo definition available. + Details Name: spt_DeferredConsiderationRelatedToHoldback Namespace Prefix: spt_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionSchedule Of Identified Assets Acquired And Liabilities Assumed [Line Items] + ReferencesNo definition available. + Details Name: spt_ScheduleOfIdentifiedAssetsAcquiredAndLiabilitiesAssumedLineItems Namespace Prefix: spt_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions, acquired at the acquisition date. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCashAndEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of other assets expected to be realized or consumed before one year or the normal operating cycle, if longer, acquired at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentAssetsOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount due from customers or clients for goods or services, including trade receivables, that have been delivered or sold in the normal course of business, and amounts due from others, including related parties expected to be converted to cash, sold or exchanged within one year or the normal operating cycle, if longer, acquired at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentAssetsReceivables Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liabilities incurred for goods and services received that are used in an entity's business and related party payables, assumed at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentLiabilitiesAccountsPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of deferred revenue expected to be recognized as such within one year or the normal operating cycle, if longer, assumed at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-

gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentLiabilitiesDeferredRevenue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of deferred tax liability attributable to taxable temporary differences assumed at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedDeferredTaxLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of intangible assets, excluding goodwill, acquired at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedIntangibleAssetsOtherThanGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount recognized as of the acquisition date for the identifiable assets acquired in excess of (less than) the aggregate liabilities assumed. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 55 -Paragraph 37 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479303/805-10-55-37Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount recognized for assets, including goodwill, in excess of (less than) the aggregate liabilities assumed. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredGoodwillAndLiabilitiesAssumedNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe cash inflow associated with the acquisition of business during the period (for example, cash that was held by the acquired business). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 12 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_CashAcquiredFromAcquisition Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe cash outflow associated with the acquisition of a business, net of the cash acquired from the purchase. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireBusinessesNetOfCashAcquired Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_BusinessAcquisitionAxis=spt_TaggerMediaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=spt_RepustateIncMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 55 R44.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Business Combinations - Intangible Assets Acquired (Details) - USD ($) $ in Thousands Aug. 02, 2023 Jan. 19, 2023 Tagger Media Â Â Business Acquisition [Line Items] Â Â Fair Value $ 27,800 Â Tagger Media | Customer Relationships Â Â Business Acquisition [Line Items] Â Â Fair Value $ 12,400 Â Expected Useful Life 7 years Â Tagger Media | Acquired Technology Â Â Business Acquisition [Line Items] Â Â Fair Value $ 14,100 Â Expected Useful Life 5 years Â Tagger Media | Trademark Â Â Business Acquisition [Line Items] Â Â Fair Value $ 1,300 Â Expected Useful Life 5 years Â Repustate Inc. Â Â Business Acquisition [Line Items] Â Â Fair Value Â $ 1,800 Repustate Inc. | Customer Relationships Â Â Business Acquisition [Line Items] Â Â Fair Value Â $ 200 Expected Useful Life Â 1 year Repustate Inc. | Acquired Technology Â Â Business Acquisition [Line Items] Â Â Fair Value Â $ 1,600 Expected Useful Life Â 5 years X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_AcquiredFiniteLivedIntangibleAssetsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average amortization period of finite-lived intangible assets acquired either individually or as part of a group of assets, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_AcquiredFiniteLivedIntangibleAssetsWeightedAverageUsefulLife Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase in assets, excluding financial assets, lacking physical substance with a definite life, from an acquisition. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1 + Details Name: us-gaap_FinitelivedIntangibleAssetsAcquired1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_BusinessAcquisitionAxis=spt_TaggerMediaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-

gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_CustomerRelationshipsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_TechnologyBasedIntangibleAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_TrademarksMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=spt_RepustateIncMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 56 R45.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Business Combinations - Changes in Goodwill (Details) - Tagger Media $ in Thousands Aug. 02, 2023 USD ($) Acquired Indefinite-Lived Intangible Assets [Line Items] Â Purchase price allocation adjustment (Tagger) $ (89) Goodwill balance as of JuneÂ 30, 2024 $ 112,405 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1 + Details Name: us-gaap_AcquiredIndefiniteLivedIntangibleAssetsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) from measurement period adjustment of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 16 -SubTopic 10 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479405/805-10-25-16 + Details Name: us-gaap_GoodwillPurchaseAccountingAdjustments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_BusinessAcquisitionAxis=spt_TaggerMediaMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 57 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 ($2 ED'04UB@0 +$ 0 9&]C4')O<',O87!P+GAM M;$V./0L",1!$_\IQO;=!P4)B0-!2L+(/>QLOD&1#LD)^OCG!CVX>;QA&WPIG M*N*I#BV&5(_C(I(/ !47BK9.7:=N')=HI6-Y #OGDK7A.YNJQ<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " !$@)9R6M;R>\ K @ $0 &1O8U!R;W!S+V-O&ULS9+; M2L0P$(9?17+?3IKU1.CV1O%*07!!\2XDL[O!YD RTN[;F];=+J(/X&5F_GSS M#4RKH]0AX7,*$1-9S!>CZWV6.J[9GBA*@*SWZ%2N2*7YC8DIZ@\TPZBTA]J MAR XOP:'I(PB!1.PB@N1=:W14B=4%-(1;_2"CY^IGV%& _;HT%.&IFZ ==/$ M>!C[%LZ "4:87/XNH%F(<_5/[-P!=DR.V2ZI81CJ837GR@X-O#T]OLSK5M9G M4EYC^96MI$/$-3M-?EW=W6\>6">XN*SX;<7%1G#)&WEU\SZY_O ["[M@[-;^ M8^.38-?"K[OHO@!02P,$% @ 1("69E&UL[5I;<]HX%'[OK]!X9_9M"\8V@;:T$W-I=MNTF83M M3A^%$5B-;'EDD81_OTV23;J;/ 0LZ?O.14?GZ#AY\^XN8NB&B)3R M> +]O6N[!3+ MUES@6QHO(];JM-O=5H1I;*$81V1@?5XL:$#05%%:;U\@M.4?,_@5RU2-9:,! M$U=!)KF(M/+Y;,7\VMX^9<_I.ATR@6XP&U@@? \YOI^1.6HCA5,+$P&IG/U9K MQ]'22(""R7V4!;I)]JJ/3%0@R#3LZG5C.=GSVQ.V?C,K:=#1M&N#C\7@XMLO2 MBW A(5M>5 TR M6'!VULS2Y9>*?IUE!K9';O=05SP6.XYB1'^QL4$UFG2&98T1G*=D 4. #?$ MT4Q0?*]!MHK@PI+27)#6SRFU4!H(FLB!]4>"(<7K;YH] M5Z%82=J$^!!&&N*<<^9ST6S[!Z5&T?95O-RCEU@5 9<8WS2J-2S%UGB5P/&M MG#P=$Q+-E L&08:7)"82J3E^34@3_BNEVOZKR2.FJW"$2M"/F(9 M-AIRM1:!MG&IA&!:$L;1>$[2M!'\6:PUDSY@R.S-D77.UI$.$9)>-T(^8LZ+ MD!&_'H8X2IKMHG%8!/V>7L-)P>B"RV;]N'Z&U3-L+([W1]072N0/)J<_Z3(T M!Z.:60F]A%9JGZJ'-#ZH'C(*!?&Y'C[E>G@*-Y;&O%"N@GL!_]':-*K^(+ M.7\N?<^E[[GT/:'2MSAD6R4)RU3393>* M$IY"&V[I4_5*E=?EK[DHN#Q;Y.FOH70^+,_Y/%_GM,T+,T.WF)&Y M"M-2D&_#^>G%>!KB.=D$N7V85VWGV-'1^^?!4;"C[SR6'<>(\J(A[J&&F,_# M0X=Y>U^89Y7&4#04;6RL)"Q&MV"XU_$L%.!D8"V@!X.O40+R4E5@,5O& RN0 MHGQ,C$7H<.>77%_CT9+CVZ9EM6ZO*7<9;2)2.<)IF!-GJ\K>9;'!51W/55OR ML+YJ/;053L_^6:W(GPP13A8+$DACE!>F2J+S&5.^YRM)Q%4XOT4SMA*7&+SC MYL=Q3E.X$G:V#P(RN;LYJ7IE,6>F\M\M# DL6XA9$N)-7>W5YYNTB42%(JP# 4A M%W+C[^^3:G>,U_HL@6V$5#)DU1?*0XG!/3-R0]A4)?.NVB8+A=OB5,V[&KXF M8$O#>FZ=+2?_VU[4/;07/4;SHYG@'K.' MYA,L0Z1^P7V*BH 1JV*^NJ]/^26<.[1[\8$@F_S6VZ3VW> ,?-2K6J5D*Q$_ M2P=\'Y(&8XQ;]#1?CQ1BK::QK<;:,0QY@%CS#*%F.-^'19H:,]6+K#F-"F]! MU4#E/]O4#6CV#30,9FV-J/D3@H\W/[O#;#"Q([A[8N_ 5!+ P04 M" !$@)9@SEU+6<& "I) & 'AL+W=O(P$6YYW MIOB3:X]40';%'P';)J^VD;+RR/EWM3/SSSN6*A$+F2>5!(6_)^:R,%1*4(Y_ M=Z*=XIXJ\/7V7OTZ,P]F'FG"7![^&?AR?=X9=9#/EC0-Y3W?_LIVA@9*S^-A MDOVB;7YMO]]!7II('NV"H011$.?_]'E7$:\"!E9% -D%D'3N0B%R$5(@[ZS&.Y3M!5[#/_;7P/"E24BNQ+=4&,@K^E\2FR MK1-$+-+7E,<]%!Z>(N+HPM\4QRXJR<[T[J]2^ZED+H2S>*\XZ@$_/L&KD(S MR:+D'UV5Y9)]O:3JG9^2#?78>0>Z7\+$$^M,?OH!.];/.K]'$GOCOE^X[YO4 M2_4"LE$^(+NV88+J;-GEI(BU56* M:XQJ:,\I[#GU[,V9"+BONB6"IX.V\L[(G&^(8^AX7/8+%FW MK&Y'L]:2AHFV(8UA#0V."H,C8Z&N8AG(%W0=A S=IMCSIC9@W+PEW[# \< MG3EC:$-S9X6YLSKF[MDJ2"0TH$2W--+FJ%EG,;^_^_J %G?N;'IS@F:W[JG. MJE&DH55LE:]9JX[96>QQ 0F:O4).T$)"KT1<()>GL10O\.]K:^" ^N65SK$Y MJ*GE5V2!ZUA^H,]HYD,O#9:!E[\ZJU/Y@"09=DG?ZF-GH/5K#&[JEY1^21V_ M4]\']>1DOX$R3KB+]>UJEL0V1@N [S6Z9%0\Z2C@@L)@_:&<6VH F4D(3,1/.OE71U;.WIO&* M54+Q :';Z>)RJAUXFP.;.BPQB=3")#<50@W=\O%:UI+P;DFULT\'%+]IYZQ< M&"LCVJ>P;.:VBN!B-2:/7+A:2. C&:QSY[1[TQO\= DDH4'>&@/M0-O)(L!O,%0V3GD>D.MV,>GJ"= H#4"R2T"RARVD]I&H9U<# M;3"473*478^AFJ3VD:AH5P^C_Z6VXSB68X_>97;OU6(01?#9&ID$\C:-9;XN MI#A:K,.99JM/>N7E^2*>SU0- !(4LB6$6J=#N+O(U\7D.Y)OLJ4ECUQ*'F6; M:T9])M0%<'[)N=SOJ!L4JY,F_P%02P,$% @ 1("6;!8MT)?!P F", M !@ !X;"]W;W)K2#G-O]]15\2R3Z>GCO>W7-' M^>915E_51@B-OFV+4MW.-EKOWLSG*MN(+5>OY4Z4\,U:5ENNX;9ZF*M=)?BJ M6;0MYB0(HOF6Y^5L<=-\]K%:W,A:%WDI/E9(U=LMKY[>B4(^WL[P[/F#3_G# M1IL/YHN;'7\0=T)_V7VLX&Y^U++*MZ)4N2Q1)=:WL[?XS9(QLZ"1^#,7CZIW MC8PI]U)^-3SP" 2A%M#&T!998]9[KOGBII*/J#+2H,U< M-+YI5H,U>6FV\4Y7\&T.Z_1B*K'+YYA:[1E[OWZ.6+5^@%RDOT>2-KQB=L99)02U5[,%M]_AZ/@!Y=Q%U(V,)4>3:4^[8LE5QL$ MFX8RW_?-L:58&D?!46J DQUQ,B_. MWWCU56A^7PBD1%97N,H1?CVRR3-;@.MBEHFP(\ ]@J54(#E&O$"RJ1))&7N7I K0DGC=[C$<8RX1I $HMW7YTQH!""X MQ?9>5(>O#E%^!0]1.]&4ON+)Y8C0,C%,(LQ&CK"E(LJ2U.V(Z.B(R.N()V(M M((,@J.1VFRM3Z)U[%=E[%>$T&D&TI4@=*7JJ M<;74&U%YLCZV\89!%(_P.J0"2I@;;W+$FWCQ?I::%T #IPI38C\\H4$RCG^' M6!JFC+I!ID>0Z?E)"BD@RP-P%^+4@A*,P-H2-$HG0A0''=T%)R(.J!*/S4[M;PK?#GH2W22LD\"VV506<;!ZA1C03R!MD?.^.R4.A:7Y[#8R(W6()4$T46=Q1XK8SXI_](KJ-$:;A]*4C!': M0CA(DPF '5EA/UNUI=43@S8!T91&@>5 EUP4)E,>[*@*Q_^J'2UR?I\7DYT/ M]C+>N4WII;0-;>[H#OOY[MA+[?B3(12GP3:+I7&/& Z&V%)12B>8#G=4A_U< M=RS(E=B+LG8#M)D+LX22,1L[Y8*P1R[#,:;C..+GN%'9/15!Q"8O%@1CM XI MFK*)-"0=PQ$_P\&.5S7X\Y$_'-HQV/I*%@5XN&A&T7M1BG4^,9#9Q(7#/N\> ML#O$$AJ1"?"]@='/;_@[7;2"=;FJS1,QJSFD(*.8VJ0(AVM$3^M#5O)4R'A MX*\DQGC<]SCEH.^=(&'2\1SQ\]PXS\YI>HA-:2D;MSPN(3+EY([UR G6F\Z\ MLRQP4!X-XC'UN,3"?M<_M**C1N*GQI:[?^UC_]W;S!,'!X866K_0$&O'DL0_ MT;5A?2J<[>&,,,SB9 S1(1<2H/T)E!VO$3^O+4W[KLVDT=:(3)8F2D29 6+T M\G>I!8I?..%[%;L)&3F/F_Z[HJ'Q'6>2U-O(W&F9?=W(8B4J]?UW"<'Q#\WD MI9T'&,1+P&0=1ZTV10; M8IPD8SISR+$8QU/G-[0C8^HGX\\55*VZ>D+*;-F5.9[*I'*F/+4I]9I&233. M>J<<6#614K3C7GJ2>^MMW;8([0D.S,BPB1OSBF$/I5]@Y=_131K44%3:L\TPJ94Y]3GE)N>^FC'O=3/O;_"

MO>D2EM#\3(2'5\&Y!?)2VH;F=O1-+S+DTHL.N9?2-K2Y:P:HOQGX)/:RV)LF
M,6LV&:UY9FQW!Z0]Q\)P%HS;68=8&/;%AE@[[J;^>7=9<*70V^;\499M,CEA M7I2U+Z5M^,ZI8VT67+!A8=X6X%S3+Z5M:'K7 3!_![\L<_,
<: \?LGF$QG" MZLB>^^_K[CY-A MR*RWS6.&]HJTL.:]GTV8WZS\QJN'O%0PNZ]A3? ZAABNVI^!M#=:[II?4MQ+ MK>6VN=P(#OMC!.#
[M81![G!C?IQQ_#'.XA]02P,$% @ 1("65"^?#9> M P)@P !@ !X;"]W;W)K MHW-(7O)ZMI/J41>,&?
2]%)6>.X4QFTO7U5G!2JHOY(95,+*2JJ0&NFKMZHUB M-&] I7)QI%;4EXYBUGS[%8M9K(V@E?L5B%=ER55_UXS(7=SQW.>'GSEZ\+8
M!^YBMJ%K=L?,_>960<_M67)>LDIS62'%5G/GRKM<>L0"FHB_.=OI01M9*P]2 M/MK.[_G 5 .@ Y%>!W +\QVBIK;-U00Q Y-="YIH)6&4-
WEEBCL_N*UCF'D7-T=DL5JTS!#,^H M.$>_HON[&W3VX1Q]0+Q"?Q6RUK3*]M%O**EC_JZ@+Y^!,B MF 03\.5A^ W+
.XU<'\,=V%6^JDA_=20AB]XA>]*P!YO9@&R!>6R?C"K6L#& MRV1=F4E_+6'4$-H$VBX(\7X260CPT%O.#AL>&#T M$]I0A;94U
R=P1;,I1!4:;1A<%X5L%O/IZ:BY8\'RX O,,;>WFH=#1O)#WOY MX1OD-R(UHK4II.+_0?X]FVG')AVTKP@'TCS\]-ES<5+HR$G4.XG>[H1K78.+
M(_JC%Z)"WR]]OCMVN&NTP8.,%ZMCQF(7^K"?IKZ M<;AGX&5@D)+ "R-_VD#2&TA.2/OKHVE_D.6M:?^3R$:&T]YP^LYIGYZ6]D?#
M1O(]_'S=XO=/_.X=P_U$PLF\R5R[&10.'COE?@=\U!5E"1QF.Q?E1.!,<&> M%[RF_OEN]PY?[C^:^AW]R$*4X,A/]BU,!*9IX T.N=:".RCB;
7])U5K7FDD MV J0^"(&"M46I6W'R$U3USU(U5BTRR@D&?*!L#X2DKSU+&E8O_78/$_4$L# M!!0 ($2 EGP8I_6'0< +LF 8 >&PO=V]R:W-
H965T&ULK5I=;]LV%/TKA%<,*=#$(JG/+#&P6-[685V#I%V?%9N.A4JB)]%. M]N]'2K)ED5=JVO EMN3#(Q[>2_)
<1E=/O/Q:;1@3Z#G/BNIZLA%B>SF=5LL- MRY/J@F]9(7]9\S)/A+PL'Z?5MF3)JFZ49U/B./XT3])B,KNJ[]V6LRN^$UE: ML-
L25;L\3\K_;EC&GZXG>'*X<9<^;H2Z,9U=;9-'=L_$Y^UM*:^F1Y95FK.B M2GF!2K:^GOR*+Q>T;E C_DG94W7R'2DI#YQ_51?O5]
<31_6(96PI%$4B/_9L MSK),,A).T(JMDUTF[OC3 M'ZP5Y"F^)<^J^B]Z:K'.!"UWE>!YVUCV($^+YC-Y;@?BI('D@1N0M@'1&[@# M#6C;@+
[T"6[;P'WI$[RV02U]VFBO!RY.1#*[*OD3*A5:LJDO]>C7K>5XI85* ME'M1RE]3V4[,YKQ8R;"S%9+?*IZEJT3(BWLA/V0^B KQ-?
JX966BXEJAL\]% MLENE$O,6G://]S$Z>_,6O4%I@3YM^*Y*BE5U-16R9XI_NFQ[<=/T@@ST@J(/ MO!";"BUD;U9 ^WB\O3_2?BI'Y#@LY# L-
V24\,]=<8&H\PX1A[A ?^8O;TXA M.:][^N*'G]X;#'K,$5KST0&^.[9GQ8Y!86T:NG!#M[7S=6^L)]% M$8W\J^G^='!-5!!1[/51L8G"D8]#IP];
##/]4APA/64>D>EWFB>S7DEU'(S MHM6SF6\VR6*;9 M+9+TH^,"=)0(CK$"WO3!0."76UO#-1 MKAM2/>U,%/6P$\%9%QSU!J-Z?
RJY5:%MR=>I@&0&QD,#/XHT 7,3Y6,GQ)I, M$X4]3#U=)P##D8M#6&AX%!J.3J]V%R\>$7O>JCT?W*A#FS/,)EELDVQAB:P7
MB.@8B&@TX^XD8U(N-TB:)6EJ]]*M;Y77@L(1F9/,PT1?W$T4#B-/0\4FR@TE M3$L^$T7]D!(X]
[#3^4QG5/1]DK&J5BP+DJ],Y2'H$QVSDSXVIAL HQ%U DTQ M (N<0%]]%@ L\ D>TGSBK?'XTL(*.>6R6G6RDNX]K82:@GMP/6W)^@LJ#@-
= MN@G#04#UG1R N=@C6)=NPB@EQ!V03CKIY 6["'_1DM-2]:(D%T5#N D+O"@* M=>$F#(<8&XLLA'-
]X@^LLKASRWC4#L[^4OO)NN3Y0;ZLFT#9U.C .?;E?J#K MAG!NA(UD!W D"AU#.(3SPY,!Z@OOC"H>=ZKO"\'D:BD.P09%N^;#HT W#1#*
MS' 1!P&-8R,!0O"42F7Y[QH?MSP;,7*ZITZC$V7C6%- MLYTZ(CQ+"[3B69:4)V1OH4%LNQ2>BG$N]"R!442O%&&8IZ<*#','+!WI+!T9
MMW1?ZI-GMCI/]G)O?V2-[KQG:B$'![E=7;J.+49R*T<*K5.:F,^-)X-&3R(MIE'S?%F(&FOF'$)ZKCH3BO2QA#BE1W0CW3. G%2N,QX>&-
'.*9)QIWB_>ZB6 M9;I5/@D4/MK\>RM2JVRQ5;:%+;9^(#K?2G[XF)=8/>>URA9;95O88NO'H+/0 MY)6'O00X[0U=O0B: [
@]/5I'0,P66L3O>9<0#B/ND.G J2ST>351[[$ZIFO M5;;8*MO"%EL_%IW-)Y8.?@ET\NL$1@X"1[^!4>O% ,R5*:@;70!&7=_Q!C*P M,_EDW.3?
EGS-*O5_;RE>#6JZ;,^IN"I[0/VCC-^=D3;98JML"UML_=AT-0@9 M/[$>VY&LGE-98NMLBULL?
5CT%5'9+PZ^O:.9!X8A^9^9()\HP0$0#@T*EX(MY40#ZP#M"B/JO'8GHJ.EU7?_M]LF6VR5;6&+K1^+KLBBXT76BW>BEN?4EU"] M8IP#
(.+KNQ \ES=!D$@1S\JGYZ\C).S\K%^"ZJ2:G:%:-ZY.-X]OFGU:_U^ MD7;_!E_.,7 _QI>+YCVJCKYYK>M#4CZF184RMI:/?B<*$><'Q?;?
8_4$L#!!0 ($2 EE&+V/G MX (%8(8 >&PO=V]R:W-H965T&ULI59;]HP%/XK M5M2'5BK-G=
(*D,IEVJ9UJLJZ/1MBB%7'9K8#W7[]CIV00FI8M;T07[[O7+Z< MG$-_*^2SR@G1Z*5@7 V\7.OUK>^K14X*K*[$FG"X60I98 U;N?+56A*<65+!
M_"@(NGZ!*?>&?7OV((=]46I&.7F02)5%@>6O$6%B._!";W?P2%>Y-@?^L+_& M*S(C^FG](&'G-U8R6A"NJ.!(DN7
NPMOIZG!6\!W2K9J;XU,)G,AGLWF4S;P M A,0862AC04,CPT9$\:,(0CC9VW3:UP:XOYZ9_V#S1URF6-%QH+]H)G.!U[/ M0QE9XI+I1[']2.I\;(
+P93]1=L:&WAH42HMBIH,$1245T_\4NNP1P [;D)4 M$Z(V(3E"B&M"_%X/24U(WNLAK0DV=;_*W0HWP1H/^U)LD31HL&865GW+!KTH M-
W4RTQ)N*?#T<"QX!F^=9 A62C":80V;F88'E(-62"SAJH BS$UU; CZ(I1" MYT\ M<)TK-(6H,@=_2(O:_0MAB\?-=[K9A=RS2]:3/LA-W>3=3W-
_MRN6!Q MT$L/81,'+ Z2[O4A;.J 17$,]*!)MU1F!&DR**45%.B+A$',GPQ&K^X5*H%.:P#1RKA-19"=>M%,8N6!SV6FE,'#"HA+9J
M4P<,*]$;M1+V]QIE0>3*3BB%%J+DNOH.FM-F"-[9WM\Z'X6WX]!Q/H&A6.978G$IM-M M/?GJ1:<7C$1;FDBBEZ3BY-\7I!5!^! D.D?
9BXUD$\^!\+X J?,2YM5#67VN MYT71!%]7RW7]^F+>-/>O+B_KZ;Q8Y?7+\KY8R]_7T07WW_P M=G$W;]H?7%Y?
W>=WQ;NB^7!_4\EWESO*;+$JUO6B7 =5*CW7@?M1_E4EI_;-V]FKR_"MD?%LI@V+2*7_WPIQL5RV9)D/_[<0B]V MFFW#_=??
Z5GWX>6'^937Q;A<_F!---W92K;6/9@]5B_?AO_G4[$'L-(GJ@ =DV($8#;.E_/ZJO+1O:O5;F<;OORVV-?R(&^O"^;?.EH-O8W^U@VB_6=[/]J
M)7.[ZZX#,O%#?IW)CR/G1KX,;O+%;" _R3B_7[@[E!['')-J#?5MX-]R8[T M93K=K#;++A"3XG8Q730.B#@=4C;SH@JFY4JN5O-V&?E2!,NR-
D)T*5-GES]D MES^DDV$'9'XK[A;K=3O^G_)EOIX6P3,Y=/4\KXKZ>9 W\@-,7P8T>A&0D!!7 M3GCY[4K\JK[/I\7K"]GYNJB^%!?7?_U+%
(=_=V7*(XQWL'85_G+->4@H9?3J M\LM^-B!54UN5ACQA;*B+9DA1 8)I4:>[J-.>43\ETH_,>&^8(B9CD^BC-+8/ MXT;P["-8&+%HI!^6VH<-
*$FHD0J9XS!"^&AHJ H7+E::VD"RW4"RKA4],)!O MUM-VL9"S1HY>]^IYNXCNK[E_^[[H_O=MN5P&\@3\D%>S_[D&F"&G$A(V0<)2
M)"Q#P@0(IJ42WZ42]\[])&M1319QWMY6Y2HH'J\!\O;<']1%TRR[MKV?'UG:O9-^U?6A%-V8A"UR983/%5=^C*R0FNN# MMR-
]UPF6IEVB4!X;:UT&%14HFIXX>U9@=*[$<29+ M9 WA(-K_QKS- F^G>FX9I[<=- MU;H\-T6U*&*\">"TWP:O8^@5#[^T9, M8]-
M@(JF4%H&I0D434\9969&7H/K^M]=G6&LU1G>K.4%:A$\^V=9U\]?!/\] MNI.'/-4XTX/9IPS"S74"ZDQ":2F4ED%IXLC@ZC%7KF/DMQW;@-
JUI&TX3=P M0*CM^/LE>D<4ZBY":=F)(R)0JGI0E7<8'3$/US-/2>\?F_7+@(9=H8M]FH 6512,S0V+P!82-*B#GA' ?2$3NP.BI/ M+_*;>D?
+XW_DU:YHZAYYS2)N5FKGD!U4XO MF-CG+]>!H\@]G8BRMDCX$\OE!.IF06D3*"V%TC(H3:!H>DHITXOX3:\GE\W] MW-
[98YMEKL(Y5#2%TC(H3:!H>EKLW=;F=\%ZE<^)[359]7._7N_EX;AB"E7, MH#2!HNG15=X6.<';.K&,3FR3*8KE)9,97Z21,SE--(6*9E":0-
'T$"LOBOB] MJ+.4T_V:O==\VY AP\2QZ$,M*B@M@](BJ;GC/*RB-_+@I75B6WSF'5U?U=Z MKQ=0SPM*RZ T@:+I*:*<,>)WQLY87/D_EOZ?
KBP3NW;V091:-C 8W\O^BX44%H*I650FC@VNGK4 ME35)_=:DK[1.G3?7A>:FM;%?HG=(H?8CE):=."("I:H'51F+](BQ^&.E=3^] M[SI/7?
MEG:5UJ&[JT'67UJ&R D730[^W:=;O.CZAM$X=/J"KM$Y/V#1KHYRE M=0?*65IW\-
RE==>!!TOK5!E\U&_P]=IY[AY/QX3RA(_,2$#]/(JPZ5%2B:'GUEU5&_57=T![H[XK8O%S$6C:SIQ(]/)QO%DB@96IO0 M;=2
\LA>Z5QWAHT(BZSIY#@P20[,)N5KT?@G5M8IU,J"TB906@JE95":0-'T ME%*6%SUR)]E3*^M^;N_LL:TRPNTB"U0TA=
(R*$V@:'I:*!N,^FVP7I5U:IM- MEKWEU^N]/!Q73*&*90F4#0]NLK86R=6UJG#91H.S;_/,O8K]H[O2:(I
M5#2#T@2*IO_%&F5&,;\9=9;*NE^S[YK/;$,F28:,&1-Y E5-H;0,2A,HFIXS MRLIB?
BL+5EEGMLMC5KW\7>F[7D!I*92606D"1=-31!ECS&^,G;&R[E?NO;A M[^2#TE+F,-8B-C+KJE!1@:+IB:-L-
>:WU<"E=>:PJZ+$W!\Q]G>J=Q9 MZ@R MAX5G?X0,*BI0-#T+]OZ0GM\./$-
UG=G.6D2HE0A(6VURDF8*UGT'OZH+0,2A,HFIXRROMD_GOZ?KBZSNS[MV>SS!=3$A-)2*"V#TH1_;/6(*VN2^:U)7V6=N7:"ABPV;2>_1.^
0NU'*"T[M<40$2E4/JC(6V1%C\>3*.G/&';K1ECDVVB9RD;=*W!.H;NK0I5$;++,:")45 M*)H>>N4Z,K_KZ*^LN\/MV&7+B;4U=LR.
[]UH'@4#8>F;>Q #6@\C",S-([- MLY2083(R)YQSEZU[<>3*W^-^?Z_7GG7GV/H%^DXE;IMY/.8T(;%1&IU =5.' M+HT(";GY/0HJ*U T/?K*J>-
^I^[HGG5WQ&U+F()Y:8WQ^T_J&;.)@>*#4_&1.3V%Z\!#EQIH#]K$/Y["SN+*SN-_.@M5:N6V]6-=S4%<+2DNAM Q*$RB:GB+*
M_^)GVXUZ='&!WKP'I4V@M)3;MMB0F2Y^!M44*)J>-\IBXWZ+#5QJY;99-2") M>3.VOT^]J?!
M*9HI5#.#T@2*IC]=2KF$L=\E/$N=U:_9]^01VP:>J\X*%4VAM Q*$RB:GC+* M6HS]UN(/UUECA\MH/:
<,>O.B$"IZD%5]F/<:QMKWSJKG]Y[C;?MS0-U5JANZM!U MUUFAL@)%TT.O',?8[S@^H=U7F=\]E_U0V3;GJ M7LZ+?%94[0'R]
[=EV7Q_TS[J_:&L/G<:U_\'4$L#!!0 ($2 ED)F5-V MS0< ,8A 8 >&PO=V]R:W-H965T&ULK5IM^.X$?XK
M@GLHLL!Z+9)Z\S8QD&3W<#WT#L&FVWYF)#IF5Q)]).4D_?4WI&3+%BDEQN5+
M+,G#R3,OG&>&\N63D#_4AC$=/%=EK:YF&ZVWGQ<+E6]81=4GL64U?+,6LJ(: M;N7C0FTEHX5=5)4+'(;)HJ*\GJTN[;,
[N;H4C2YYS>YDH)JJHO+EAI7BZ6J& M9OL'W_CC1IL'B]7EECZR>Z:_;^\DW"T.6@I>L5IQ40>2K:]FU^CS;12:!5;B
M/YP]J:/KP)CR(,0/<_//XFH6&D2L9+DV*BA\[-@M*TNC"7#\T2F='?ZG67A\ MO=?^LS4>C'F@BMV*\K^\T)NK638+"K:F3:F_B:=?
6&=0;/3EHE3V;_#4R8:S M(&^4%E6W&!!4O&X_Z7/GB*,%H,>_ '<+\'!!-+* = N(-;1%9LWZ0C5=74KQ M%$@C#=K,A?6-70W6\-
J$\5Y+^);#.KVZ%74!06%% %=*E+R@&F[N-7Q M+0* MQ#JXI6H3_ P15\'%]YHV!0>9#\$\^'[_);CXZ4/P4\#KX-\;T2A:%^IRH0&9
MT;_(.Q0W+0H\@B()?A.UWJC@*Z I3M5/AK4W*2/@QP"&. M/'ANW[Z<3, A!R\3JX^,>=DX<&T=N\):B"F 72JIY_=BF,=><>;W6:HW\6LT.
M_ZRV-&=7,]C"BLD=FZW^_C>4A/_PF?Q.RDX<$!T<$$UI7_T.!:D4RFMDNS*Q M*TW5V:WF)(R2]'*Q.X;O$<.$D%[L!%A\
!9/1N:Z^!]LLC;3M8#"E(LZYR4+ MZ@ZQ>6JN\;PG92=N"HYN"J9C.$7!DIS3MOR6QV/D'T_0!4-^V^VI#-TP MOK-
[DY;0'IB*X\\8XLN8(7A7*$M&"@[JF1M%T[W+!K8@4Z;#.Z(\NQMM=2\Y M?>"EK2I0^)_S$MI#D. 5$)%NVYV'1H%2X%*
[L14WP?):.=E$G,N5[Z7MU&;] M8X$FR7AU[0;9:W/L!"U"Q,E+5VJ>HF4R$MR>TM$TI]])MJ6\V.^<-J)";YB$ MX0-
F6'PT<+7%Z>1RD:DJ!7#)&Q,M 3.)IF\"]OK;8N"\\1R8XV=8?3)Y?$ MHSNHYVST"FGO,V%+7]J];IHG(.R&]9[W(O>P+7;]ZTJ9FC6"NN=D-
$W*!_=* MMF-UXT]>#ZUFX;!]\TCAD!S5WM,1KZ=?/$V__[(,=51_?!"QRZ)SM(R'TX57
M+$4CL<<]V>)ILOW]KXP.V*5/1#!VL'O$HC@=:6]PS[,8GS6U\GK'U%M@3]+W MN67\O;2=.J%G;CS-W%_-_H2)H
'EEKSW4X[=Q8=!Q^L'EX_G*'::))]8$HWM MCIZW\?3(?4=?VK'6@/8Q\$<[UYJ1Q\1YWW-[#8D\AD3A9S!+F6&0\
>5DU(>!2A4\0]K>+7:%7DC!7=OJFH-CA? MSH/OLB9)B)L\KEB4XGC,YSVYXFER/;5 T9*=AWYJ\NV0NR)Q/#:3X9YL\339 M>@ON1:/L-
/GA[37,0ZJ$+(V8RY\KB569FVDLSSK17DI7F748G M(;K/3;<$N*^]4!LJNV]X?.+0/Z!.5_O<1XQ2=& MDK&

(]J1/7C]GM]6OKWC'=?"M583X"#^.LN'HX9'+QD+;TSV9IGMC Z]AEYOD
MNRA8>V5*MS7M8VN@Z;QV0$MU=PP!]4=+GIN75^9[KU4NW1.$R)!2/6)SG(8C MLS;IFP*2O%K2_P+XR8[C['=!
[Z3MU!5]=T&FNXL]LCKVN2A.<-FD@MOWTD\ M+0)L$B=@KEBZ7**Q1.Q;"3+=2E@.-N$9QLR+U>T$LC!+G1WCBJ41248Z3M+W
M"V1Z6O_69]#M6 9Y#LK=0=@CA;-H)/FCGLJC:2K_:LZ5IF+=K3]^OY=!P1E2 MMTZ/%UKYW?Q!:B\I>;A@MF#0"\/U:"+V_ M,?_@\-.-
U9]02P,$% @ 1("6:Z')],="@ ,1P !@ !X;"]W;W)K MF=&>;)V_ M"1NE&G%7&1M.)YNFJ9_/YR'?J$J&F:N5Q9W2^4HV^.K7\U![)0L6JLQ\M5@\
MF5=2V\G9"5^[\FED.>DNO-7K34,7YF%5>3HY7SZ_.*;G^8%_:K4-H\^"/,F=672IC2!',^)!T3OHC27#\N=/^ _L.7S(9U*4S_])%LSF=
M/)N(0I6R-Q%9^+QMY=N+=5GAZ&MKH [O*TC!.6PK*=>-Q5T.N.7LMF]8KX4KQ MIE9>$E)!2%N(ZQ@ENG.MUU:7.I>V$>=Y[EK;:+L65\
[H7*MP,F]@"*F;Y^G0 MBWCHZH%#GXB?G6TV0;RTA2IVY>=PH/=BU7EQL?JDPE>MG8FCQ52L%JOC3^@[MZE$Y8GU'#^A[X]?
2ZM\8CJFX!";PM9 QCP#.E5=!V29> $(_:"MMKJ41U[BH MD+1-$/\^ST+CD7;_.810-.#XL %4BL]#+7-U.JGI+'^K)F???K-\LGCQ"?>.
M>_>./Z7]SPKZGWZH.*CCNO9@&W'M* !3\9/-9^(OWW[S;+5:O-BYQ]>6+X3S MHMDHD1ZY=%4M[7VZ^=>ID.)[9>16XJ#<^=KYE
:90E((%P^&50C]>>VU$:LE M)=YR(1H'0@CP88J_MR"\FAV,(@J*MRI[3!Q20'.%P&Z(W6Z5"&R?J%2A):K; M@@XIAZ 0A*"LS P=F+.EA
,.BD^Q_DK)0+# *>UA%B$O.&ULKFBDEE$>:"= MYRJ$])R,^(9.X!9'CRW4ME&^1 H27K#*9=K@O+I&+!B1&6"M5"(I5F^"$W7K
M\PT4,,0C;)=/7P08Y4I8 &%X2UFM8=!4;#"#+P$QS565*2^.EH=E1GYX-3+&.+@+ M/)H-
4FF]H70BU]Y;35>YWN$"&2<%DJ6CA%UUG1)M!1HI6H45C+[7'[E IF[0 M7#^TT@/_*'()?.3:(;<-0N4T1*Z\!N'4!LF
P_89ZD("0;JU0U5T4&ME6[#M MP+9 L9/21Y?RI[,PD!F[%\>,_"> F =_$:Z,%:JELE4>L87D%=H9,VFRS*2 MJ >3U\JB) S0I92L$S)[L)+]Y\
0WO<5_>/Y^557JS$E-GU69DA0K]:M2*!@5#_?8HVD'??A:KY +IBU@L#'()-96YM@7SVJTZH-(- MW0;4FQ'M-NA(=70OX56V)E$.V0E(RY:
[5;0AIL8.+IDT7"AQ^HX!V$.Z ZH M+8 XK-CBP0(J;^EH[ZHO#+M,&,E&T%.,1^%0# 3(."@%.-0X:BQ=L+@'*=^ M@G?
N>O6AU93CV;V@\N2,I7^VQ=FQGW[0^REXB>5S>;AQ5AMM: M:*-JT>BHD63/X5,8S1><(HG0J*_8(/-A*$FQ 1E+9$2FE!7*: S@'8WG8\K]
M(^X%M!134%+14I54_]K:N+5\16&3^9&=^]1)Y/IQRSN/$7K+]$51HT5'+!>/ M__&9)%!B)"@&&\&7K$5EOJ6"I4=H(I^)]X'+ZF5HT%;)-,
(K3.,52SH7=:0G?;I10W2E3\6M;K$<-+&#WK%,=4P7(LL1VF*J=0(W MLNHS#,^K)&JTQ/PSM T2&6H@32K4 LB0A^3B25QV*7\?
#.!#)GG,E;9-1JB[MFK(,?- R;0Y"W&\C]^WV))KM I=*CQ*%;(,^XJC/&E:*BB%BXN$5L8%>OP\>
M*1FAGZ$^8%R<=Y#*P5ENR"V2)^92KGW>5M3 >' [SYN663_2;,YE4&B$Q'?$ MYL(HFH?'ML$-LG:(=\K]Z0[A4P7S+(=9BBSJA(L$%B&
<838I=<,5 "6>O8.= MN0NI&61-&D(E!YU6O#3L]%/?-'6A03QS'EL:2?$N0-J'5<(H"LM4 /\\32^< M?\:X+;<(>ARZ0
$8)0,_>RM-.SSY0,;EB9EI$I&>NV76!HS[@0"O,N(SBNA4 MM$&A@4'Z-LY=QMGU8\-=)BJ?(D5=?C/:7Y![:36"H[0*-/*.O:!)JAERN:^,
MO*L>,F^=9)'= EG/EYS]V2<(;$#_V\]2M7G,/0^PNQRWOX*N6+QM>_X_ZXCL:ZD8SAG4[D8BK"8,0
M9^T^'B/&#_H.VSF_3XL&O6JQSG=OPZ8@=%JQ"".:"FC2 *L@821M8L/6$]*5 M?'0%3MHXU[D60S??!P+4&GP<9G61EM2O),K9@5-
Y_Y::>P_D:=OIY4-48-5V MO&&GP*-U2=L5\4<2Z@XMCB?83FRVXWS7(KJ#N\=0@SA,FO"0I85"43+'6N[4 M:+Z_J2)N;?
3^CUX+/^8W+'&'<[?43/<;SO[N.#1ET,30JD)++TOV^E5<3)J- M5S$[8?";O3E\^M'.ATX2F#T5]_W\<"M$_!MYDW9?U\<]=I^&)SE7M
0UZK28 MB@H9.7X%,AV4][:7:KQ]2X_.KAAJ'17Z?FS23\$!2XG%';EYP M1TJF1)]X(H$C-#CBWJA:2NU!TNGU"EDYD'4'2^P:
<08[!=$^NUA)N!+6AL3 MZ.^(WM,[A?1")/%<%T)>X12/GB3W2EIFA<@>QW&7"3B/*R>*IS43.(8TM^H"%*<::>DM7=U&E?
J2#,R[A*/%K/%TWC 8K8\ M)F.P2U%%4J;G?*?0IH5AN\IBH47\0]^0!Q>',!$W=R,9[^NC/-N?#WHBV&&(MPUO][-!;_/GH9QR4R)I_K
KQ16'\1:>_VO\>=AY_!AH>CS^F_2S]6N-XHTJ(M+F9/OYL('W^@BE\:5_./0IEK4(_\D5X[*D\/X'[IT"O2%SJ@_Y7P[+]02P,$ M% @ 1("6>B/)/30!
/@L !@ !X;"]W;W)KPQ4WA?*TBMKZQH6BMM1^>GZ>S:GY^Z-AIM^=I3:.M: M^>TE&[2Z9ANTL^2Y.!M=S%]> M+D4^"?
RF>1/VUB2>K)S[()MW^=EH)H38%OS5=LC "!QL<><[0S*8K[MZP'];?(=OJQ4X"MG?
M=YK,Y&)R/*N5"MB3=N\P/W_AP*7N9,2+^TZ627QR/* MVA!=W2N#0:UM]Z_N^CCL*9S,OJ"PZ!46B7=G*+%\K:(Z/_5N0UZD@2:+Y&K2
M!CEM)2FWT>-60R^>W_":;V5@% M>F-SSA_J3T%HQVHQL+I #G_Y>7SIG)>A41F?C= :@?V:1^?/GLR/
M9J\>8;_J7BA&GNE%V2XUW:YUSH/P3 M<=^+2U_DA+.27>E54VE0XE*DM*6?7&0ZH>?T[,G)8C%
[=:JMLII6AVZ@B"T2@;Z^5C_1N3.]P0O-.40?ZN<4Y M>[.%2XWS\;MD;<=3\$*["IG737)FS3ZT07PM.,C$@1G)H\Y 0%0=5#QE1N&V MT%D?
@@XI*)/$DQ^4MUWY/"B"@&AUA+H*V:^$O7!" M=[7*_<^1Z(95X3IBWOIFV"Q>(D@HS4DHU$88@@O:)WY 1V!6ZW5HQ @:L
MLHI0[MKE">#IT?%DB:^7,>E## -/#V>3Q7 R!EAH.'V?S?;KW GZ[O]V9CZ;
M3UX\].9X/IE_R9N+E,\'M/9KH',4/6#D3;4KV[PKO_YR:!6IJ#:BDR)M\6 ; M9,?T=/'B\)["?MA0CWS7=/V/EEP]"&3Z'GJ6QYMP@9?IF2=U[-
#@Y3"O@+?! MB*[H>/'-XXBZFXB6[R+-%WUJQMVGMNMH,2;C0.8IJP*--_G<-W*Z]Z9!\Y;I MY2:10$"ZY\WN=/1/?BWCADUT37HAK5S$
MI$C+"LE@+P*X+QR^0_U&#.R>S.=_ U!+ P04 " !$@)9I:PB3: % ": M#0 &0 'AL+W=O]U*G2LO.AT;IY1+V]8E%=B9:Y-+AT>SZ-
C2D$R\4IYU MPFYWV,FE*EK3*__NHYE>ZM7FO[XI-:I(Y?=*97 MI5S0/;DOY4>#I\X.)5$Y%5;I0AB:7[=N>A>W$%-
MZ37OU.C3\#QHMU9OVO6-6R/0C'E74Z;Y3!(%=%_2_731SV%,;= M9Q3"1B'TO&M#GN5KZ>3TRNB5,"P--%YX5[TVR*F"DW+O#'85]-
ST0TE&.E4L MQ#N"<_:JXX#*>YVX0;BM$<)G$(;BO2Y<:L4O14+)8_T.V.PHA5M*M^%)P+=5
MT1;];B#";AB=P.OO7.Q[O/XS>+5CXL^;F74&5?#7,1]KB.@X!'?&A2UE3-8)@M",8G4+_5SDXB7"B>0 ML8"0"T.$AG-6H-
N%GL]5##55B+M4Q7*A _$F@VFM[*6X)^E<1H'X)FT*#*<+ MO)2%DUP/$ _$GRJ# F MN K&@7 0;4R>$NWW&M$]
(B>A!X&GQCHUO2/254%>U!/&WD'<+(;3CPK2@FPL MLWHGYY[(-M@"D4R4]:*@V^T*I\59..[R MNBV^H*F,I^?(Y,C9W#\
<)JSV>IM<987,K(9Q6VK,SQF"QAE5("+I38\6%5 MV%2"-X/*-1SA4#QX%VO+R"MD*!4LYS#V'24"M;.41LG9+AE>M+U?82]?C,/>
MZ/))E5GA-B6RDL'C&$'"N0$1YF/95O<6)QI<1JP'O>5H5@;S,(&5J.L%K(FH L@N=3H:I%Z7U2AG$*!U RQV+K- M1U8"[T%HII>-
NW.=X13E6#H??"1SJ1*6V9ZJ'*,G?6TMN3JY&9*F,I@D[RB$ M?75OIZWXF1U,=64A;%]=P#6O^N$ T?!9=Z[GY]4#_)D8!>,H$N_V3!SJ[9OG
M8N^?D@B0@>*\R:SH]8/NJ"<^:^>C]3SNF>B-(!J=#I@JZ@N-OQG,<%O95H0N M?
%Y0F@FN'D@B5E9G*O&5;QW^ZDY^"#0GJC!PGU.TYJ.3\2'2]VK]S([/ 7[Z M>ZO#"&$R,3'X.1P/^3>:L,]!'R[S?
S@9B:^/NW.K,AX,Q7C2A]"H%_(O +XI MEZK_Y7.PEP:NK>5QHSPX=AT!2[]1 :W,J\@$M:[X6.:[V58%@^0.A\K>T,1Y MP4S0>D^F"
<\U)F\1U+P.*AT)*EOSX5P1^)Q%[1YN4SC,./W8VG\1^+E)_KJ8 M;7Q['_9)/6Y7_LI'R;E<@M2"W>1K\$.J_-#")(G: [$A:>SNK'FBFB@;ZPIU
M;GCB06?0'OS4%I]VB*C5RM05?J3%_ZFO.0G2-NWPM%K_\.00-T9\33'E,YPZ M?)AZ[3,1!E%_Z]!]&TT\:4YQ#*&ULC59; M;]LV%/XKA
KT*;,=.VV#U#:0I+MT0(&@:;>'80^T=&2QI4B-I'SIK]JW2V8FQ M%R790QR1/)?
O.S=ROK7NNZ^(@MC5VOA%5H707(W'/J^HEGYD&S(X*:VK9<#2 MK<>^<22+J%3K\70R>3NNI3+9?"P6V80!D:8\L 6)?
QNZ):W9$&#\T]G,>I>L>/Q]L/Y+Y XN*^GI MUNH_51&J17:9B8)*V>KPV6Y_HX[/&[:76^WCK]@FV=DL$WGK@ZT[92"HE4G_
MY:Z+PY'"Y>0)A6FG,(VXDZ.(\H,,'4P6] ML/QHY0V#E%Q5(C6*[,6T@CR0:$3 M2-A2!-B_M74CS?[UJ\OI^;OW'B*FE5I065+L-
O8E'!3.!.URW19LYUOKE"]4 M[,J$8UNIO!+&1O$5$)0JB!S^5H3&S^W:J!^ 4;0P:,5&ZE:FEM:8*=+DY$>1 M[G_A/,8A"H4]!
[?.UI'"U]'J2)14,&OA@PQML&Z?A!L$1SK%P4BNY9!S0-20 M+EA@*"@'X](4T0'QU"#G6 .PI/<4$@&4)E* .)SFK4#6$/C\-($KRF7KZ=BE
MJ*07E<+0<"J/281&&SUABH,2AQ\JX,E'-#RT _ZP$F6K]2 [N6:)(%0 --P2 M@^ Q(2,0KW:B3B.!>"0(-#3U#7UV O8HLTBUJKFPG$*@'M@?
11:!P(0U)S$X MR7K$DJB!B=Q(I>5*(XG6JU@#S-C06L8%;51!3 ^F*=%.H<3-IM4/N5):A3W7 M.?,>X!S-;2N"CA-
@;VQXHCPXI80:];CTANLT5([HISU)AY%?MSI!Y$1UZ&%O MB]1Z!$"52*T) TR4Z4+ 668JAH"8"V@05X*RC=>66,.2X5B\$"UP0?CY4FYC
MAVQ5J*(OV@4"*M^BD7OI6NZYA>WJ6VI#%.0&*2X5%2/Q:W+Y@ &Q?BP94_A0 MTH?JC>W;U32FR-FC+N#B,;A_/4FI > M
OUN_XRZ3J^'!_'T!OLDW9K'@:82JI/L<"VT% ME;JEMY;U:79>++>'++*YR* MJHZRD3+8RPOBY]OIWWA@A*"<75
B&:GLT@Q^=)'80OJ>7!&=LI(@2=4A!13^ M*+('UUG'"![JEQW@PYT[%0V2](#*REH'-$W5>DJ307JP6BLX[F8 Y929":6E MLS5ER9M7!Z(^3#
(LY%4K) %WPB$9.GASBA+3R*="*+2" 2"$IV\Q9%L,3UT[M6%^;_<"U76ENXJ@J;\%37K52EXJ^MN@)[*I[D%TCJV/=(CW7=EL3"P2Y&(>
M58)OS&&?)D.@AW-8_JS 11Q.L[JKN'3YI1L2_%IT^FYA(Q?SPQ)3E$?!GG M"_F\0('->)LL,4_-9>E1*1<
=M72$MIB@W:VIU&XV&P=I(,3@X2BF^C]KZ- M8KGU:!/*>XM^+';,73<35];\6Z&O8Y9+^]2"=44^=XC MU\V%W2;8)LYB4QLPV<7E'*,T.Q'
]]+:L-[(!9OA?/0O4$L#!!0 ($2 M EG-^/4E$@,)\& 9 >&PO=V]R:W-H965TXVL\Z!!1&D9 $;PM/ M?-=;MQ M9GNVPS7:/_8K3;/HQ-+Q
:7A2H+&[3QX2.Z7N?/W#G]R/)@S&UPD M&Z6>W>1#-P]B)P@%MM8Q,!I>\!&%<$0DX]\C9W ZT@'/[3?V7WWL%,N&&7Q4 MXB_>V7X>U
%TN&6CL$_J\#L>XRD<7ZN$\5\X3+YY%D [&JN&(Y@4#%Q.(WL] MWL,9H(ZO -(C(/6ZIX.\RI^998N95@?
0SIO8G.%#]6@2QZ5+RMIJVN6$LXL/ MLD7I+@;65K7/L!),SB)+S&X_:H\LRXDEO<)2PBF; MK&5ZD_#C*.\@BT-
(XS2_P9>=PLP\7W:%;]TSC>^7E+X.5NP+596%!ZV9W*&W M_W[8&*NI1/ZY%/S$G5_F=L_FWNQ9B_. WH5! 8+!XOOODC+^Z8;R_*0\O\7^
MOQ-TD^6RQDO4D_E^XV^J50,]?L/\^\%79R-P URV8J1$DP&V1Q@E&SMN/8(* M0$Y8:93@'7/+QM+@+MJ V@)U%.TY#3 #6R6H,YA[^-

QKQ&*":@,T)?!FK]> MV7$%XC[9F?6#UZ5&PV1G?H1'9:P[5^,+RA'A'31Q2=^ZJ.B;A'66^#$K:GBB MRV&Z[8&@]+I?J&OM?
86489R5D(=96D&2A'E=0A4V:0-K)M!X=^IJSVBYW$$= M)G5#^RF=DQ1A41:09&%5E? ;2@I>>'_6T8/FKNY\$HHP+RO(PH:HF["J4SJS
M*1OXK"P!S+6\O*.8PZ*I70AEF%4NLJP.RS)W1DRR4[A4A]%9TQA0[WQK-,0] M2COUC]/JJ?L^3$WGJ_O4NC\QO>.438%;@L9W51& GMKA-
+%J[UO01EEJ:-[L MZ0^"VCG0_E8I^S9Q!YS^28O_ %!+ P04 " !$@)9Z-Z(^"<) 7%@ M&0 'AL+W=OJB;HRX#UQ:%U_T?!'H MQ?
#J8BGGZD&%WY?W#D_#5DJI:V6\MD8X-;OL78_??3BA_;SA#ZW6OO._($^F MUC[2PVUYV1N10:I212)$C\K=:.JB@3!C*]99J]520>[_S?2?V3?
XG5C MJS]U&1:7O?.>*-5,QBI\L>N?5/;GE.05MO+\5ZS3WM-)3Q31!UOGP["@UB;] MRJ>,0^?
^>@;!R;YP(3M3HK8RH\RR*L+9]?"T6Y(HW_853X-X[2AH#P$AU6- M<^'JQM:U#D Y>"%-*6ZL"=K,E2FT\A?#
!6T<5AD<1^2N,DWQ)V).PA8>/') ME*KD^<\A%)*2D\-*J)#>^:4LU&4/E>*56ZG>U0_?C<]&[U]PX:1U
MX>0EZ7_9/^'.'XB%**LQ.=II>>2BLF+WQ8*:_52FHU82"^,-:\+:0J4EYQ6 MBE)5U[$6\RB=-$&I4BRC*
[!5B:*C$;0BEDZ#$'2U$252F(T@S'2A_$#J#9/1%C(("2B:&P090HJ+%"55^N%PGM:DZ2] BMY<:0- MSMCHH=N_>B?
^I:3S0ID20(B/JE#U5#EQ/,[BOQ M^\=G_/:-.'[#[\[%#]^=3\:3]P082',&9[:O;-CSRW80_EZ,C_MOSL_%+VJ. M)>" LU[\Z&PM
GA1!)M^V79R%21%XJ(#QH!D&CU"[7V?EYM@U7(CI@HD//T+ MQ$A"5L >KHN*]=19CX_%@B *"Y@=E %\%*J,25%)77M^XVR!Z.
(E@O5!S;4Q MM &$>P=-<($AV[6!(EPH%] SR%"-**HG540B:"_6%" C:V@DU]86F1,DK2$M MBNATH,2<.1E+LL-[IG8H+)!<6-!5/@F-
OQL=\/2 \ZF\@]/P^@8@!AH^HI=FHR.Y"LZ2T(_/2'9 M44;B&O)H]>'3C?@241KCT?3UZ8 K:*:=#]G\/NQ?TC^P]XO&85>*NV@0A=5 M/
#F&,2#+5 *?7%KBD%?H&7+:B".2!WEU&3T/AVX9H'\:OS^55^L90/+7EC8 M,%DA\LJGHB%9:&H(LZ3BJF4)*V5%&>50U+Y"XR7X,T+]&;&
<9L/DW.9\CJG?(9-G@>Z2A M]9 <.=65#AMR+1.5."+3:>]*-ZLYLZF+P%Q=B&4E#9V9631VA"()!X;*@0(! M,5CP484^PP#ET([
24#I,6/T#YHRTP:L2_PXC[HD DZ9!5U 2<]F325T,P-6 MJT6_6%EKN;44Q M^#R;X.1KG^GDIYKV:DJLAT1L7-%U(&A+2R>P9PBEN4]
M;*DKK?JF/G?+\^=8=6"X#9E__"[[D& /BN0ZC,&Z#=7-2J<:I#&5A8'EL0%Y M@/ @:+K6E70I5KGBX"%*EW".Q%/^@!/3&/Y)>,Y_ASK?
@:XMLEM5"%\]L@;C!SJ&X?8 6H2(H M!=W&RE@QEH[T,6U@=;K)O$ =+?O/;>5U\OAY0F9OL+;GR%I7%88YZK/Z*= T MMFE&)-(+
(LH&L):.W<1I4$;9L045G # 2OHUY1 H[JQA@DN*P78\%*T7Z'F8 MM=K6<] :: (;+I&N@YT1E/S!Z,;CC)Y;E+BG<9*E"3F'(I]Z6ZZB5%3;.>%Y
M\)-\4 4L53YW=?@LF]QP.T.4-C3?(3\ =YIL2%BB<@8]#7AL$4G!:\RE2YL[M4*)?=KE4%'\1X20: GR+YM'8M>&V:IW?
=1SC7D5U2'E:P!^8HIY8@-=SHT&(M),P0WY@GF[\;>QX[A9.THA(@S/N+BNIJSV%T9&?0%=[WL7C/JGUF$:;8H)C M7M,".=8V9&YQ/%
[V,]7L ;H53O.[$1C#B;<"VM06RM82:4@_?&]FR04N4I5% MANK 3@3YJ'+*V&JE]A3FZ:\U5=8V&JY-DMXTQW8JVAN@G<+\X!+B2[E!8^&!
MF67X;5CJYOKRC3%HV[^W$]7@P.TJ$+Z 6N.J7[*!^6*9" K/2XL2(*8753N" M[UA6^>YLR" K?//W&0/^BVCQ(!+,?-O=.*O6,[3[&W
MTQ;A"PUDTCD:S).9N7%KG%Q*EVIVVV16*"1+V9J^Q.06A$M*X+=[&=D&M41B M<*VFV3B/)0-Q#YR>=L'?;Y+QZ">(RJF]E>H7I
M@SQ9:,_S"B*+J9?MVQ774'0&-QK]-2IFOSRJ:E?$F@*>"&U%MG/:$2Y\A MTT.P2_[T-[4!Z&ULE5;;
MZ4G8>E,XUI[V>34NLA3W1#2KZDFM3"T=; M4_1L8U!DWJBN>DD4C7JUD"I8S+SLQBQFNG655'ACP+9U+M[A3\DKNW>&CB2
ME=;WO/DEFP<1$\(*4\<(@OX>\ *KBH&(QK<-9K!SR8;[ZRWZCSYVBF4E+%[H MZD^9N7(>3 +(,!=MY6[U^F?HX
M$=NQ2[;LSI.C@+^VZ@3Z40A)E R.X/5WT?8]7O_HKW%1ALG50%_+5?6&:J- MOP^%VZ$-#J-QOYS:1J0X#Z@A+)H'#!8?W\6CZ.P(U\&.Z^
8^O>>S%&PPU2/ M>(O)<*%KANAGH F@!$.+0@+6N%FS]FS'<+)OOK'=Y,D'I]92$N)^9YRAJGT MO5R+>S3PB163Z.SB]\MKOXS//H.T(-
W6%!\Q;;EI0>>Y3-&$L"XUC8('[DW(MI1(JE:("[;KIQ."T@J8UC;9$6.?LC)V_IF%#BH>4+ N?L4C/@ZD4?6)$5>FT MLZ3$Z=:D: _'RX$
/HBJ]A',HO 3UJ"?D!E'R6ZZS''4>;?'@K0)5;HG$@@'>JVZN#MDGP92IK['
M7=_[8[C$%.L5E4T_]M)^R&;D<,T_2H.5A9)4)8*24+UB7&*5,6WO6W)EM,[* M#+?,OBK)";CCL(G%+3Z@:O&M0"F=&3HT-(_1P_X[T%>MX
H)D_,&G)9E\\!6/(BVWME8^0MW-8>0Y?"";70*IGAOT MMV+U]']B%EQ%U [4>Y]\(>G6$IK]?$K]8!!?3/]GKW?$Y_ 7SX>Y[*V6E [R M:^$]C"?
AI!_18I2$_3BA13P#*4S#T:@/8U**X(MV%.E[F$[#_G3$KFD1 M#]G/=!3&$^]Q. B'R1@.C?;>W@5,_ O_S*!CIYYSW5V\D^Y>,LON G]6[YY!
MU\(4DIJBPIQ,HY/Q, #3/2VZC=.-O\Y7VE'M^&5)KSTK#?&ULC59M;^,V#/XKA#<,=X 7.WY)TBX)T/1NV(;=H6CN=A^& M?
5!L)A8J6SY);MI_/TJV$^>:!OV24"+YZ"%%TIKOI7K0!:*!IU)4>N$5QM37 M0:"S DNF1[+&BC1;J4IF:*EV@:X5LMPYE2*(PG
2E(Q7WG+N]N[4[^#-?>*$EA (S8Q$8_3WB+0IA@8C&]P[3 M.QQI'8=RC_Z[BYUBV3"-MU)\X[DI%M[,@QRWK!'F7N[_P"Z>U.)E4FCW"_O6
M-@X]R!IM9-DY$X.25^T_>^KR,'"8O>80=0Z1X]T>Y%A^8(8MYTKN05EK0K." M"]5Y$SE>V4M9&T5:3GYF^9GN_6^I-=2H8%TPA?/ $*
[5!EF'L6HQHE M'4AAUWM7^V3('E%1*T/5E!O"DEN@.: -JYRK@]9V-Y-E22U)U9T] $T60)85 M]G@N\Q%\X**Q:&_AM2->!(W;+;4Y&
E,"*BEPS>96))B=VK86L[V"J;BM,@A!5FK-'H,G KRYI5 MSQ:F46K G1 'L?
G.>..R;J'S+M(^IO9,U6)J5N*HNZ*A\9FT#%V.^Y.F@%NGOG'8K;QJ30HI$7.LM%D1Q>'3QG6IL\ MN1XMB1M[?TTT%.+)<
(:+>A&RYH_O:*Q0\?^Q /I<\^&&:J%3=.&1#GI4VN/ M[?/V,[P;3_S95?3>B;$?SE(G$GHRF3HQBOTX)O';CZTS!-0G[9-._,G5E3]. M9I"F?
D)B?'5E=]-H3,O0[L;QV!^GXR/?0T[\,SDF'N$H#M^W0I1T0MH+"45P M>I5O:.=!
<]%@L"7TY%HKAZV2Y8O;)_<+5_[#;'#%:Q$XM1OU.SFWC=M-II+> M (W(H:!LP@;1EJ?AO_938'3NDM:A-_.HG]V60* ML3])Q_XT2>"+-&PP?
L3S<0!UV;)>J3^;.J_IS)^F"9S[: 2#3WJ):N<>+C3\ M9%.9]NM^V#V\C6[:)\'1O'U8?6)JQRDT@5MR#4?3U&L;M5\86;L' DT%>FXX
ML:#W'2IK0/JMI("ZA3W@\&)<_@]02P,$% @ 1("67LI#[)1!@ U@\ M !D !X;"]W;W)K&ULG5=K;]LV%/TKA#<4&^#X MG9?S))FQ3JL6-
>TW8=A'VCIVB(BD0I)V?%^_N+\/81WM]:2J?*TT?K7!544B[OJ77 MI5S0/?DOY4>+MWZ#DJJ"M%-&"TOSJ\[-<'H[8?
M@\%71RK6>!7LR,^:!7]ZG M5YT!$Z*<$L\($C]+>DMYSD"@\5AC=IEN>6+[>8/^+O@.7V;2T5N3_Z%2GUUU MSCHBI;FL2KK($Q;V[['N
LTD_J8%N(]#H!: 3\<%HGSGQDTXIW9W?!ZF&V6C# M[';T*N OE>Z)\: K1H/1Y!6\<>/I.."-O^WIG7));MA9)_Z\F3EO$1Q_'?(Y
M0DX.0W+"3%TI$[KJ(",-(0GKR&_E^VYE6@PS1?0!>? M,Q)O35%*O19%_.!$0M8CP<5<::D3)7,AG2-82R_F#+1DH)YXUSP+Y9
CD0OP:C(93\7ME/.8'E5V0)Q3 FBO/M$*EV'.5;/<38QM) M%;G>'NIH*GZ;&6G"I5+>WC= M[MX$I1O6(5Q8*&U\[5&79T<2D=+6R&S9PB:1'
PB,=::F;'2QQUO&=7[G**2 M1I85B@.V&1'/087MG%<(2HX78>9AX%\)-YZ*+]KL2[?EZ:JR-+;F P@?"6NS
M810\19CW0G[&35=Z(3S#.1'26GO@QC8=^MT,/3A0K-.9*0U/+]SS+&YXU F? M[N8U$HO#.46@>(HJ;+\UX;@19!OPJI4-/X1T0*X
R_TX%:CNU%3W)F[J,-NH M)CX;#Y8?@@9!N'M**ALDGL(M6X9=%#,#4/%]$'TXNL#3<-@]'A\?&OK2N^\) MI*U.UJ@P&[3&[O3\;.^/_ZUY1D
W; M5,H2<.VEQN/NZ.STT-"^*AN#\^[YX&3O+6CQV89-/ZC&Y/QXY_D;XDW X'SO M[8:E.YK)Y %1<&#.^.1TY_E%P2=GW?
%DR+*UY4@7'52OY4_QQ0\X(M0RY#"3L*M1%VS38PI.66SQX =VY-L5]$ZC*&DK7D4T3=9Q'TRJ1-=:.TVRYG
M&Q&6<)55.EI8F6Z$W@^&5:;0B58$(K73S,1P_Q%R*=&*,.$(T=.[LSL(8!Y M?W;K%3OU+,T#.RRP F;H3FAR'XWH0]]!3U%S'%F0.=0<2$+
[*"":^IOW*9PJ M -S2)994MTN(0VAAC4-EU('BBV#C8.M;2.8,X\G7H/\.)8JB"M]3&
M>#LL^L&6L\TLJ%/9%U1',TMP*>#3=15.42$JUM]H!L_KYUT5\LC :DTX-'"S M)>?:57@RZ9Y,CH.EG,.CK3%K4B>_7YDPUJH^W9/S\[KFM-
%B83ETB.^W[EJH MSXMPH\0)F6,J7KN:T>;2>A/O:EOS>.-%W5KPKN4TQ]1![_2X(VR\1<87;\IP M,QP\2;+!O@^-RA*]0LOT%SEK_\!4$L#!!0 (
$2 EE76:/, M[0D 'L= 9 >&PO=V]R:W-H965T#.Q;BX#;MWTQ)=.R9PWS8N3?J\W.IE+;3K7E_SLO;N^M%4HM%'OG?#5?"[=
MZH4J[/*JDW:.!Q_T=!;HPY.6BFYGBOCM37"JV';:,I5$;F:R*H('^SR'ZJVYY3D9;;P_+]8 MUFM['9%5/MAYO1D:S+6)?^5=[8>G;.C7&_JL=SR(M?
Q!!GE]Z>Q2.%H-:73! MIO)N**<-!>5C<'BKL2]_T>M%_U&!KRO3%8->(OJ]_O 1>8/6S@'+&_P% M.Q-QXSUP?Y-
]J;37\9$TN7AMM0GBDS*A'# M"E!R/?.ES-15!]GCE5NHSO7WWZ6CWO-'S!NVY@T?D_[T,/X-,>)63J?*B;,R&=34NE6WEO#]=^?]
M].RY;\\3RLAQH7R]1SE/LG/M,[O@ QNA/J$]A@V82P/&@W!HJ:?&D[FR6/VI MV',X.5@0)Z"&P[7":Z=*ZX* X-3)O=1BI*>
.H4<&KHI38+Y0,X,SSN!B@N M)/0,\.($<2Y$6;EL!G:# B!<>$@VX3I(AT,P#QS-!T!I/TO$UL,6";'F#%*+S7L+A.O#K M]#D](*&TC1'")T
[PU#^&.#"Z)K#]Q*1?H5$PQ.1QHW:BU\K/%>N6(D/#(:C MZ!5UEU'"8M6^$"YJ>R92.X0%<*35!L0GB?[\&AU+1,2IC#
(DI^A,KA0.HU0:N@@0X KJD#87R>3RNLT$+8D'2N#K(>]$V?GG*Y34@H^(GW:8W.U M0'-04DQ5-C.VL 3Z&,4-
5FE3STXFRD%*C8M&2U+0V !Q>85:3XH1S@FC<^@H M[\A#I?6JWK?VAV^B SJ:\D:V-T<\]$2SB5"^?;?C-5I;8!6!A?3&^VI.SY&:
MU##D!+J8\13AU@QD*KQ)<&! TJZ2"3>J!YJT60O>[>#MPSUBQNFL_XP@)9L\ M @KY7R)\:#>5U-H%%H3B[,+\0OG M:58YD&1@(<::]C;J?
S'HHX;M1K-_EISW>FO1I5R17"_RUP%FP!PM*)UL"R? MLVGZ89J:T%J:'[+RCN!1E)X]58+LVC^L&(&%^ M:$BSE8$#!Q=)FIYN$;(R4V
[IXHRTRX_+H&T%>,FJDFN Z6!)>A4[@BHVGG= MPJ0]X/&*3-FT1\5JO-Q&$/P"H%K7'*4B$#E>98EFDJU/H(J!%
M*X0P/:&)A;U!KP20GUS\AR#F#Y&#+3-Z[)XK*0S5"EJ%7:ZHK(L MR,0_JGS*7FV:&JKD=8=1U>[= !G7);3P)8?)MID^10-!;R(T6]6Y4C) Z$T2
M6T-P3'W;^"C>V;&W:"8S;FGI40P.YSXJ9%T]&R[JQM'%/1@F+C^*6^8Y2C&7 MA+87:'*(_*4:"P_K=XV!L] 02:Z'S8 A;XC=BV)\[$
M"M#Q:__>KM,E'28IEIS62V[;K %S;SP_:&K*)N10M G\(/T:7Y.V!02B &"_ MGH&H@!-94OFF<.?,_K;0>71RN].OFT=.NSV%MRL^*I
#O;A_*L4%R2CX9YZ- M]YA?VO&7 E2K-I,+Q00T5LH('FA-B#%A**!#BV, MZZ;\:$>A382 !R=4/?"
MNTW>/16[U/=6;.MZ"'TM346S17KQ^!BZBY*OCJ&[9]WN"*@#Z10W> \94&*< MP!P[II_*0BS.LJ)1J%&@GF(+5 I%))6 I+R74[[D6MZ -*-
$M,A"0;N5/1I(G0$A^2C8?OWKR/>8A"@30C)8ZW1NG#FU?U M!*.FR-:/3%V(2R;\S// M-: =0P&,ZL.;].M##-S.UO8HB@R[
9X!&5)^MSFT'@N^G9DR,C=[93/L?F64 MF^Z=+#=Z&_YUYR/@5H5[/]W\?WQ\PO@XL?3KQ\[X./B&QL?=$O#H #D8C1X8
M_E*NT^WH1K%N]%IA;CH[.ZHG2P+XO4#NL>)P^/2A+TU&YZ?KVU$R2M,]$]]Y MTK\8K77=?MW,$\!\F_*83(<7S=SWE1$1[OE/!\11,L2
_;_2+O:!FY0;OH=; MQ62TU1&F?[,A;+N1;[(G7&OWWV@+'_IZ3',1J8F>V ^V_G^V$%*J JJY?B.]\SW-^SN8NVG)Q+W, A1[*
M@LF)DRM5C5U7ICF41%[P"IC>67%1$J5-L79E)8!D%E06;N!Y0[\5@5EL!!(UF5)Q.,4"KZ=.+ZS<]S0=:Z,PXVCBJSA%M1=M1#::9- MGN!
('HRN.5.Y1'.60=:#3T[CAR?PKM;<"0]VPJ?!2<(?-;M V/N$ B\(>\XS M>SD<]\GYO^SS5V<_*
;N7@&V?/@UKZ#OLANZL)_.]+:QK$@*$TDCH"^C]KS7(H46:2;")S_WA MZ',0N9O]PO:%86\T.
Q+>L*P%PXO#\/F/6$!QO@IK)'I[C6C$L3:3@&)4EXS MU;S(SML-FBO;7Y_YI_YXYO?X$SV8FCGR1-],M6LBUI1)5,!*I_(N+G6O%,VD M:
S%*]L*EUSIQFJ7N1ZN($R WE]QKG:&2="-Z_@?4$L#!!0 ($2 EFE M^7D3) ($T% 9 >&PO=V]R:W-H965T/?M"]AQTRKQH9>8 M@?

E_OB$,22?5LZX #'JIN= IKHQIUD&@\PIJHF>R 6%7"JEJ8FRHRD W"@CU
MHIH'41BN@IHP@;/$S^U5ELC6<"9@KY!NZYJHURUPV:5XCL\3!U96QDT$6=*0 M$A[!?&_VRD;!Z$)9#4(S*9""
(L6;^7J[=/D^X0>#3E^,D:OD*.6S"W8TQ:$# M @ZY<0[$?DYP#YP[(XOQ:_#$XY9.>#D^NW_QM=M:CD3#O>0_&355BC]@1*$@
M+3<'V7V%H1X/F$NN_2_J^MQXA5'>:B/K06P):B;Z+WD9SN%"8'VN"Z)!$'GN M?B-/^8D8DB5*=DBY;.OF!KY4K[9P3+@_Y=$HN\JLSF0[>
[P4%'I2A#)1HHU2 M1)1@C]WH)#!V!Y<7Y(/;MG>+;KC%Z$$*4VGT65"@?^L#2S;B16>\;31I^*T5 M,Q2'=R@*H\6$7SR6&WN_^(;?
M3+OT/$5[01E)T9;PJ]5W9LNKINZOEGKAN20 M8ML8&M0)>'E7WO0+D$NUY(:&PO=V]R:W-H965T M##?G:^?OPU*I*!XJ
M8\/%8!EC_68\#L5253*,7*TL?ID[7\F(KWXQ#K57LN1-E1E/)Y.3<26U'5R> M\[-;?WGNFFBT5;=>A*:JI'^\5L:M+P:'@_;!)
[U81GHPOCROY4+=J?BYOO7X M-NZLE+I2-FAGA5?SB\'5X9OK,UK/"_ZAU3IL?!84R_KRM_)B,"&'E%%% M) L2_ZS4C3*&#,&-+]GFH#N2-
FY^;JW_PK$CEID,ZL:9?^HR+B\&9P-1JKEL M3/SDUG]5.9[79*]P)O#?8IW73@:B:$)T5=X,#RIMT[_R(>/P+1NF><.4_4X' ML9?O9)27Y]ZMA:?
5L$8?.%3>#>>TI:3<18]?-?;%R[_+V'@EW%Q\K)67A%00 MTI;B+F6)?KG3"ZOGNI VBJNB<(V-VB[$K3.ZT"J(G]I//Y^/(WPBR^,BGW^=
MSI^^!%O*1"G@=.M54#:F!P#K%VVE+;0TX@X/%?@; M@_C7U2Q$#P;^>Q='R8'CW0Y05;X)M2S4Q:"FL_Q*#2Y__'P9/)V3WC'77C'
M^ZQ?7LN@_F]&<;^6.I1&-E4^JH2E$X)-.&]"GCA2_S#IK00T,82I"J MJJ5])%I9%\&IM0(K$6\M/79JRVM\B?T*%1*7_#T3L?
8:9FN#;0MEP6)C'NEW M5<>T-*[SY9=XZ1PP%>5\N"T^.G'\ZFT\G;7Z^N;OGCX=N?V2O:)>L:U)8S MHZ! B\;D L'VYS;O5-
%X':DB:/O[AV(I[4*!,U6E ZM8>];=^YON*-B5OJ0X MM(UPJ=K "?$[3S&.!"%\DU 22QEZ;.)W0T\,)DD# 4(#@J*^-6-'6W6(6)2P M9B3Z
_Z;V01.ZZSD)X0(6@C_\JBD%XKJ7;Q3A:IFRB<^'QURV1X-6_S#]X8& M0IBFA-?&@%!0;\(2Z?&$LRS_A+"FA18.A$!"1]Y),9?:]X;:6%
;4/DNM#91 M4$SM2LX%U0ZNA@XEJL@EFH:CIFK8*(J"!(C.H-S MKG\.'AG90'\&SL&YP"J*6T9PEKMO@V).0EAH7S05=2N0=82!-
#:L[DE.4;NF M!*9(B6^URX6-;&X%0DWX\/3M9ACD;9_O+ S#+6&GJB! HQNR1^WF,H-%",\P MB,QU9/F&$<_1P<_"A2SZ,Q(Y;D>
<=)H.\V23YW[EA[G;]-MGSJ/(:)>G_)/U MW#WPR"A*RU _R*/*LP_@YL7MP):#EO01P'&\=J5-$V_\@7&%5E\:>R0GKOB MK FHQ4"
5S/2",KH4#1!H5%A]RHIF'%V<6"XD23C0U#4%?<'Q"!2YHJXEX=K M!(JH190/' 6-
3;'GH[2K2.PWQND0WFTHT]A,#88U/S=PW&,_X=9"9Q\6GLT9 ';E/? M66HC\?
Q4LEU+S>J%_30<=_M#,F#5NC,1NB$7XB=M2X,G.]0#1)+'G';;:!.M M3F3:@]MER"(.DR:\Y&FID%:N4LM:#_G^JLHTY-
/EDUY/'!#4>>1W*Y+CYY+U M_*K1RSJ(UHM=:(KE#L5+(VQ<>I4F?3C\\=FP-GQR18 6!:X_Q9VCV"VFR'^4 M]_FJY+J\)_V*/
NXLB&H,:B40U'I!\Y B_2P-][!:O1<;3YO^='"#4]5L;3. MN,4C+Q;%8V%R5^.6-L=R1V%>LZ9E5U),W-,0"(T>^&VCP\ZU1YE_205,7O;E
MWL*2="=U\1V=)15P!S,!/Z<+1@;]#Q*(? 7-]^=\7VY3R'.^XN&%]GV0R \N M0NE6<)P&WH#SN'+2]GPA '4T^@L88$S[IN;5V>BP>X!":=)
[0<"6 M!(765-+?JP12FHJ&9+4+=9@N7TEF9!I?7TU&D]-TP&1T>$S.X,Y%%4E,+_B7 M4IL&CFT;2X66\
^=I/;W0;/GG>83@BV%&+K_B?:J]\^Q3_K M%/]LKUR_:_[E*;*78+_C1;R7$JTPW7=>:)!4SO& F.@#LOV5MY8HINF#%*' M(W&C3-
;RD5>D<=$Z>U!0PS2&A\A>BC.WZ1#M, TW[M:I3JL:M1[H&+7*9?
U4[6C#=>0B/V!;]JYZ'#QO0^NGO:OGU^OI2W0UO]*>N0B@^>-22:2<%N#WN7.Q_4('=/_'&PO=V]R:W-
H965T>EGS+=R!_:V^T3CS!I1,5""-4))IR%?. M9;"X2DB_5?@D8&<.9$:9;)3Z3)-?LI7C4T!00FH)@>/P .^@+ D(P_C28SJ# M2S(\E/?
H/[6Y8RX;;N"=*G\7F2U6SLQA&>2*>VMVOT,?3X3PDM5:=HOVW6Z M2>RPM#%65;TQ1E)V8W\L=^'
X.9_X9!V!N$;=R=HS;*]]SR]5*K'=.DC6@D MM*FVUAB17A2\M(>ZJJ# M"M^ 2M@')6UAV(\R@^RYO8=A#;&%^]BNPE' 7QMYP2+?9:$?QB-
XT9!KU.)% M;^#U&?YYN3%68SG\=2S'#B(^#D$MLC U3V'E8 \8T _@K+__+DC\'T8"C(< MXS'T]5W7&4SE3 V\E!0UX\: -8S+C)6";T0IK !S+
(%1%\<3N"^ Y:K$!B6' ME@J U5H]B RWB^\;]MO#PF521OY@X(^="LELH1J#RN9LP2X[TX\O$#6UT;G* MSYLG^!,V=6=QS*X/7+RT.W0?
N[X?C6FX3"IYGC9:@[0LB%Q_&K![97GY*L-# MW!,63%$U9B-<3P:N)^-XS049S_0*B0W5G>'HH;/*@[M_T@9$41Q8/]* QE)1I4BXQ8GQN*
Q[$U!X6 "J^(O2\TP+.SX*D2[L3C&W_: M&L%/="""]9! >:PH,>4AF"7WC.7'B1D@)C>%\RCYQ+=I\GYO,)@F;S2-4F@8A M?
1%@A,5D8#'Y9A8UT"5(T>+F-KHKF2,]\P_].^KP.-VW_][ST1;EFEJNKYS7 MQ/X!7!L&,B/$]Y!"M0'-
HJ"W/F&A&T<)32;8@O&\93%!,9S/2)RB&,U#$F?$ MUG2*M0+XE,@MXH1NA,I=$^8-I@%TWXFJJ?KH:_ZU*S^D>NZ&6!_78,R"B:IN
MJ$"%1!@PEIV&;A#/S_YO0WL'MVH%>MN^'0PV12-M=\$.J\/SY+*[E9_4N[?- M!ZZW ENEA!Q-_8LI]K3NW@O=Q*JZO:,WRN*-WXH%/K%
DP+^SY6R^PDY&!YM MZ[\!4$L#!!0 ($2 ED(QK&F(@, *L& 9 >&PO=V]R:W-H965T MB# M/$-[A&@DKZ2)T[]?2N.X+F![7R1*(@\/)9*:
[I5^,AVBA9=>2#,+.FMWMU%D MF@Y[9F[4#B6=;)3NF:6EWD9FIY&UWJ@741K'9=0S+H/YU.\M]7RJ!BNXQ*4&
M,_0]T]\7*-1^%B3!Z\8#WW;6;43SZ8YM<87VG]U2TRHZHK2\1VFXDJ!Q,PON MDMM%[O2]PF>.>W,B@XMDK=236WQH9T'L"*'
QCH$1M,SWJ,0#HAH_'O #(XN MG>&I_(K^IX^=8EDS@_=*?.&M[69!'4"+&S8(^Z#V?^,AGL+A-4H8/\)^U,V+ M)K!6-4?C(E!S^4XLY?
#/9P8U/$%@_1@D'K>HR//\G=FV7RJU1ZTTR8T)_A0 MO361X](]RLIJ.N5D9^8"F8A+>/;"W0O)M&EEPXQ:@YP"U& MN/0"7 F?
E+2=@3]DB^W/]A%1._)+7_DMTJN 'P=Y UD<0AJG^16\[!AOYO&R M"WBKCFE\OZ!W;&')OE-
Z6;C3FLDM>OGKW=I83;GR[5SP(W9^'MO5SZW9L09G M 16(0?V,P?S77Y(R_NT*_S(/+^&/E]1/;:#0% ;,.ZMWJ]]%(WJJ4(-\TF. M+T[&
<]ROHI_GOOH?-\ -<-F(@=Z:!+ =PB#9T'+K+2@'Y&@KC1*\96[;6)K< M71L7"747[3$-, ,;):A+F%MX[#3B3[D$E
GH,V'%7RZ+GK*CA@>Z!Z:8#,J5*?Z8.MO-) M4H9Q5D(>9FD%21+F=0E5.$DGL&)4-EZ=.MP36BZW4(=)/:'SE/PD15B4!219
M6%4E_(62@A=>G[54W-REGB_&(LS+"K)P0M"3L*I3\CDI)_"H+!EM1;WR8-80_2CKWDN'OLQ'=C _JA M/K;Q3TQO.;VFP V9QC<5-
3X]ML9Q8=7.MZ.ULM3FQF.F @ X04 !D !X;"]W;W)K&ULG53;;MLP#/T5PAV*%0AJQW8N2Q,#3;IA&Q"@:+L- MP['Q:9CH;*427+3_?
TH.7&S(KLZEJK. 2 M;S68IJZ9_CU'H;:SH! L'7=\75GG"+/IAJWQ'NV7S:TF*^Q8"EZC-%Q)T%C.
M@NO^9)ZZ>!_PE>/6')S!5;)2ZM$9GXI9$#E!*#"WCH'1YPD7*(0C(AF_=IQ! ME](!#\][]@^^=JIEQ0PNE/C&"UO-@G$!9:L$?
9.;3_BKIZ!X\N5,/X7MFWL M(X@;XQ5]0Y,"FHNVR][WKW# 6 94WS+)LJM46M(LF-G?P MI7HTB>/2-
>7>:KKEA+/90M4UM_3*U@"3!2R4M%RN4>8<#;Q]8"N!YF(:6LKE M$&&^XYVWO/$KO-8E-
EX+TLL/@;'Y+&3FB\%SJ/3Q)^;N0E)%$/XBA.3_ E M7>&)YTO^J_ ;;G*A3*,1?EROC-7T[_EY[!7:).GQ)&ZB)F;#^F[L3N2W4N&WCN"9.1]
M8S@_&\?]^ H>7%Y64C$O+F7_J4NM!%\SMS,,)>DGO=%X#,?:%1Z,78UZ[9>+ M(:Y&VG8".V^WOZ[;L7T);Y??DNDUIWP"2X)&EZ-!
+I=**UAU<8/\4I96@G^ M6-$.1NT"Z+Y4RNX-EZ#;ZMD?4$L#!!0 ($2 ED8?"I]P (/4% 9 M >&PO=V]R:W-H965T"F09B\629&'AZ;(V5:J1UTB
M&GBN*Z'G3FE,,_4\G958,WTI&Q1TLY&J9H9457BZ4[4XN9;$W%!=XIT&U=,_5RA975$::_ 6LX85N$+SO;E3I'D# M2LYK%)I+
0HW_1/7>U4RYIIO);53YZ;,1QHAGN:5^%)P&^M MN(3(=R'TP_@$7C24'75XT7_*OL=&*L-% ;^6:VT4/9+?Q\KMT>+C:'9PIKIA
M&I_.,$U'KC&I] 7*QK$O*T0Y(;&X E%B[!^@6+H%JO(M7M ;/\;\)/9QYO&<"S"E;#6]('TQA8=2(;YJ/U#SL&O> MBC^_<6/;:C_1@;2L45%>#6-
4P@BUT]BB +7#T80DBMI2\T9W+&,;^B!Q^XD]"%R)_$$)FZ:1C B)Q\> MI*%*SV R<:-):E.3$"0VSR1U@W&7,8G=)!S!L=YZ!Z-
(_(MNX6C(9"M,/Y6# M==AIRWZ4_[GW"_&6J8(+#15N*-2_'"4.J'[)](J133?8:VEH371B27L9E76@ M^XV49J_8!,.F7_P%4$L#!!0 ($2
ED0WIE7GP, +L(9 >&PO M=V]R:W-H965T]QTB4!VML- MV[[%$UO]V'8!\5F8J&RY9/DIO?O1\F.FV!I<,.^V)1$/GQ(D:87>ZF>=(5H
MX*46C5YZE3'M31#HHL*:Z8ELL:&3K50U,[14NT"W"EGIC&H1Q&$X#6K&&V^U M<'OW:K60G1&\P7L%NJMKIK[>H9#
[I1=YAXT'OJN,W0A6BY;M<(WF4WNO:!6, M*"6OL=%<-J!PN_1NHYN[S.H[A3\Y[O61##:2C91/=O%;N?1"2P@%%L8B,'H]
MXSL4P@(1C2\#IC>ZM(;'\@']%Q<[Q;)A&M])\9F7IEIZ,P]*W+).F >Y_Q6' M>!S!0@KMGK#O=?.Y!T6GC:P'8V)0\Z9_LYRMHH.N5D9U8?Z=
[_D%I#BPK6%5,(5X]L(U!? M+P)##JQ:4 Q@=SU8_ ;8%#[(QE0:WCA# M',;I!;QDC#9Q>,D;>.^9:GBSTW _1OO7[48;1<7Q][EX>
[CT/)QMF!O=L@*7 M'G6$1O6,WNJ'[Z)I^-,%LNE(-KV$OEI3 Y:=0)!;6WB\ -:44'+1&2RAH8L3 MAXO3-I1S_"][>*P0ME)08U)2P-AK!Q=
(8S08.BR8*#K!7/_0!^";:, 5;\A8 M=IKTM _X4F!KAC-K^JI94L5>W\!CI1!/2@?HXM%=_)J_O'%B2\(^DB/IXX$-
M,T;Q3=>'9"04LJXI!N>VDJ)$I>%[N(JF_FP>7SLQ\<-9YD1"3Z>Y$^/$3Q(2 M/[ON)O?L&15]K$X -
=#73AN*S:8QF_K3^=R/TAEDF9^2F,SG=C>+(UJ&=C=) M(C_*HE>^8T[\,SDF'N$D":][(4X'(3L(:7Q]H=RRL=RR;RZW(2RZ.M'9I&^5
MK/]5$*3WWXKQHO_SS71:H<=I/F1^.UZ%D<43X)>./S/A*GB/5&/_(P97\LB* MRFYQ6?K ^K;@-?$TUI@W%MUU#TU+FD"=**&B(H$-
(LVR'40AQ[EX/ZT^GIZF?3Q-_-LTA\:=9Y.=I"H_2, &M-!0]9T)\ MA8/K0[:L5>;/5S_P\2^%F&SI33U(,&55;C[+_6]XU.,(QC+7[@O[
MVG<4>!!7VLCB&$P,"B[J/_MVS$,K8#JX$! < P+'NY[(L7Q@AJT62NY!66]" MLPTGU443.2[LHJR-HE%.<6;UD7$%7UE>
(3PBTY5"RKC1\.Z9;7+4[Q>^H5FL MKQ\?$>]JQ. "XA@>I3"9AE]%@LEYO$_L&HK!B>)=E1:6A4._16
M;]\,QX.;*X2CAG!T#7VUIDI,JAQ!II!RP43,60Y,:Z2%*NI52X 92*VRG576 M)>'J)-T2GC.$5.94N5QLP;@M 6Y8&."B/A-
<<6VHX,&0^[TL2B8.;]],@^'D M1O](V&3$E"F\P!R82 @ZX3$SZ!!;8QE'Q52<'6PJ[)@UUPRX*"M"KS0!ON."
M1F6E"4N_GP/M(&QV$/R!.\QA>/P'QW\(S](0RT>F7M IA37&E>*&HYZ3+%5* M92EM)("'+^ 4!C?4&@Y[HW#49?K27_>!SC81'T W:(W?
9#8]:]<,CGDZ@PMZ M81AVF1XPQF*#"L*ADQ?^7WE%@BL_9/D1<1@]JIW:U/W8'+6OICP:-H+HZC+
M=*6>1TT]CZ[6\R>Q0VWJ<_8^I]EYRHGOYD#Y%.X(JMQ*&4O_ '2N=];SU4G^ MT-JI^#]0=(TMW!V^DH1O= M-3-
Z0J&R#C2>2FE.'3M!\RA;_0M02P,$% @ 1("6>K2F=D7!0 10X M !D !X;"]W;W)K&ULY5=;;]LV%/XK!UXPV(!6 MZV;9SA(#2=IL+9HM2-
/N8=@#+1W+;"C2):DXV:_?(27+3N=XV?8R8"^V2)[+ M=ZX\/%DK?6>6B!8>*B'-:6]I[>IX.#3Y$BMF7JD52CI9*%TQ2TM=#LU*(RL\ M4R6&
<1AFPXIQV9N=^+UK/3M1M15X)/'-=FYQN<)7.E[MSB M;7':"QT@%)A;)X'1WSU>H!!.$,'XTLKL=2H=X^[W1OJEMYULF3.#%TK\P@N[
M/.U->E#@@M7"WJCUC]C:,W+R]R-(H_R-;-L=J+5&K2C)FGNPYOJN0D&]HQ!BY4 M->>2.5<9Z-^RN4
S.!E:TN$HAWDK[[R1%S\C+X,K)>W2P!M98/&4?TC8.H#Q M!N!Y?%#@NUJ^@B0,([C]("\I#,X\?*2OV%P &?&4 &
MLSD79#@:=UY77X>N,>R@ZOV&W2X1%DI0[7-9@G5IU38 PF7 NF/&-=PS4=.: M4+,&'\N_P!:@V '(&H#T[\B=A()9;S#;Q@_Z7-
9J@VQF\$QG-4E51/$/I$2 MN&!FZ27G[@.)CQ"0CPP<01IDZ80 M7=/[43 >30;P&A>HG6\TWJ.L$?I)$?) 'Y"N^- [[^ A.:B+IS_?U"J6',A
M((F"9#39KJ,H#M)P!+?*,@$Y]0!>H&Z2_0BB- G&V2&G;91!WSMOT)"N&"\H M^OI)8"A.\[8&

Y"$ES:\O$X&*4RF0101G/]*]KQCLJ8["Z+I"_(GR;(]L8]\ MZ+O(6?;0X7HDMXW'@S:QG$^^9G[.BG[Z\IA'0389;9=9D$71,P&?!/$TVV)]
M>JQ1D,?(@5+)8HYR^]<8J;33=C_(D/(/?\V/[(@I?HZT"Y'7;L9ZGV_ M):P-+FI!F7-/E,[13@YO[P*O@_\I3SLW;RMD-SRN6H[ATB'XY!#
&VI9N5/V ML5'VGB\0+OSD0LE\XY+%S11+OG*UX?M,"&-X1*9W;J%;S)=2"552C:5!1"2C
MEN16LX(&47U'"9SL[!]MNNG_Q74T9T/DC=_OMB![XIVFWQRHD:RKD>S%-;+I
M'ONR_J"4Y[,^7Y(7R<<^&+1D6C^Z0++*W9%.:;EI646M?8B)S/ 'J)I)$]VD M"30G8C=,,)EC&['7=-57<_(]W8]-GW<92[TM3.&Z
MU@35(*PT=PPD.&\:(BL^4\PJ=_O3X%R6J ?0GTP'SVEY"K71D-!MMR]6PYW1 MGI*B] \8 WY^:*;\;K=[(YTU3X,M>?/
NF*ZY#3<"UP0:_AJ3&U*-X^69F'5 MRC\4YLI2!OK/);WS4#L".E\H93<+IZ![.<[^ %!+ P04 " !$@)9+ZW(MTE8# #:"@ &0
'AL+W=O2O6H,T0#ST4N],3)C"EO7%VLI2J8H:G: MN+I4R-(:5.1NX'F16S NG'A:^7"J:N1U+R@L4FDL!"M<3Y]:_6436OC;XE>-6[XS!9O(@
MY:.=_)A.',\&A#DFQC(P^GG"&>:Y):(P_FPYGZ.7]@_UKE3+@],XTSF MO_'49!/GRH$4UZS*S9W<_H!M/D/+E\A<)1P_LY&L9S_0&^@_O5'-
Z_^P#OP 6=,47;7,"]X$9? MT"*-?\EDI\J#<-3A+^5(E+"+T+"+Q@T!//[.WPL"^=_^=]\9^][XD1=J44UGSA*WQ? MU(8)_G==0Q
'G=5>ML,NV^');.\PK9H7BVXF?9PZX#.]R!K[M)!CV).=Y!PJ<=/^U17;L\@3\.&[FHG(^_2&WE['_] TI,A?*VD?0'XAZ5W)H^-I.[.8UV@VM1=
MDH;Z66TNVVZU:\1NZ_[C8'WJW\S\GO4Y-6Y-G_4O?=/U?6)JP^E]SW%-KKS+ M$=6*:CJI9F)D6;<*#])0XU$/,VH^45D#VE]+:5XFUD'7SL;_
%!+ P04 M" !$@)9^YQC3+ # #-#P &0 'AL+W=O>%LH("TDI^NIJZZ6Z]V'JA]"&,!J8N=L]O[M]1T[(4UVTURV#4(0._,\8S]CCSVS,Q=?Y %
D8SQ M%!B^V7&1A J;8F_+5$"X-: DMCW'&=E)2)FUF)F^.[&8\:.**8,[0>0Q24+Q M=0DQ/\\MU[ITW-/]0>D.>S%+PSVL07U,[P2V[()E2Q-
@DG)&!.SFUHT[#2;: MWAC\3>$L2\]$SV3#^1?=>+>=6XX>$,00*#O > P8_ /1S0+^MAT$.&+3U,,P!9NIV M-G41.\ M5SZHD,;R-
7E#/JY]\NK%:_*"4$9N:1RC@9S9"EUK CO*W2PS-]X/W/3)+6?J M($G MK"MP?O-^%$#WL8I%_/V+O->>HV$?QY9C_2=*^(YWJ!F/*OV\'[=='[-
M>_#3WBMB](M%T#=_?]9!#O!$[)"H07N7UR(ZD!69@F"()]N-M+T?ZZ+?L8_ MJ.?7N6XJTS""N87)3((X@;5X^9L[\ZD_"D0%5V&A2[#5KK
0XJ'#ZJB.-F49:J39/AD M5-YDV'LL0Z/CYR[$5BZ#CEQ6E!P52H[:*'F%AX&^85"V)W<@S%V$14 ^;&*Z M#_4)
<46"B]A_T43;\1U9XRNY"Z/,8*U"H0@>28"9XX'*SU.3Z]XX^'7K(M(X MM.=FD"[)_"[)@H[(*O$=%_$=MTGS'<27?'J/W.2=@D36G@?
C+J/9)9G?)5G0 M$5DEFM=%-*]_+>]=D11$!$SA?;\N1AF]ZY0RDM,;/\KRJ\9!/%?\5BZ#CEQ6
M5)T4JD[:Y4!1[)&TM$=X:8]@/^6UITNS"]%H201/S*5W5*+WJ+VO#$EUZ/^I3M=N37]M:J66GYG3XK=&]# ML:=,DAAVZ
H7&QZP(BL>LX;BJ:F.-ESA1=<\'K#>!J$-\/V.,"C[P9< MT6.>%3:RE$>6;; M?+:$ O-36@*13^:4%5C(6[:P>Y:XOC+0/;YDL.%;UTB%
.]QAXM8&W:[#/@\U\;^(_U$-0& MP6,]#&H#';I=Q:Z%B[' T831#6*JMZ2I"ZV^MI9Z941-E&O!Y--,VHGH0PD,
MBXPLT"5(O3DZ0>\Q4TUK0,]B$#C+^7/9^ODZ1L^.GJ,CE!'T:4E7').43VPA M!Z%0]JQV>%XY]/8X]-$[2L22HX2DD';8Q_WV88^]+8-
O%/#N%3CW>H%O5^04 M^/-_:YP_LU[\M?>6V+XS73P-<_?P[L$S@&.J\EPC&+@,Y:5
M^I7^=BG[HC<""OZ]*^T5..@&JWIWQDL\@ZDE"QH'M@8K>OK$#9T779J;A,4F M88DA6"L[09.=H(\>Z9F?
W\D"303.48GO9,D6G2]A!0HU2'TLUE$X"B?V>EOD MCC[!N-TG_KV/ZP^#=J>DHY,W'C:=6K$.FE@'O;%>U<')8',L($6"(MH4JUP7 MJZ[
>ZF'3D.3L'CPFTJ!ZS@[4OZA4TO*L)$R[)7RJ_Y:0GJ"UU*_!4A)U1*B MT1$)8$67EOW8 -T!9AR%J- 5N4O 7L*A
O[SZ/53CQ_E,#/EL"3EJA!SU5T$Y=8M5YX3M M-3STY3<)BTW"$D.PEOKC1OWQ_UHAC$UFQR0L-@E+#,%:V7&=A_6\8VJ-T$\Z M-"%&:7%-
:ZTI=I<=ICRVE=[:.;G]2N/;?76HW_)@94W28J.TQ!2MG0/O(0?> M_ZI&-=E4CDS28J.TQ!2MG:.'+:7;NR:/=Y;LIEY74 M]M:Y3@%LH0_4.-
*KQFI/W[0VAW8O]5'53ONY>W;A=K3'ZI!/GR,]X*L3PG>8 M+3+"Y09A+ETYIT.Y,6'5H5MU(VBI3Y5NJ!"TT)=+P"DPU4$^GU,J[F^4@^;H
M,_H%4$L#!!0 ($2 EG6*8.5IP('0' 9 >&PO=V]R:W-H965T M4_7K$KCQRX8:NUL0-^.BKH"F9@[HIKA3V_85FP'(1F4A %R[%W
M$9Y/^C;>!7QEL-6M-K%.YE+>V\Z'Q=@+K"#@D!G+0/&W@0EP;HE0QL^:TVN6 MM,!V^Y']O?..7N94PT3R;VQAUF-
OZ)$%+&G)S8W<7D'MIV?Y,LFU^Y)M'1MX M)"NUD7D-1@4Y$]6?/M1Y: '"Y 5 5 .BOP7$-2!V1BMESM:4&IJ.E-P29:.1
MS39<;AP:W3!A=W%F%,XRQ)GT2P&*&B96Y!-@-C0Y(;-J0XE<$MG,.FR4BD0
MAA12V4K7I;^W(RV,@T'XS$!O)]%A+QC&W0[ZC8/^7@>WTE"^4QC^D._^KI)! M,'A^,/8N_-
H3[[=JHGV//E.U8D*CWB72!Z<#S(ZJ:GS5,;)P97(N#19=UUSC MLPC*!N#\4DKSV+&5MWEHT]]02P,$% @ 1("60J9CQO& @ J @ !D M
!X;"]W;W)K&ULK59M;YLP$/XK%JNF5MI*>$O: MC" U+],VK5K5KMV':1^<< E6CBH4K"P$XM:" N6K@>,Y:\,M663*&-PD+O "[D#=%S="
M[]R&)24Y,$DX0P+F ^?*ZT\BXV\='@BLY,8:&253SA_-YG,Z<#HF(: P4X8! MZ]L21D"I(=)I_*XYG2:D 6ZNU^P?
K7:M98HEC#C]05*5#9P+!Z4PQR55MWSU M"6H]-L$9I])>T:KR[48.FI52\;P&ZPQRPJH[?JKKL 'P#@'\&N#O L(#@* & M!"^-$-:
*41HAI@I;N5=ENX,58XB05?(6&\-9M9V.I;M*X78>:2LQ2 M&;M*9V&XW%D=<5A%]]$#- U9RJ3:,)22%OPX^/X[A&\]J4W)?#7)1CZ1PF_
ME.PX[2E-6JT1D>U/F!!\)0"HK;SP),>@A+:I$9[T2^B7:DM M/I?!CM1]'Z_G^3M2VYPV"EM)=3=:;PYB86>>U-VS9*KZZAIK,U:O[#39L0^]
M_LAKL8_U&*ZFYE_Z:H9?8[$@3.JJS76HSGE(/)RRJN5AM%"]LXY]RI<>(76;Z M5P*$<=#/YYRK]<8$:'Y.DC]02P,$% @ 1("6>;CDB+' @ [P<
!D M !X;"]W;W)K&ULC95K;YLP%(;_BL6JJ976 H9 MR!*D7C1M4Z=%O6P?IGUPDD.P:C"S3=+^^]E 63:<9%^";^<\[PLYQ],M%T\R
M!U#HN6"EG#FY4M7$=>4RAX+("UY!J7W,\9W7A3NZSI59<--I1=9P#^JQF@L] M<_LL*UI *2DOD8!LYESZDRN_"6A.?
*.PE3MC9*PL.'\RDT^KF>,917U.F9)G!W_)K]0V->FUD0"=>)%%ZP5%+1LG^2Y>Q$[1CO"";U+=9Q*OU8@B*+E&MV"-B?1.;H# M\S7-
DC9="ZJH7N89XOU19HXB1LF"LG;[] 84H4R>H1-$2_20\UJ2/]#3H].?L[C:L]]D9Q;Q0W>8,]>3M[M/RX74@G]7_AID]:F".TI3(%,9$66,'-
T!4@0&W#2MV_\R'M_0@"PP.94^- M7YNF-BIJHDR-;5(L^!AK;&/% Y:/X]C.&O>L\4'60PZZY68* MA(TX'A!Q@/?
\0Y*>F!PF(%E6M8*4;C'X1()6UN7@#!>?8#Y,]"G;:I/\?[^- "[2*
M\0>UZ\=>_&]!N3OMVUR%7XA8TU)J1J;CO(M8NQ'M[=).%*^:CK[@2M\/S3#7 M-S((&PO=V]R:W-H965T-)*E_#C
ME0[UBN+TD8M/Y88QB3[G65%>#C92;M\$0;G8L#PIS_B6%>K(BHL\D6I7K(-R M*UBRK(+R+,!A. [R)"T&LVGUVZV83?
E.9FG!;@4J=WF>B"]7+../EX-H\/3# M7;K>2/U#,)MNDS6[9_+#]E:HO:"E+-.<%67*"R38ZG+P-GI#R84.J,[XF++' M\F ;Z:8\Y8G;S8
ME9+G3;"J09X6]=_D<],1!P&*XP[30!^:0!I LA+ X9-P/ X8'@B8-0$5$T/ MZK97'1<(1)6 MX4-7<[XOG/K#8[90X<[*6YU!6NU)Q2,G>$>*7R>+-
$OE%_1W=>"=9'GYCZ.6 M5S5UZ*;JS/:FW"8+=CE0J:MD8L\&LY]^B,;AKZX.AX3%D# *!+.D&;;2#'WT M4]*\1C?)YS3?
Y>B*"X74]^T\4;50QUQ*U86,JT+TD+&?!6'S;QKL#V7P5J>K M#) P"@2S9!BU,HR\,L3L0:)W12G%3@V.4G>_W E]CZADRUZCF)4+D6[UD.?J
M?C]BC+_MWICS/2N20J(_F M<-?,Y:]E%(U<*D#6@ +!+!7.6Q7..ZC@ZFQO?-?.AH3%D# *!+-$F+0B3'H9
MP2>0TD#"8D@8!8)9TERTTESTE:6\X*[J^&M)0I<(D!6@0#!+A"@T]B;T-O F M+?3SDJN;_9%=^QF4%H/2*!3-UN#
8D:]9*D&"R40)"T&I5$HFBT0-@+A;\M5 M'XI=R9:MQ=#)*\]3J9^%T35CZ):)A=I.ULRI7UUJ%!WXC_ L#,GHR'SXJ]=9
M&D@:A:+9TAB+'GEMYJSQ>\[N!?7AH+08E$:A:+8&QHM'PW[R%Z0/GH/28E : MA:+9 AF7'OF==%_Y:W0B?QVG+U"?
#DJC4#1;&6/5([\+OF>+G1(%O=\S4>AW M]N@Z50^_"_WBZBZ1#+VZ?W]]YWJS?.4G=[Y[(&DQ*(U"T6R-C)&/SOM);Z & M'Y06@]
(H%,T6R)C\R&M4G[^%O,XX%^H7R51QLKJ1G +56/WT?YB_HN/T!6K@ M06D4BF;WO/'PD=\>/^OYJZ1,2W1?S@ M- I%LV?LC(7'?
@M_5=20GG+75..5OYBN^0J4%C>TX\MD$DWL MZX1"%6MK8:P\]CK1EX[GZ#_D,2[^,CH+ >KK06D4BF:K97P]QKV,[!C20<]! M:3$HC4+1;
(&,N\=^=__]XTM3P"B(/CX'8N_)IU5 /7W4#1;!>/OL7^R776Z MIX-!33PH+0:E42B:K8(Q\7C43[*"],MS4%H,2J-0-
%L@X^6QW\M_JPUIL,>J>D)+;7U]!MZ/[7QK@#IT4!J%HMD" M&8>.^YF'QZ 3\:"T&)1&H6BV0,;(X[Z-/'8;^>C\V8,6J),'I5$HFOVYJ7'R
MQ._DK3S6?,CXDCSFQW;^XA34N8/2*!3-%LC8>]+/3#T!=?2@M!B41J%HMD#& MT1/_3/WWYS'BGI3'SPRCOR:=50"U[5 T6X6#
[^;]MOT%&0OV&WG8C^1AOY+O MP[L3X]U)/W/S!-36@])B4!J%HMD"&5M/_'/S9H'1HI9HU4CD5 74RS>TP^4/ M0^?
JA_C%9U+'F:/1T9EV3QE_37K[KOTK9!+6G92G6>9>JC#W$SI?P:#N&XIF MZV+<-^GRI;MZ8.TP"7+ZZU-
H9TO=5!O#DJC4#1;/N/-23>G(!ZG+B].7[FS?TUZ:P"J#>'HM4J! =+@G,FUM5:[!(M^*Z0]>K@
M]M=VO??;:I5S8$ZO%XO?)&*=%B7*V$J%AF?G:@@4]?KK>D?R;;7 ^(%+R?-J MZI^@Y;! 0AD M !D !X;"]W;W)K&ULQ9G;;N,V$(9?A5 7Q2Z0
MCE85F!6L,#&;%*/+>AL0G:\+#!:4,!V507I]QM4DL/4L(VG@;MBO>%R MP)Q-MG"-EHA_VRZH.#,[2EY4"+."8$#1:FII'4B'VN*/
AW8R3&0J=P3 M\B!/;O.I8/I\1/]YSIYD\;!;1W*P*-DG M\!E\6R;@XX=/X ,H,/BZ(3L&<#!?PNE("#:THA7B-Y? '21R%-\JJH/IC#;<%A M6?
R+\@MP79&=L/[K=X$$MQQ5[&_5ZFCB>^KX4@ZOV!9F:&H(O6.([I$Q^_$' M.[!^4I5&)RS1"4LUP7I%]+HB>F/TV5S?
6YE!VX8]*V2(56FHX#7+C^=L$0G+-4$ZU4AZ*H0O+.&!#J+J!.6Z(2EFF"] M(H9=$4/-&M+P_),G.K8&VC _MXG\<* ?YS9VY-H#^5
8N7ZD5H^H2SD:3?E. M3"*DV:9>EKF0D))LY8)5)3M*>NT*U E+=,)23;!>.>*N'/$[RTBLLX@Z88E. M6*H)UBNB;1W["DNSD+3 TX<[L-
RAE"BL/-<9BHG"RK:]: !+%69A[,1J/;%/ M>BI[-/65+:&]!5 M2IVT1"LMU47KE_+8I]JC'=1;9,4]?_FPHW@H*^=6H3-\CTD45K;O!_Y05A1F
M;GC2,?63/_9W]GB#]PO"B(KTY2J%>57@@G$*Y>Z-,O%1V*O7I$Y:HI66ZJ+U MRW+L/FW_O>5%:_NJE99HI:6Z:/U2'EM8>[2Y>HN\!&
<[&KX7A$-Ŷ.;=RX^'K M2**PBL/(&:K+N540!\.7%O-D3[A"=%UOQC.1CEAOS;Y@-]IM^%_7V]R#\1O[M:FXKQA/Y!T&]!WW$-_\N?(%T76
&2K02H:S+4-24-AOVS0DGVWI'^IYP3JKZ M<(-@CJ@T$-=7A/"G$QF@^]MD]A]02P,$% @ 1("6=PY&$Y[@ RP8 M !D
!X;"]W;W)K&ULG97;CMHP$(9?Q4I7U:Y4 MD1"2<&B(M("JME*EU1[:BZH7)@S$6L=.;0>V;]^QPT:T!*AZ0WR8?[Y_3#Q) M=U(]ZP+
D)>2"SWU"F.JB>_KO("2IZL0.#.6JJ2&IRJC:\K!73E1"7WPR!(M_)(RX66I6[M362IKPYF .T5T7994_9H!E[NIU_=>%^[9IC!VP<_2BF[@ "0
M&YN!XF,+<^#<)D(;/_3:_9)=$QO''LEK;62Y%Z.#DHGF25_VYW @",,3@G O")WO M!N1<+JBA6:KDCB@;C=GLP)7JU&B."?
NG/!B%NPQU)IO+LF0&3]EH0L6*S*4P M3&Q Y PTN5Z H8SK&W)%F""/A:PU1NG4-\BV&?Q\SYDUG/ $YW,M>F00O"-A
M$$;DZ6%!KJ]N_DSCH_76?]CZ#UW>P7_Y7S"=3[[5(;A2_!CR[S#23J MAMB+,=$5S6'JX9NO06W!R]Z^Z2?!^S,E#-H2!N>R9_9$NCPUJL2I[-
W:9E$< M):F_[6!%+2NZQ(J[6(TJ/F ET7C4S8I;5GR)E72QXB-6.$A.U)6TK.02:]C% M2HY8@^&)LH8M:G@)-
>I"#8]003=HU()&9T&/!6";71M07;C1O^+&+6Y\'B<- MY23'^V-O28UCN>1L0VWS[+SPXZ/WLX^'^_?I^@>]R;;Y+U1MF-"$PQIU06^(
M):BF=383(RO7KI;28/-SPP*_-J!L .ZOI32O$]L!V^]7]AM02P,$% @ M1("69'8KT.Y! ^!L !D !X;"]W;W)K&UL MM9E?=.YF.@'QSR:UF;$-
;:_3M)GDTC[<]$'!,F@"R"?)]G7F M/GPE(-A@0I-&>;%![/ZDU:X6+9H=*'O@&<8"?"WRDL^-3(CMI6GR),,%XA=T

MBTOY9$-9@82\9:G)MPRC=:54Y*9M6;Y9(%(:X:QJNV;AC.Y$3DI\S0#?%05B M_RQQ3@]S QJ/#3!G#
MJ5*H)/XD^,!/KH$RY9[2!W7S<3TW+#4BG.-$* 22?WN\PGFN2'(<7QJHT?:I M%$^O'^D_5<9+8^X1QRN:_T76(IL;4P.L\0;M&I+;*+C/[<%K
M%"K3S=KV:N(B)% X8_0 F)*6-'51S7ZE+>>+E"I0;@633XG4$^$M3J7;!4#E M&OR,:E;Z9-+TLZU[L)WIQ MP!4M1<9!7*[Q>D _&M?W1_1-
:7%KMOUH]M(>!?ZZ*R^ 8_T ;,MVP=UM!-Z_ M^S PKM7S,X8_3P]UUQCQF@&R!?'0Q53FGBAH-O(R&T'.6^U#DZ85$-\RJ8>L_M0S@S
M]Z!"SZX'#R= M,ZX3%NF$Q9I@'>?XK7/\T>7PB0J4R_U+Y9 A']3J_DEL!8$3^-WX6IU+30(' M>EVIZ%P*!CZ<6KU@'1#S7,^>M&
(=2R>MI9-12Q<%9B1!@^_B4_VMP5#8H[E MN;V,,"#F0 M.>AEA0,R6F<-](B,MZ^AC70@G;Y5UM-:-6FF15EJLB]9UT;%VA*/53]A=
M@$PMP"UFJ@FEPUE(:]&HE18U-+4+;Q.6=6&?[7:&Q::]O&:>G&3(E)-61T@<
M)'17BOI#==O:'E,MJL.97OL27J[@0'NDCK6JDY,COCX3NT(L)24'.=[(KJR+ MB4S$K#YFJF\$W5;G*/=4R'Q87688K3%3 O+YAE+Q>*,Z:
_[PG\!4$L#!!0 M ($2 EE(W8%/3@, $P* 9 >&PO=V]R:W-H965TB#[1%6T0HTB,I
MN_WWNZ1DU188(^CR8I/4.>=>'I*7'.VE>M(EI09]K[C0XZ T9GL3AGI5THKH M:[FE KZLI:J(@:
[:A'JK*"D)A$D5Y6!$F@LG(C2W49'1KPYF@"X5T755$ M_9A2+O?C(X. Y_9IC1V()R,MF1#[ZEYV"X4],).I6 5%9I)@11=CX/;^&:>
M6[P#_,/H7A^UD9W)4LHGV_E8C(/()D0Y71FK0.!O1^\HYU8(TOBWU0RZD)9X MW#ZH_^[F#G-9$DWO)']DA2G'P2! !5V3FIO/>36;V5Y-
K]HGV+C0*T MJK6154N&#"HFFG_RO?7AB Z?D+2$I(^(7V&@%L"?FF$M"6D+XV0M00W];"9 MNS-
N1@R9C)3<(V71H&8;SGW'!K^8L/ODWBCXRH!G)G_#5OQ+:HVV5*'[DBB* MWJ$IT6R%B"A0P7AM:($$P/@!IAWL8D8-85Q? N'A?
H8NWERB-RALOFK$!'H0 MS.@K&(3VEU+6&A3U*#20M@T>KMH4ITV*R3,I8O1)"E-J-!<%+3S\V7E^?H8?
M@EV=9\G!LVER5O#/6EPC'%VA)$I23SYW+Z=CWW3^7_3Y+T<_,0-W&P@[/?R, MWIPHP<1&HT6W@;[>+K514 *^^1:[D4O]3M;W$> M??
Y_9IBL]<4F[^2V,F:I-V:I.?4W:%VIY48H]BR-F3)*3(2K615075V1[24 MO*#*>QX;]=RIVXMF-WD7YX-A,@IWQ^;[8#@:9*>PF0>&HS1_?PJ;>V
)QO@G M[,2*K+,B.VO%H[LIH(*1'55P\9U8H!'8)7$ZC'K6^!0QCN,L]IN3=^;D+]LG756_LK=N MK_9;7PK).5%'0*]%3;3!\1)&U[AGCQ=D*]F)-
UY4UD/-O:@TZ;D2'EV/%54; M]R[1L!-J89I"UXUV3Y];=^/WQJ?QS5WL&9_!4ZEYV?R4;]Y9GXC:,*$1IVL(M%5V_AT54S=NEZ1BY=9?
S4AJXZEVSA.<>518 W]=2FD/'!N@>D)/_ %!+ P04 M " !$@)98CUP]BT# #Q"P &0 'AL+W=OL*P)#'F@N]#"ICFHLPU$4% M-
=5GL@&!7S92U=3@5FU#W2B@I4NJ>1A'41K6E(D@7[BS&Y4O9&LX$W"CB&[K MFJI/5\#E;AE,@J>#6[:MC#T(\T5#M[&\
[ZY4;@+/4K):A":24$4;);!Y>1B M-8EL@HOXP&"G]];$2KF3\MYNWI3+(+*,@$-A+ 3%UP.L@'.+A#P^]J"!_Z=-
MW%_H;]VXE','=6PDOQO5IIJ&9-?'1@$I M6FUDW2R/V$A!G/"'N$^+#A.DS"4F?D#BA'3,GZQ4U-%\HN2/*
M1B.:73AO7#:J8<)>X]HH_,HPS^1_8J6\E5J3!A195U0!^;5[:P*/!6]+*,E& MR9J8"DA!>=%RZBY ;DC)>&OPNT 0_@2B'
MVU7'+7Z&6TK>26$J3:X%LACFAZC3BXV?Q%[%1P'_:,492:)?2!S%TQ$^JZ]/ M3X[02;SWB<-+GL&[%(8Y"[&0R1J*5C'#T/?K@>\K63>M\9Y?
4R68V&IRXR_L MG[<(3-X8J/6_8RYW+*;C+&R?N- -+6 98"/0H!X@R'_^:9)&OXU9="*P@6%3 M;]CT&'K^ES24DT8:0.\BG63J;9]DB M?-
@7^65A3J6V_M M1& #U:E7G?X099Z>TK 3@0T,R[QAV?=I(_J^I=WC'[3P M9)X>MO"1P"2=3;+I80\/]X:G&M36S92:%+(5IALM_*F?
6R_=M'9P?F7G63>4 M?8;IAN%W5&T9=GP.&X2,SC)DI;KYLML8V;@1[4X:'/C&ULS9QM;]LV$,>_"N$50PNTM261E-TE!MH$13NT
M0]&TW8MA+V2;B87(DB?)20OLPX^2%9\94V=Q/0-ZD_B!_.ON>)1^OI-]=I_E
MM\52J9)]7R5I<3Y8EN7ZU7!8S)=J%14OL[5*]3O76;Z*2OTTOQD6ZUQ%BWK2 M*AGZHY$'CA"U]^HBY-6$>L2W6-T7 M>X]9Y%$NSP?C
5NHZVB3E)^S^W>J<4A4>O,L*>J_[+X9.QJP M^:8HLU4S65NPBM/M_^A[$XB]"1YOF> W$_RN$X)F0E [NK6L=NLR*J/I69[=
ML[P:K=6J!W5LZMG:FSBMEO&JS/6[L9Y73M]&<L1?LZ]4E>_KD&7O"XI1]66:;(DH7Q=FPU,>O5(;SYEAOML?R6X[U M^R9]R8+1<^:/?
&Z9?H%/OU1S/=VKIP?F]*'V>N>ZOW/=K_6"HZX_9Z^+0FFO MM5_L0QS-XB0N8U4\A&3!=,)]5O--GL?I33WJCRS-=R^\B8JX8']]T =@[TNU
M*OZV!6=K#;=;4VW75\4ZFJOS@=Z/A'/UF"Q61F!&X8!>X %.? M?LG**&%1'3*;H]O9LIY=G4;NIIX?!'K)[O8].!S%QP'GNU&&:7QG&D=-
^QCE MMSIQ9XEB1;4\]3+:;-S*B",V'H[B7')AMU'L;!3N-CYG:996^:1WG\U><6#) MZ)&MAR,".9G8394[4R5JZ@=UIQ+FV0Q")
[IF,Y&8X6.X\S'LU6D@I PA$U[3B1D^>B.X9(]ZE;&-.42Q MHU(S@[?'.]Y/96TS_=B5P3(,N7QYP"0>>N5N,CBP6D8*$%1JII^ $%[0KQQ&
MD<8Y>$1J9O H M=;P2^$!G/DYGK=O 2O6XF+-/1&JFZT" ONC7-B"E22HU,WA DSY>;.N^#4@Q ML%'K+=MWS?
G)8FO%$(!Y]M+4,FTQ&TI[3 8!:@(/:HYS&^1[7D9$BE9@8/R## "WJ=L[O1P8HVZ!#3OKU>'@Y?;6EM979L'_:&):O3[L2]I.VI9AR$D;F"K
F:HMNZTHCFLY M+] IRFL!(%C0K[9F0,IS5&IF\(#G KR8USV[CS MO1_L"C>0M%9&I6;>VP$(QOO5^.2D%$>E9@8/*([CU;GNM\:0XA>W-
$HG+7?0 M<* JCE.5?0/@3(Y+.OMUBIH9!VSC_>J?S(1K!2/"[I[-4IJF8<"(_WJP?+22&12LT,'D B)^K!XCK.7A_V8-NO M"0!M'(>V(UO!BORXI+-?
IRBD<:!"WJ\^+"=E2RHU\YY<8$M!U(?%=5R]%IW[ML)(3^"DIS?"ZQN5SH]]-L!EG#TY19U- !&*?G5@!2E-4JF9P0.:%$0=6''8
M,PTGX\=WHA\.XOZXY59T =0F<&JSI35._+B@\QJ=HN(F]KXUT*_>JB"E1"HU M,WA B8*HMRJP;FCC2N>&J0
0$SB(H;EMA7ATG;PEX)7&\0A/)TU.]H"]FT?Q6K]X1"TG+:%1JIM\ M9+)?#51)BG-4:F;P .UT1QO&K9 3B=XYK.CIVB
MDB8!X&2_VJV2%/^HU,S@ ?Y)HG8KKN/L=>?.K 08DSB,'=L)5I;'-9W=.D4A M+032"_O5I U).9%*S0P><&)
(U*3%=9R]/FS2MEX50N"V$.>V8WO!BOVXIK-C MIZBKA4"&8;^ZM"$I7E*IF<$#O R)NK2XCK/7'/D0L75EN/=[.]6/'6E+;^*T M8(FZUG-
&+T.]D?+M[P=MGY39NOX)GEE6EMFJ?KA4T4+EU0#]_G66E0]/JE_U MV?V*T_0_4$L#!!0 ($2 ED?;F/@;P4 *(M 9 >&PO=V]R:W-H
M965TE([8>2V_L<)WEU'/MXM*/L&U\1(M"/ M-,GX6%L)L;[5=1ZN2(KY#5V33)Y94)9B(7?94N=K1G!4B-)$MPRCIZC-5Z29R*^KI^8 MW--
K2A2G).,QS1 CB[%V9]X&YB 7%%?\%9,=/]A&^:W,*?V6[SQ$8\W(6T02 M$HH<@>7/EDQ)DN0DV8[O%52K8^;"P^TWNE?9D2I._XTBLQMI
0Q%9 MX$TB9G07D.J&NCDOI DO_J-=>6W?T%"XX8*FCBV((VS\A?_J![$@<"TSPBL M2F!=*NA4@LZQH'=&8%<"^]
((W4K0O31"KQ+T+HW0KP3]2P6#2E#812]?1_$N M'2SP9,3H#K'\:DG+-PI#%&KY"N,L]^ZS8/)L+'5B9SAW% < M?4%_8L9P;BOTT2$"QPG_)
(]^?7;0QP^?T <49^AE13<<9Q$?Z4*V).?I8175 M*:-:9Z+VT"/-Q(HC-XM(U*+WU'K35@!T^0CJYV"]/8=[2TF\VRQOD&%]1I9A M=5H:-%7+?\?
9#3*'9^7.3^0;*>\8A=QND;N7R]NB>VKY(V92;IZ-[JOE#@EK M>5OTX)(GWRIOO,E.[>A.P>MC/Z)FLL30T25[1C(1TF<7_D0B],)QQ'):F
M_^P9O[79"1+F M0,)<2)@'"?,A80$0K&%1N[:HK:)/GO"K[/X%1_+; \W?_(K#[YN8QZ5?,_G9 M0A?)>&>A:4T+"G!+6*V#Y%]169FUC.-
WAV8[O:AG=ZSF11YD MLWQ(6 $:YBH6YNHJS11D:VD1:;2&;%H\X92?ZTW(&$.),R%A'F0,!\2%@#! M&E[KU5[KO4^?VH.T"3,@82YD#
/$N9#P@(@6,.B_=JB?64ZG)$M3;9QMD1A MD1#1 H=Q$HO7-MLI4=?:#A+F]$\Z1-N0?T?=)F1(#Q+FG[:_VSUI?P 4LF&4 M06V4@=
(H+WBY) P]2I/@-F\HU==Z Q+F0,)<2)@'"?,A80$0K.&T8>VTX?OT MFD-(BT+"'$B8"PGS(&$^)"P @C4L:AK[^3]#F0YKD]X=#C\=:=!\<'%P$-
TM M&2'YN+7-DNHHUWH2E.;\Y D4$U#%W-^Y&2P7M#T>*,T'I050M*8;#V:CSE!5"T MIM^LO=\LN%&#FG5UCH.D.:
T%Y3F@=)\4%I0T0ZS1;\Q8&D::U^$,)43R)!3 MO%6D1D+K#$VS>YS00&L*H#07E.:!TGQ06@!%:_IN7UDPU:6%&5EON,B_WAZR M*;53J E
U": TIS06D>*,T'I050M*;I]I4(L_L^ UT3M(0!2G- :2XHS0.E M^:"T (K6]J^DF$J9Z%!1AB@58N*=MB]#SK'HQ4'-*8+2O- :3XH+8"B-=VV
M+TJ8ZJH$Y&<@:-&BHG4/*^^#4]=!QG1!:9YY6FHX73O@@\8,H&A--^TK%Z:Z M=.&0,BD=I:L9260W&R%!44"3:([#;ZT&
JUL5+3&J*1[:B#0F@4HS6NY@R^F M/1P<.PBT'@%%*QVD'RS\3 E;%HN .0KI)A/EVL?Z:+W0^*Y87GMTW#%OW7*Y
M\!Y3KEY^Q&P9RT^UA"PDTKCIRY3!R@7!Y8Z@ZV)YZ9P*0=-B0!ZF79D_\!4$L#!!0 ($2 EG(1HK\- < 4^ 9 >&PO M=V]R:W-
H965T*"#;3#%RD^H52@IVV2\O/11HC=A_&8AQNZ)?R4[6@JOUFQ;NW,S68[[+*(G*H&TR MQH;AC++LW+?
3;8X8[E(XI3>9(CGVRW)GB]IPA[/1^;H9<=MO-Z(8L=X M<;8C:WI'Q=?=32:WQC4EBK<2WF#[R@\^H.)5[MQKX7&U?
1^<@H6D03&HH"0>2_![JD25*09#M^5-!1G;,(//S\0O?+DY5?]%@=:XQ0F'/!ME6P;,$V M3O?_R5-U(0X"3/M(*X"\&L#K"K
:@=,C@3858#]V@R3*F#2#G".!#A5@//: M#-,J8%H6:W]UR]*X1)#%6<8>458<+6G%A[*^9;2L2)P64KP3F?PVEG%B<9ES
MN8=SM&3;^S@EA3XX>H]\$F?H&TERBM@*77!.!4Z^8?A(PQQT MS5*QX-/6 ,;R*M67"K]53"_"'WF<%=M']/K/)\E#5X)N^;\]
M)W.Y3V[W)R\&AP]\1T)Z/I*]/Z?9 QTM?O_-=(P_^E0!"7,A81XDS(>$!4 P M15MVK2U;1U_\)<=_4O5WE9!.$'T*DSR*TS4*&(L>XR3IT\T>
[)3@8@[PL+!, M:S([&S\<"J)[E.G,)NI!KK:-0PL-"?,A80$03"GTI"[T1%MH726UD4-[$B8 M.^FJ!YN6V=*/!YG3AX0%O2=@&W9] DHQG;J8CK:8-
^193I#E/2MGY^C^95)3 MWL \+B8U)RB5-[::ORW8,:VNN[7B6Y3 BE5..)U1*Z8$DQ0C4 MIY0]:G+0)]N.W9X7:O,-50 DS(.$^9"P BF*,
T&N_$T&K@(@Q97DPZ,AI2 M6?_[A/95OZ(ZG/-;3^H#0/E.:#T@(HFJJ! __,U&K@L]C(^4>8 M9YF\^E!5 T50*-/VEJ+:IF9-B1
MYV)8.)%/G&&6RTDE?=K1E-.]F<[*SB-IYIZ]2K$Z2GEO3CNVDKY%@Y4"ZC2" MTGQ06@!%4Y72N(VFWFYTZ8IFQ5-(1A]HFO=/(.RN
BQL6VT%0%IS+BC- Z7Y MH+0 BJ8JH+$AS9_W(:O0P\J;)K:-2;OTH!XC*,T#I?F@M "*II:^,2U-O6OY MA0F2H)"E/(YH5KY\[56!TU6!;4V=3@<
ZC:"TCQ0F@]*"Z!HJ@H:"]/4>YA' MK02M35U!E4&AQU70YQZL"5#7$I3F@](")JJB<:Y-+7F%>3[C"J3\MK FIOM M5T9+?8L&*P74@P2E^:"T
(JF*J7Q(4V]$7E+=SD71%!TE8:GO0* M-R6H#07 ME.:!TGQ06@!%4W^[U'B5V/B5[T(PI*>W!*6YH#0/E.:#T@(HFJJQQ@O%>B]T
MT#L1/6NP8KI^JN4XK1_5@*;T0&D^*"V HJE":!Q0#." ZAF#!=#U4\V.G>J" MYO1 :3XH+8"BJ0IH#%"L-T!K6TN0I]K@?.Z5
>BO+7&/66I/IVT9@+J;H#0? ME!9 T509-.XFUKN;^[=CQ9-*JT,HAXD#X[O874PT>A4"Z?8M<8^9:K?U >I] M@M)\4%H 15/UT7B?
^.>]3WWHX+)WG53',T0YOOO6G/6WYP)54K7GC:V*] MK_ES7K<>.KC6H$8G*,T#I?D537UQW'XL#J!RJI)H#$RL-S !K6Y]IL$ZF7?N M**?
GD1+4P02E^7UGT%D,$$#EW-=_?+ 8=4NS=;G.F*/R]S#[Q9;UWGHM\T6Y M@K>UWS4_>/L5R0UFOT#ZFF3K..4HH2N)-$ZG4N#9?LWQ?
D.P7;GD]9X)P;;E MQPTE&PO=V]R:W-H965TVT0D426I. 'VXTO*BF35,GTI]6)+LN9H MSG".>40.5UP\R26 0B]1&,N1MU0J.?
=].5U"1&6+)Q#K7^9<1%3I4['P92* MSK*@*/1)$/3\B++8&P^S:S=B/.2I"ED,-P+)-(JH>+V$D*]&'O;>+MRRQ5*9 M"_YXF-
%W(%Z2&Z$/O,+E!F+():,QTC ?.1=X/,)Z9N [(YO#%9RXQ@9*H^< M/YF3Z]G("TQ&$,)4&0BJOYYA F%HD'0>WW-0KWBF"=P\?D/_E)'79!ZIA
D/ M_V$SM1QY P_-8$[34-WRU6?("74-WI2',OM$J_S>P$/35"H>Y<$Z@XC%ZV_Z MDA=B(P!W=@20/(<&M#.
]H9T75F&:TKJNAX*/@*"7.W1C,'66VR:,V&Q688 M[Y30OS(=I\:7J=17I$03'CVRF)K:2O0'NHX5C1?L,01T(24HB2ZFWU,F8(;>
M7X&B+)0?]&T/=U?H_;L/Z!UB,;I?\E32>":'OM*IF0?XTSR-RW4:9$<:%^FB MA0+R$9& M&O")_;POVG<0OBL+MS7!2FJ0HJJD
ROLP/OGBX6(-!7F#%:1\8: M;91W+A,ZA9&GI25!/(,W_OTWW O^K*/F"*Q"M%T0;6?H[7W#GXVN9)FT_OVB MKZ%K!9'\KXY]VR5[1V 5]IV"?
<4SZ@R 8 M^L^;^5N?<&+^W2+_[L%MBOY'D^SO0E^XA7 MY"5+:L5HA3UV!!V!52K0*RK0 M<]^_/9?L'8%5V/<+]OU?Z-

_^5O]BTMGJ7^L33LQ_4.0_L.;_UTNB9W,]I3Q(MF*\L5K'54KYK&] MZ0BL0A\'I;,(W&LSQW14 %=HU0IL>"O\"_K,@RL"[> M@=J? <2]'T@EANQ4Z M5*-[8+J[16J//)5@Z8"PU6+\K--[06?Z34D\U9)T:GU@"?>2_N[?YICSZ[V_IL;\NS"?N#2_^#K0;C<'G:86SR;,+AX-+B8+O' MN85$VUJJ=%/&TU8M-4<6)J?;A""I2/"@P9$ZQ1;V9VY*.7%IKP/Z3T/P2[;V;BR._D%6C" M/9&- =22[[;$WLSWX:*ID>\%B9R^7]HC8[=&A$XP=YF@N]J1P-EW91JAT0<2^ M!K2EU0-?U.RP1_-MP@B1T@B1;@-"=;J*Y JM6H'21Q&[=HC5*=+1CE:9=;I M[51JZ92(W2D=K%2G?FE/4K7&(]2[, M^D3Q)-O(>.1*SZ;9X1+TVYHP-^C?YYRKMQ.S-U+LA8U_ %!+ P04 " !$ M@)9VI4W9FP" '!0 &0 'AL+W=O_OQ7=..Z4?3(5HX:D6TLR"RMKF+ Q-7F'-S)%J4-+.6NF:60IU M&9I& (RL\]!9A'$4G81LGKA\G_"-8V>VYN"!PX@_%(!]R>/[-_\M[)RXH97"CQG1>V MF@6G 12X9JVP-ZK[@H.?8\>7*V'\%[HA-PH@;XU5]0 F!367_**AO^P!8CC M%P#Q (B][OX@K_*"69:E6G6@73:QN8FWZM$DCDMW*;=6TRXGG,WFK:$58V"A MZA67S/TJ X>PJ)@LT0"7\%FIHN-"P/X%6L:%.:#].U:6J.$:"\Y@SZ7=5:HU M3!8F#2T)<_1A/HB8]R+B%T2W%["_=_ W34B^1G/Q:"[V MO-.7>//'EFLLX%+217')+1Y>41&X!4O^^$H@G!N#UL"/*P+#I<7:_-SEH#\I MV7V2:YTST[<9P'UAD&]P2! [^V9R$GU\Q<=T]#%]C3U;MCJOJ/2@T3Q'8$*H MG/5%7?RB&J$FL;#?7\G!+O$]_8FG=VVZR0Y//Z3A9H>F9-24O*IIK(H5$TPZ M50;4&KZV$GO?T\C?9[)+3_*?GLDD3J+C?R2%6W7MGHAKIDM.Y2EP3<#HZ/UQ M +IONSZPJO&EOE*6&L=/*WJI4+L$VE\K99\#USWCVY?] 5!+ P04 " !$ M@)9X!!PW34# !*$P #0 'AL+W-T>6QEUY-B9X[)VOWZ^=II^X(LZ'C:Z5#3V/3[G M'MLWQ#"HS4JPNSEC)EJ60M9#,C>F^A#']73.2EI?J(I)BQ1*E]38KI[%=:49 MS6L@E2+N=3II7%(NR6@@%^5-:>IHJA;2#$G:AB)_^YP/23=]3R(O-U8Y&Y*' ML[<_%LI3=R4GGX?QZ/W[F@',2!T4O#Q"]Z-@+578H)I\>)O^<."9] M=9#T,\J8<']7V(T^M3J>=XK1L@#-VM\PH>/(<;/?HT&AY&;;$^(#5IV6+'JD M8DC&5/")YL J:,G%RH=[$)@JH71D;+W9=%V(U+\\W/4]*,5&I^12:9?;9_#? MDV;X'K#N@4$N1&NP1WQ@-*BH,4S+&]MQ@UWP"10U[?M591W.-%UU>Y=D0W W MFV2B=,YTFZ9+UJ'10+ "[&@^F\/=J"H&T!A5VD;.Z4Q)ZCRL&4W#RDZ9$'?P MG'XO=K27Q=:^=6#79-NTAIJFE_$=T-]6\]K;LKT7Z485?U3FT\).1[H^U">[MU:S@2]=?%JT!3+V+J].J$JN/@L]DR?SD#TXX&M U+YHKS7_9;% J4QM@FD2/M3!L^W8[\U+2Z9TNS+J=E@7ON':'GO[O.,R:9IF+;M*W]U[S*+W:<7/TKR^ZW MRK[AH,?FY?O:35X>@\GT&$P>14WVC\%D]BI-QLT+?.N4L'-&:*,1G,6&Y!N< M[,0F:319<&&X;'ISGN=,/CDJ6'E#)_8/A1U].SYG!5T(<]^"0[)I?V4Y7Y19 M.^H6%J(9M6E_@>EUT_8@:'-QF;,ER\=-5\\FKAG9ALW:7$#81V[<%48PCL?" M"&!8'LP!QO$L+,__-)\^.A^/8= [Z0:2/T"5CN0/YP':BK,21+85DB3)LC "6-A!DF (/(TX@CD #QB2).X]N/<^BM?OJ7CSW[/1;U!+ M P04 " !$@)9EXJ[', 3 @ "P %]R96QS+RYR96QSG9*Y;L,P M#$!_Q=">, ?0(8@S9?$6!/D!5J(/V!(%BD6=OZ_:I7&0"QEY/3P2W!YI0.TX MI+:+J1C]$%)I6M6X 4BV)8]ISI%"KM0L'C6'TD!$VV-#L%HL/D N&6:WO606 MIW.D5XA-/E M_G;@2=&A(E@6FD7)TZ(=I7\=Q_:0T^FO8R*T>EOH^7%H5 J.W&,EC'%BM/XU M@LD/['X 4$L#!!0 ($2 EE.7"RS_P, %$> / >&PO=V]R:V)O M;VLN>&ULQ9G?;]LJ%(#_%>2GWH?>Q#_:==4RZ;;1MDA=%S557R=BGR2H&"(@ M:;N_?@>[V?#J'-T7YB?;0,CG8\-WP!^>M'E<:OW(GFNI["39.+>]'(ULN8&: MVW_U%A36K+2IN<-+LQ[9K0%>V0V J^4H&X_/1S47*OGXX=#7W(S""^V@=$(K M+/0%#P*>[.]Z?\GVPHJED,*]3)+F7$+":J%$+7Y -4G&";,;_?1%&_%#*\?E MHC1:RDF2MA4/8)PHWQ0O/.0]7]JFQ/'E'4>027(^Q@Y7PEC7M&CZY\BX!VS< M7NV<_B2D S/E#CX;O=L*M?;=X%V,@MMHXG XMD&\-/\GC'JU$B5,=;FK0;DV MC@:D!U1V([8V88K7,$FN]1X,F_,U^)O"?YE5[0TZ) O"92X%5IA9U3#&Y%$5 M* L5PS.KI:B0HV)77')5 @L@,P(R&Q#R>Q9 Y@1D/@CDPN/@3P/(@H L!H3L M1/*,@#P;$C(/(,\)R/,A(8L \AT!^2XNY"UW.P-,K]BW+9BVGG&%F+NZYB: MO" @+^)"WL$>U [8'91ZK82O#\#>$V#OXX*]QDRMV0UP"S:P8>HY;Z)E5#-&W=MH! (NY*,,DD96",8,&V!.@"-4EX]L MCNH(V2AQI-'-4=?"^4;MX,0)Q;]UH$K1?<"4.-+(YEC VK=H #^#7AN^W8B2 M84+%0T1*&VED;]QBOS?:6H;CEBTVW'1R+,H5:619?.+"L ICS%[:W; ZF^;G/2J?"EE+[M, (:0E"G2R*J8*2LJ?.ON#:_\)/B?,1Q'\)]/.:.TD476!ID,='*_C#))%MDD M?UJ7G> R3H+])P0D%R,#J*07DG)*-J13V$F(25DE&\XJ/J0A)F66[*^;I?>! M4XK)AE',@3/$I%23#:&:WF!2SLDB.X>>*L,5:$99)XMLG9Z5$SN9@N-"=F*9 M4]K)(VOGS7Q^RFZY\44X@YY,0TQ*._G?UL[IZR+YQ;\&.L2DY)-'ED\/9G/" M2FU=9U[/R;VPR/KIP;P#O['LB^IP7L\I_>21]7-LU?HZBD),2C]Y9/WT9QQ] M YTR4!Y]1XQ(.;J[M)2!\L@&(E..:;BBR"D%Y;$5]#;E.&57W"*J)P\Q*07E MD174B]D<+8/G,MSUIB141);0T>RH'40A)B6A(K*$^K.C7\(,,2D)%9$E= SS M-2>:Y">9R!(ZAGF]\5L(8>9>4!(J&@F-#I\P*UAA MK]4M_H7%\I++&PO7W)E;',O=V]R:V)O;VLN>&UL M+G)E;'/-V;MNPD 0A>%707X EIE9;A%0I:&-> $+EHLPV/)N%'C[("C@6"G2 MH#V5M;8_AM_LM:SKU"5Z5"?X_[0Q-[E5)WCO-BGU'PX%]?[<"ICOV["^79E M6[>G,MV6[ZG;H]Q'T(J>JNRW84T+]RE>IZ.[GZ0_FURT5MNYD6[W$CA<@BOJK01Z*^JM!'HKZJT$>BOJK01Z*^JM!'HKZJT$>BOJK01Z M&^IM!'H;ZFT$>AOJ;01Z6V>SA$!O0[V-0&]#O8U ;T.]C4!O0[V-0&]#O8U M;T.]C4!OCWI[KT]ZNT)]/:HMR?0VZ/>GD!OW]GL)M#;H][^G7K'=*U"?/8\ MUOC\=U*=;O>&Y^/OR\?)S@MUQ]G![['%+U!+ P04 " !$@)94]DK*;(! M !3&P $P %M#;VYT96YT7U1Y<&5S72YX;6S-F60U_ 338D(HDMVU!X^SKA1VI%HR(J=2ZQ$N_.C+W2=\GT;6?(#;9U MU;A95'AO'AAS:4&U-Z&SZ[4S2RR5+EH\+@O;+UFD3*F*E/EPS[;--DWE]'!(0Z=78TK M2N.&H2!B9QW:G9\-#GVO&[*VS&BP4-:_J#I4L6W%G-]5Y.)^B3,9=9Z7*64Z M7=>A)7;&DLI<0>3K*MZ+#ON=?;AAVC_YU?Z=3)]AJ%Q8;5R8F*7+[8XC:;M' M)@B1]67_$4^.0? KJ\U$[[8RR7WJ'Z_W0=M7-P[%NN?Z.O\[XI']A#@&20X+D M2$!RW(#DF(#DN 7) <0>2XQXD!Q^C!$$A*D=!*D=A*D>!*D>A*D?!*D?A*D&UL4$L! A0#% @ 1(" M6&UL4$L! A0#% @ 1("69E&PO=V]R:W-H965T&UL4$L! A0#% @ 1("6;!8MT)?!P F", !@ ("! MJPX 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ M1("648O8^?@ @ 5@@ !@ ("!)R$ 'AL+W=O&PO=V]R M:W-H965T&UL4$L! A0#% @ 1("6:Z')],="@ ,1P M !@ ("!*3D 'AL+W=O&PO=V]R:W-H965TC<\2P0 &@* 9 " M@5E. !X;"]W;W)K&UL4$L! A0#% @ 1(" M69<&PO=V]R:W-H965T&UL4$L! A0#% @ 1("6460CW@]! ZPD M !D ("!K&0 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 1("65=9H\SM"0 >QT !D M ("!'W0 'AL+W=O&PO=V]R:W-H965T M !X;"]W;W)K&UL4$L! A0# M% @ 1("6=.N5*A$"0 [Q@ !D ("!4H, 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ 1("65>F MQF.F @ X04 !D ("!!Y0 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 1("6:?YR":W P H D !D M ("!L9T 'AL+W=O&PO M=V]R:W-H965TVF !X;"]W;W)K&UL4$L! A0#% @ 1("6?N<8TRP P S0\ !D ("! M>JH 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% M @ 1("60J9CQO& @ J @ !D ("!3+4 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 1("64C=@4]. P 3 H !D M ("!6,X 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ 1("61]N8^!O!0 HBT !D ("!SMP M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ M1("6=J5-V9L @ !P4 !D ("!4>X 'AL+W=O&PO / " 3WU !X;"]W M;W)K8F]O:RYX;6Q02P$"% ,4 " !$@)9N#;$W*D! N&P &@ M @ %I^0 >&PO7W)E;',O=V]R:V)O;VLN>&UL+G)E;'-02P$"% ,4 M " !$@)94]DK*;(! !3&P $P @ %*^P 6T-O;G1E C;G1? 5'EP97-=+GAM;%!+!08 -0 U &H. M_0 ! end XML 58 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 59 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 61 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.2.u1 html 175 214 1 false 42 0 false 6 false false R1.htm 0000001 - Document - Cover Page Sheet http://sproutsocial.com/role/CoverPage Cover Page Cover 1 false false R2.htm 9952151 - Statement - Condensed Consolidated Balance Sheets (Unaudited) Sheet http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited Condensed Consolidated Balance Sheets (Unaudited) Statements 2 false false R3.htm 9952152 - Statement - Condensed Consolidated Balance Sheets (Unaudited) (Parenthetical) Sheet http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnauditedParenthetical Condensed Consolidated Balance Sheets (Unaudited) (Parenthetical) Statements 3 false false R4.htm 9952153 - Statement - Condensed Consolidated Statements of Operations (Unaudited) Sheet http://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited Condensed Consolidated Statements of Operations (Unaudited) Statements 4 false false R5.htm 9952154 - Statement - Condensed Consolidated Statements of Comprehensive Loss (Unaudited) Sheet http://sproutsocial.com/role/CondensedConsolidatedStatementsofComprehensiveLossUnaudited Condensed Consolidated Statements of Comprehensive Loss (Unaudited) Statements 5 false false R6.htm 9952155 - 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Disclosure - Income Taxes Sheet http://sproutsocial.com/role/IncomeTaxes Income Taxes Notes 11 false false R12.htm 9952161 - Disclosure - Revolving Line of Credit Sheet http://sproutsocial.com/role/RevolvingLineofCredit Revolving Line of Credit Notes 12 false false R13.htm 9952162 - Disclosure - Incentive Stock Plan Sheet http://sproutsocial.com/role/IncentiveStockPlan Incentive Stock Plan Notes 13 false false R14.htm 9952163 - Disclosure - Commitments and Contingencies Sheet http://sproutsocial.com/role/CommitmentsandContingencies Commitments and Contingencies Notes 14 false false R15.htm 9952164 - Disclosure - Segment and Geographic Data Sheet http://sproutsocial.com/role/SegmentandGeographicData Segment and Geographic Data Notes 15 false false R16.htm 9952165 - Disclosure - Net Loss per Share Sheet http://sproutsocial.com/role/NetLossperShare Net Loss per Share Notes 16 false false R17.htm 9952166 - Disclosure - Fair Value Measurements Sheet http://sproutsocial.com/role/FairValueMeasurements Fair Value Measurements Notes 17 false false R18.htm 9952167 - 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price over par or stated value of the entity's capital stock and amounts received from other transactions involving the entity's stock or stockholders." } } }, "auth_ref": ["r650", "r945", "r946", "r947", "r948", "r1032", "r1090"] }, "ecd_AdjToCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToCompAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Adjustment to Compensation, Amount", "label": "Adjustment to Compensation Amount" } } }, "auth_ref": ["r877"] }, "ecd_AdjToCompAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToCompAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Adjustment to Compensation:", "label": "Adjustment to Compensation [Axis]" } } }, "auth_ref": ["r877"] }, "ecd_AdjToNonPeoNeoCompFnTextBlock": { "xbrltype": "textBlockItemType", 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Excludes amount capitalized." } } }, "auth_ref": ["r436", "r440"] }, "us-gaap_AllowanceForDoubtfulAccountsReceivableCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AllowanceForDoubtfulAccountsReceivableCurrent", "crdr": "credit", "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnauditedParenthetical"], "lang": { "en-us": { "role": { "terseLabel": "Allowance for doubtful accounts", "label": "Accounts Receivable, Allowance for Credit Loss, Current", "documentation": "Amount of allowance for credit loss on accounts receivable, classified as current." } } }, "auth_ref": ["r167", "r253", "r292"] }, "dei_AmendmentFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "AmendmentFlag", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Amendment Flag", "label": "Amendment Flag", "documentation": "Boolean flag that is true when the XBRL content amends previously-filed or accepted submission." } } }, "auth_ref": [] }, "srt_AmericasMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "AmericasMember", "presentation": ["http://sproutsocial.com/role/SegmentandGeographicDataDetails"], "lang": { "en-us": { "role": { "terseLabel": "Americas", "label": "Americas [Member]", "documentation": "Continents of North and South America." } } }, "auth_ref": ["r927", "r928", "r929", "r930", "r1092", "r1093", "r1094", "r1095"] }, "us-gaap_AmortizationOfDeferredSalesCommissions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfDeferredSalesCommissions", "crdr":

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As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method." } } }, "auth_ref": ["r7", "r306", "r313", "r766"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "presentation": ["http://sproutsocial.com/role/NetLossperShareSharesexcludedfromthecalculationofdilutednetlosspershareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Total potentially dilutive shares (in shares)", "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount", "documentation": "Securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented." } } }, "auth_ref": ["r218"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis", "presentation": ["http://sproutsocial.com/role/NetLossperShareSharesexcludedfromthecalculationofdilutednetlosspershareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive Securities [Axis]", "label": "Antidilutive Securities [Axis]", "documentation": "Information by type of antidilutive security." } } }, "auth_ref": ["r27"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems", "presentation": ["http://sproutsocial.com/role/NetLossperShareSharesexcludedfromthecalculationofdilutednetlosspershareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]", "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Excludes cash and cash equivalents within disposal group and discontinued operation." } } }, "auth_ref": ["r26", "r158", "r749"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "crdr": "debit", "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "periodStartLabel": "Beginning of period", "periodEndLabel": "End of period", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents", "documentation": "Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r26", "r90", "r187"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsAbstract", "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Cash, cash equivalents and restricted cash", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents [Abstract]" } } }, "auth_ref": [] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "crdr": "debit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "totalLabel": "Net increase (decrease) in cash, cash equivalents and restricted cash", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect", "documentation": "Amount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r3", "r90"] }, "ecd_ChangedPeerGroupFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChangedPeerGroupFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Changed Peer Group, Footnote", "label": "Changed Peer Group, Footnote [Text Block]" } } }, "auth_ref": ["r875"] }, "ecd_ChngInFrValAsOfVstngDtOfPrrYrEqtyAwrdsVstdInCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChngInFrValAsOfVstngDtOfPrrYrEqtyAwrdsVstdInCvrdYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year", "label": "Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member]" } } }, "auth_ref": ["r872"] }, "ecd_ChngInFrValOfOutsdngAndUnvstdEqtyAwrdsGrntdInPrrYrsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChngInFrValOfOutsdngAndUnvstdEqtyAwrdsGrntdInPrrYrsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested", "label": "Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member]" } } }, "auth_ref": ["r870"] }, "dei_CityAreaCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CityAreaCode", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "City Area Code", "label": "City Area Code", "documentation": "Area code of city" } } }, "auth_ref": [] }, "us-gaap_ClassOfStockDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfStockDomain", "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited", "http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnauditedParenthetical", "http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Class of Stock [Domain]", "label": "Class

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Examples include, but are not limited to, common stock, redeemable preferred stock, nonredeemable preferred stock, and convertible stock." } } }, "auth_ref": ["r123", "r163", "r164", "r165", "r189", "r212", "r213", "r215", "r217", "r224", "r225", "r287", "r333", "r335", "r336", "r337", "r340", "r341", "r369", "r370", "r371", "r372", "r374", "r502", "r644", "r645", "r646", "r647", "r650", "r651", "r652", "r653", "r654", "r655", "r656", "r657", "r658", "r659", "r660", "r661", "r675", "r696", "r714", "r726", "r727", "r728", "r729", "r730", "r914", "r941", "r949"] }, "ecd_CoSelectedMeasureAmt": { "xbrltype": "decimalItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CoSelectedMeasureAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Company Selected Measure Amount", "label": "Company Selected Measure Amount" } } }, "auth_ref": ["r876"] }, "ecd_CoSelectedMeasureName": { "xbrltype": "normalizedStringItemType", 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"auth_ref": ["r1090"] }, "us-gaap_CommonStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockMember", "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Voting Common Stock", "label": "Common Stock [Member]", "documentation": "Stock that is subordinate to all other stock of the issuer." } } }, "auth_ref": ["r818", "r819", "r820", "r822", "r823", "r824", "r825", "r945", "r946", "r948", "r1032", "r1088", "r1090"] }, "us-gaap_CommonStockParOrStatedValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockParOrStatedValuePerShare", "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnauditedParenthetical"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, par value (in dollars per share)", "label": "Common Stock, Par or Stated Value 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These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury." } } }, "auth_ref": ["r71"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnauditedParenthetical"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, shares outstanding (in shares)", "label": "Common Stock, Shares, Outstanding", "documentation": "Number of shares of common stock outstanding. Common stock represent the ownership interest in a corporation." } } }, "auth_ref": ["r11", "r71", "r675", "r693", "r1090", "r1091"] }, "us-gaap_CommonStockValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockValue", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 1.0 } }, "presentation": [

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Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r71", "r606", "r801"] }, "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": ["r881"] }, "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": ["r880"] }, "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": ["r882"] }, "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": ["r879"] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedStatementsofComprehensiveLossUnaudited": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofComprehensiveLossUnaudited"], "lang": { "en-us": { "role": { "totalLabel": "Comprehensive loss", "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Parent", "documentation": "Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r18", "r174", "r176", "r181", "r600", "r615", "r616"] }, "us-gaap_ConcentrationRiskBenchmarkDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskBenchmarkDomain", "presentation": ["http://sproutsocial.com/role/SegmentandGeographicDataDetails"], "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": ["r28", "r30", "r56", "r57", "r251", "r732"] }, "us-gaap_ConcentrationRiskByBenchmarkAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskByBenchmarkAxis", "presentation": ["http://sproutsocial.com/role/SegmentandGeographicDataDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration Risk Benchmark [Axis]", "label": "Concentration Risk Benchmark [Axis]", "documentation": "Information by benchmark of concentration risk." } } }, "auth_ref": ["r28", "r30", "r56", "r57", "r251", "r641", "r732"] }, "us-gaap_ConcentrationRiskByTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskByTypeAxis", "presentation": ["http://sproutsocial.com/role/SegmentandGeographicDataDetails"], "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": ["r28", "r30", "r56", "r57", "r251", "r732", "r917"] }, "us-gaap_ConcentrationRiskPercentage1": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskPercentage1", "presentation": ["http://sproutsocial.com/role/SegmentandGeographicDataDetails"], "lang": { "en-us": { "role": { "terseLabel": "Concentration risk percentage", "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": ["r28", "r30", "r56", "r57", "r251"] }, "us-gaap_ConcentrationRiskTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskTypeDomain", "presentation": ["http://sproutsocial.com/role/SegmentandGeographicDataDetails"], "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": ["r28", "r30", "r56", "r57", "r251", "r732"] }, "us-gaap_ConsolidationPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConsolidationPolicyTextBlock", "presentation": ["http://sproutsocial.com/role/NatureofOperationsandSummaryofSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Principles of Consolidation", "label": "Consolidation, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy regarding (1) the principles it follows in consolidating or combining the separate financial statements, including the principles followed in determining the inclusion or exclusion of subsidiaries or other entities in the consolidated or combined financial statements and (2) its treatment of interests (for example, common stock, a partnership interest or other means of exerting influence) in other entities, for example consolidation or use of the equity or cost methods of accounting. The accounting policy may also address the accounting treatment for intercompany accounts and transactions, noncontrolling interest, and the income statement treatment in consolidation for issuances of stock by a subsidiary." } } }, "auth_ref": ["r55", "r750"] }, "us-gaap_ContractWithCustomerLiabilityCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityCurrent", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Deferred revenue", "label": "Contract with Customer, Liability, Current", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current." } } }, "auth_ref": ["r376", "r377", "r396"] }, "us-gaap_ContractWithCustomerLiabilityNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityNoncurrent", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Deferred revenue, net of current portion", "label": "Contract with Customer, Liability, Noncurrent", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as noncurrent." } } }, "auth_ref": ["r376", "r377", "r396"] }, "us-gaap_ContractWithCustomerLiabilityRevenueRecognized": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityRevenueRecognized", "crdr": "credit", "presentation": ["http://sproutsocial.com/role/RevenueRecognitionDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revenue recognized

previously deferred", "label": "Contract with Customer, Liability, Revenue Recognized", "documentation": "Amount of revenue recognized that was previously included in balance of obligation to transfer good or service to customer for which consideration from customer has been received or is due." } } }, "auth_ref": ["r397"] }, "srt_ContractualObligationFiscalYearMaturityScheduleTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ContractualObligationFiscalYearMaturityScheduleTableTextBlock", "presentation": ["http://sproutsocial.com/role/CommitmentsandContingenciesTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of contractual commitments", "label": "Contractual Obligation, Fiscal Year Maturity [Table Text Block]", "documentation": "Tabular disclosure of contractual obligation by timing of payment due. Includes, but is not limited to, long-term debt obligation, lease obligation, and purchase obligation." } } }, "auth_ref": ["r926", "r944"] }, "us-gaap_CorporateDebtSecuritiesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CorporateDebtSecuritiesMember", "presentation": ["http://sproutsocial.com/role/FairValueMeasurementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Corporate bonds", "label": "Corporate Debt Securities [Member]", "documentation": "Debt securities issued by domestic or foreign corporate business, banks and other entities with a promise of repayment." } } }, "auth_ref": ["r780", "r782", "r788", "r802", "r816", "r1085"] }, "us-gaap_CostOfGoodsAndServicesSold": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfGoodsAndServicesSold", "crdr": "debit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited": { "parentTag": "us-gaap_GrossProfit", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Total cost of revenue", "label": "Cost of Goods and Services Sold", "documentation": "The aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. This excludes costs incurred during the reporting period related to financial services rendered and other revenue generating activities." } } }, "auth_ref": ["r80", "r81", "r563"] }, "us-gaap_CostOfRevenueAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfRevenueAbstract", "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Cost of revenue", "label": "Cost of Revenue [Abstract]" } } }, "auth_ref": [] }, "us-gaap_CostOfSalesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfSalesMember", "presentation": ["http://sproutsocial.com/role/IncentiveStockPlanDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cost of revenue", "label": "Cost of Sales [Member]", "documentation": "Primary financial statement caption encompassing cost of sales." } } }, "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://sproutsocial.com/role/BusinessCombinationsNarrativeDetails", "http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited", "http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "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": ["r332", "r998"] }, "us-gaap_CreditFacilityDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CreditFacilityDomain", "presentation": ["http://sproutsocial.com/role/BusinessCombinationsNarrativeDetails", "http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited", "http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Credit Facility [Domain]", "label": "Credit Facility [Domain]", "documentation": "Type of credit facility. Credit facilities provide capital to borrowers without the need to structure a loan for each borrowing." } } }, "auth_ref": ["r332", "r998", "r999"] }, "dei_CurrentFiscalYearEndDate": { "xbrltype": "gMonthDayItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CurrentFiscalYearEndDate", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Current Fiscal Year End Date", "label": "Current Fiscal Year End Date", "documentation": "End date of current fiscal year in the format --MM-DD." } } }, "auth_ref": [] }, "us-gaap_CustomerRelationshipsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CustomerRelationshipsMember", "presentation": ["http://sproutsocial.com/role/BusinessCombinationsIntangibleAssetsAcquiredDetails"], "lang": { "en-us": { "role": { "terseLabel": "Customer Relationships", "label": "Customer Relationships [Member]", "documentation": "Customer relationship that exists between an entity and its customer, for example, but not limited to, tenant relationships." } } }, "auth_ref": ["r54", "r979", "r981", "r982", "r983", "r985", "r986", "r988", "r989"] }, "us-gaap_DebtDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtDisclosureAbstract", "lang": { "en-us": { "role": { "label": "Debt Disclosure [Abstract]" } } }, "auth_ref": [] }, "us-gaap_DebtDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtDisclosureTextBlock", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCredit"], "lang": { "en-us": { "role": { "terseLabel": "Revolving Line of Credit", "label": "Debt Disclosure [Text Block]", "documentation": "The entire disclosure for information about short-term and long-term debt arrangements, which includes amounts of borrowings under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants." } } }, "auth_ref": ["r98", "r188", "r318", "r319", "r320", "r321", "r322", "r331", "r332", "r342", "r348", "r349", "r350", "r351", "r352", "r353", "r358", "r365", "r366", "r368", "r511"] }, "us-gaap_DebtInstrumentAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentAxis", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt Instrument [Axis]", "label": "Debt Instrument [Axis]", "documentation": "Information by type of debt instrument, including, but not limited to, draws against credit facilities." } } }, "auth_ref": ["r15", "r61", "r62", "r104", "r105", "r191", "r343", "r344", "r345", "r346", "r347", "r349", "r354", "r355", "r356", "r357", "r359", "r360", "r361", "r362", "r363", "r364", "r767", "r768", "r769", "r770", "r771", "r799", "r942", "r991", "r992", "r993", "r1040", "r1042"] }, "us-gaap_DebtInstrumentBasisSpreadOnVariableRate1": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentBasisSpreadOnVariableRate1", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt Instrument, Basis Spread on Variable Rate", "label": "Debt Instrument, Basis Spread on Variable Rate", "documentation": "Percentage points added to the reference rate to compute the variable rate on the debt instrument." } } }, "auth_ref": [] }, "spt_DebtInstrumentFloorInterestRate": { "xbrltype": "percentItemType", "nsuri": "http://sproutsocial.com/20240630", "localname": "DebtInstrumentFloorInterestRate", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt Instrument, Floor Interest Rate", "label": "Debt Instrument, Floor Interest Rate", "documentation": "Debt Instrument, Floor Interest Rate" } } }, "auth_ref": [] }, "us-gaap_DebtInstrumentMaturityDateDescription": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentMaturityDateDescription", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt Instrument, Maturity Date, Description", "label": "Debt Instrument, Maturity Date, Description", "documentation": "Description of the maturity date of the debt instrument including whether the debt matures serially and, if so, a brief description of the serial

maturities." } } }, "auth_ref": ["r64"] }, "us-gaap_DebtInstrumentNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentNameDomain", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt Instrument, Name [Domain]", "label": "Debt Instrument, Name [Domain]", "documentation": "The name for the particular debt instrument or borrowing that distinguishes it from other debt instruments or borrowings, including draws against credit facilities." } } }, "auth_ref": ["r15", "r191", "r343", "r344", "r345", "r346", "r347", "r349", "r354", "r355", "r356", "r357", "r359", "r360", "r361", "r362", "r363", "r364", "r767", "r768", "r769", "r770", "r771", "r799", "r942", "r991", "r992", "r993", "r1040", "r1042"] }, "spt_DeferredConsiderationRelatedToHoldback": { "xbrltype": "monetaryItemType", "nsuri": "http://sproutsocial.com/20240630", "localname": "DeferredConsiderationRelatedToHoldback", "crdr": "credit", "presentation": ["http://sproutsocial.com/role/BusinessCombinationsFairValueofAssetsandLiabilitiesAssumedDetails", "http://sproutsocial.com/role/BusinessCombinationsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Deferred Consideration Related to Holdback", "label": "Deferred Consideration Related to Holdback", "documentation": "Deferred Consideration Related to Holdback" } } }, "auth_ref": [] }, "us-gaap_Depreciation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Depreciation", "crdr": "debit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Depreciation and amortization of property, equipment and software", "label": "Depreciation", "documentation": "The amount of expense recognized in the current period that reflects the allocation of the cost of tangible assets over the assets' useful lives. Includes production and non-production related depreciation." } } }, "auth_ref": ["r7", "r36"] }, "us-gaap_DisaggregationOfRevenueLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisaggregationOfRevenueLineItems", "presentation": ["http://sproutsocial.com/role/SegmentandGeographicDataDetails"], "lang": { "en-us": { "role": { "terseLabel": "Disaggregation of Revenue [Line Items]", "label": "Disaggregation of Revenue [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r395", "r773", "r774", "r775", "r776", "r777", "r778", "r779"] }, "us-gaap_DisaggregationOfRevenueTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisaggregationOfRevenueTable", "presentation": ["http://sproutsocial.com/role/SegmentandGeographicDataDetails"], "lang": { "en-us": { "role": { "terseLabel": "Disaggregation of Revenue [Table]", "label": "Disaggregation of Revenue [Table]", "documentation": "Disclosure of information about disaggregation of revenue into categories depicting how nature, amount, timing, and uncertainty of revenue and cash flows are affected by economic factor." } } }, "auth_ref": ["r395", "r773", "r774", "r775", "r776", "r777", "r778", "r779"] }, "us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock", "presentation": ["http://sproutsocial.com/role/IncentiveStockPlan"], "lang": { "en-us": { "role": { "terseLabel": "Incentive Stock Plan", "label": "Share-Based Payment Arrangement [Text Block]", "documentation": "The entire disclosure for share-based payment arrangement." } } }, "auth_ref": ["r407", "r409", "r437", "r438", "r439", "r786"] }, "us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract", "lang": { "en-us": { "role": { "terseLabel": "Share-based Payment Arrangement [Abstract]", "label": "Share-Based Payment Arrangement [Abstract]" } } }, "auth_ref": [] }, "dei_DocumentFiscalPeriodFocus": { "xbrltype": "fiscalPeriodItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalPeriodFocus", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Fiscal Period Focus", "label": "Document Fiscal Period Focus", "documentation": "Fiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY." } } }, "auth_ref": [] }, "dei_DocumentFiscalYearFocus": { "xbrltype": "gYearItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalYearFocus", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Fiscal Year Focus", "label": "Document Fiscal Year Focus", "documentation": "This is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006." } } }, "auth_ref": [] }, "dei_DocumentInformationLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentInformationLineItems", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Information [Line Items]", "label": "Document Information [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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The format of the date is YYYY-MM-DD." } } }, "auth_ref": [] }, "dei_DocumentQuarterlyReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentQuarterlyReport", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Quarterly Report", "label": "Document Quarterly Report", "documentation": "Boolean flag that is true only for a form used as an quarterly report." } } }, "auth_ref": ["r831"] }, "dei_DocumentTransitionReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentTransitionReport", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Transition Report", "label": "Document Transition Report", "documentation": "Boolean flag that is true only for a form used as a transition report." } } }, "auth_ref": ["r863"] }, "dei_DocumentType": { "xbrltype": "submissionTypeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentType", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Type", "label": "Document Type", "documentation": "The type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). 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Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r62"] }, "us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems", "presentation": ["http://sproutsocial.com/role/IncentiveStockPlanDetails"], "lang": { "en-us": { "role": { "terseLabel": "Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]", "label": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [] }, "us-gaap_EmployeeStockOptionMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockOptionMember", "presentation": ["http://sproutsocial.com/role/NetLossperShareSharesexcludedfromthecalculationofdilutednetlosspershareDetails", "http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Stock options outstanding", "label": "Share-Based Payment Arrangement, Option [Member]", "documentation": "Share-based payment arrangement granting right, subject to vesting and other restrictions, to purchase or sell certain number of shares at predetermined price for specified period of time." } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine1": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine1", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Address Line One", "label": "Entity Address, Address Line One", "documentation": "Address Line 1 such as Attn, Building Name, Street Name" } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine2": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine2", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Address Line Two", "label": "Entity Address, Address Line Two", "documentation": "Address Line 2 such as Street or Suite number" } } }, "auth_ref": [] }, "dei_EntityAddressCityOrTown": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCityOrTown", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, City or Town", "label": "Entity Address, City or Town", "documentation": "Name of the City or Town" } } }, "auth_ref": [] }, "dei_EntityAddressPostalZipCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressPostalZipCode", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Postal Zip Code", "label": "Entity Address, Postal Zip Code", "documentation": "Code for the postal or zip code" } } }, "auth_ref": [] }, "dei_EntityAddressStateOrProvince": { "xbrltype": "stateOrProvinceItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressStateOrProvince", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, State or Province", "label": "Entity Address, State or Province", "documentation": "Name of the state or province." } } }, "auth_ref": [] }, "dei_EntityCentralIndexKey": { "xbrltype": "centralIndexKeyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCentralIndexKey", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Central Index Key", "label": "Entity Central Index Key", "documentation": "A unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK." } } }, "auth_ref": ["r829"] }, "dei_EntityCommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCommonStockSharesOutstanding", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Common Stock, Shares Outstanding", "label": "Entity Common Stock, Shares Outstanding", "documentation": "Indicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": ["http://sproutsocial.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://sproutsocial.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": ["r829"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity File Number", "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen." } } }, "auth_ref": [] }, "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFilerCategory", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Filer Category", "label": "Entity Filer Category", "documentation": "Indicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": ["r829"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Incorporation, State or Country Code", "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Interactive Data Current", "label": "Entity Interactive Data Current", 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Measured on Recurring and Nonrecurring Basis [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r483", "r484", "r494", "r788"] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable", "presentation": ["http://sproutsocial.com/role/FairValueMeasurementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value, Recurring and Nonrecurring [Table]", "label": "Fair Value, Recurring and Nonrecurring [Table]", "documentation": "Disclosure of information about asset and liability measured at fair value on recurring and nonrecurring basis." } } }, "auth_ref": ["r483", "r484", "r494", "r788"] }, "us-gaap_FairValueAssetsMeasuredOnRecurringAndNonrecurringBasisTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsMeasuredOnRecurringAndNonrecurringBasisTableTextBlock", "presentation": ["http://sproutsocial.com/role/FairValueMeasurementsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of financial assets measured at fair value", "label": "Fair Value, Assets Measured on Recurring and Nonrecurring Basis [Table Text Block]", "documentation": "Tabular disclosure of assets measured at fair value measured on a recurring or nonrecurring basis. Includes, but is not limited to, fair value measurements recorded and the reasons for the measurements, level within the fair value hierarchy in which the fair value measurements are categorized and transfers between levels 1 and 2." } } }, "auth_ref": ["r483", "r484"] }, "us-gaap_FairValueByFairValueHierarchyLevelAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByFairValueHierarchyLevelAxis", "presentation": ["http://sproutsocial.com/role/FairValueMeasurementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Hierarchy and NAV [Axis]", "label": "Fair Value Hierarchy and NAV [Axis]", "documentation": "Information by level within fair value hierarchy and fair value measured at net asset value per share as practical expedient." } } }, "auth_ref": ["r356", "r400", "r401", "r402", "r403", "r404", "r405", "r482", "r484", "r485", "r486", "r487", "r493", "r494", "r496", "r533", "r534", "r535", "r768", "r769", "r780", "r781", "r782", "r788", "r792"] }, "us-gaap_FairValueDisclosuresAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresAbstract", "lang": { "en-us": { "role": { "terseLabel": "Fair Value Disclosures [Abstract]", "label": "Fair Value Disclosures [Abstract]" } } }, "auth_ref": [] }, "us-gaap_FairValueDisclosuresTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresTextBlock", "presentation": ["http://sproutsocial.com/role/FairValueMeasurements"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Measurements", "label": "Fair Value Disclosures [Text Block]", "documentation": "The entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information." } } }, "auth_ref": ["r489", "r491", "r492", "r493", "r496", "r497", "r498", "r499", "r500", "r596", "r788", "r793"] }, "us-gaap_FairValueInputsLevel1Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel1Member", "presentation": 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markets, or quoted prices for identical or similar assets or liabilities in inactive markets." } } }, "auth_ref": ["r356", "r400", "r405", "r484", "r485", "r494", "r534", "r768", "r769", "r780", "r781", "r782", "r788"] }, "us-gaap_FairValueInputsLevel3Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel3Member", "presentation": ["http://sproutsocial.com/role/FairValueMeasurementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Level 3", "label": "Fair Value, Inputs, Level 3 [Member]", "documentation": "Unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing." } } }, "auth_ref": ["r356", "r400", "r401", "r402", "r403", "r404", "r405", "r484", "r485", "r486", "r487", "r494", "r535", "r768", "r769", "r780", "r781", "r782", "r788", "r792"] }, "us-gaap_FairValueMeasurementsFairValueHierarchyDomain": { "xbrltype": "domainItemType", "nsuri": 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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": ["r29", "r732"] }, "us-gaap_Goodwill": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Goodwill", "crdr": "debit", "calculation": { "http://sproutsocial.com/role/BusinessCombinationsFairValueofAssetsandLiabilitiesAssumedDetails": { "parentTag": "us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredGoodwillAndLiabilitiesAssumedNet", "weight": 1.0, "order": 2.0 }, "http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited": { "parentTag": "us-gaap_Assets", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://sproutsocial.com/role/BusinessCombinationsChangesinGoodwillDetails", "http://sproutsocial.com/role/BusinessCombinationsFairValueofAssetsandLiabilitiesAssumedDetails", "http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Goodwill", "periodStartLabel": "Goodwill balance as of December\u00a031, 2023", "periodEndLabel": "Goodwill balance as of June\u00a030, 2024", "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": ["r160", "r304", "r597", "r759", "r765", "r789", "r801", "r969", "r976"] }, "us-gaap_GoodwillPurchaseAccountingAdjustments": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GoodwillPurchaseAccountingAdjustments", "crdr": "debit", "presentation": ["http://sproutsocial.com/role/BusinessCombinationsChangesinGoodwillDetails"], "lang": { "en-us": { "role": {

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tax expense (benefit) pertaining to continuing operations." } } }, "auth_ref": ["r114", "r121", "r206", "r207", "r222", "r235", "r244", "r444", "r445", "r454", "r618", "r787"] }, "us-gaap_IncreaseDecreaseInAccountsPayableAndAccruedLiabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncreaseDecreaseInAccountsPayableAndAccruedLiabilities", "crdr": "debit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 13.0 } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Accounts payable and accrued expenses", "label": "Increase (Decrease) in Accounts Payable and Accrued Liabilities", "documentation": "The increase (decrease) during the reporting period in the amounts payable to vendors for goods and 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"http://xbrl.sec.gov/ecd/role/ErrCompDisclosure", "http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements", "http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Individual:", "label": "Individual [Axis]" } } }, "auth_ref": ["r840", "r850", "r860", "r884", "r892", "r896", "r904"] }, "ecd_InsiderTradingArrLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "InsiderTradingArrLineItems", "lang": { "en-us": { "role": { "label": "Insider Trading Arrangements [Line Items]" } } }, "auth_ref": ["r902"] }, "ecd_InsiderTradingPoliciesProcLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "InsiderTradingPoliciesProcLineItems", "lang": { "en-us": { "role": { "label": "Insider Trading Policies and Procedures [Line Items]" } } }, "auth_ref": ["r832", "r908"] }, "ecd_InsiderTrdPoliciesProcAdoptedFlag": { "xbrltype": "booleanItemType", "nsuri": 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"us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Interest expense", "label": "Interest Expense, Operating and Nonoperating", "documentation": "Amount of interest expense classified as operating and nonoperating. Includes, but is not limited to, cost of borrowing accounted for as interest expense." } } }, "auth_ref": ["r222", "r230", "r234", "r236", "r244", "r510", "r758", "r759"] }, "us-gaap_InvestmentIncomeInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestmentIncomeInterest", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited": { "parentTag": "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Interest income", "label": "Investment Income, Interest", "documentation": "Amount before accretion (amortization) of purchase discount (premium) of interest income on nonoperating securities." } } }, "auth_ref": ["r222", "r233", "r244", "r758", "r937"] }, "us-gaap_InvestmentsClassifiedByContractualMaturityDateTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestmentsClassifiedByContractualMaturityDateTableTextBlock", "presentation": ["http://sproutsocial.com/role/FairValueMeasurementsTables"], "lang": { "en-us": { "role": { "terseLabel": "Investments Classified by Contractual Maturity Date", "label": "Investments Classified by Contractual Maturity Date [Table Text Block]", "documentation": "Tabular disclosure of maturities of an entity's investments as well as any other information pertinent to the investments." } } }, "auth_ref": [] }, "us-gaap_LeaseCostTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseCostTableTextBlock", "presentation": ["http://sproutsocial.com/role/OperatingLeasesTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule 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": ["r1043"] }, "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_LesseeLeaseDescriptionLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeLeaseDescriptionLineItems", "presentation": ["http://sproutsocial.com/role/OperatingLeasesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lessee, Lease, Description [Line Items]", "label": "Lessee, Lease, Description [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r520", "r527"] }, "us-gaap_LesseeLeaseDescriptionTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeLeaseDescriptionTable", "presentation": ["http://sproutsocial.com/role/OperatingLeasesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lessee, Lease, Description [Table]", "label": "Lessee, Lease, Description [Table]", "documentation": "Disclosure of information about lessee's leases." } } }, "auth_ref": ["r520", "r527"] }, "us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityMaturityTableTextBlock", "presentation": ["http://sproutsocial.com/role/OperatingLeasesTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of remaining maturities of operating lease liabilities", "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": ["r1044"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDue", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails"], "lang": { "en-us": { "role": { "totalLabel": "Total future minimum 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": ["r525"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2025", "label": "Lessee, Operating Lease, Liability, to be Paid, Year One", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r525"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearFour", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2028", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Four", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r525"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearThree", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2027", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Three", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r525"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearTwo", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2026", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Two", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r525"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2024", "label": "Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year." } } }, "auth_ref": ["r1044"] }, "spt_LesseeOperatingLeaseLiabilityToBePaidAfterYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://sproutsocial.com/20240630", "localname": "LesseeOperatingLeaseLiabilityToBePaidAfterYearFour", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Thereafter", "label": "Lessee Operating Lease Liability, To Be Paid, AfterYearFour", "documentation": "Lessee, Operating Lease, Liability, to be Paid, after Year Four" } } }, "auth_ref": [] }, "us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityUndiscountedExcessAmount", "crdr": "credit", "presentation": ["http://sproutsocial.com/role/OperatingLeasesRemainingmaturitiesofoperatingleaseliabilitiesDetails"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Less: imputed interest", "label": "Lessee, Operating Lease, Liability, Undiscounted Excess Amount", "documentation": "Amount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease." } } }, "auth_ref": ["r525"] }, "us-gaap_LesseeOperatingLeasesTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeasesTextBlock", "presentation": ["http://sproutsocial.com/role/OperatingLeases"], "lang": {

"en-us": { "role": { "terseLabel": "Operating Leases", "label": "Lessee, Operating Leases [Text Block]", "documentation": "The entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability." } } }, "auth_ref": ["r515"] }, "us-gaap_Liabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Liabilities", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited": { "parentTag": "us-gaap_LiabilitiesAndStockholdersEquity", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited"], "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": ["r15", "r61", "r62", "r63", "r66", "r67", "r68", "r69", "r189", "r287", "r333", "r334", "r335", "r336", "r337", "r338", "r339", "r340", "r341", "r468", "r469", "r470", "r502", "r673", "r753", "r827", "r1000", "r1045", "r1046"] }, "us-gaap_LiabilitiesAndStockholdersEquity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LiabilitiesAndStockholdersEquity", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "totalLabel": "Total liabilities and stockholders\u2019 equity", "label": "Liabilities and Equity", "documentation": "Amount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any." } } }, "auth_ref": ["r76", "r107", "r609", "r801", "r943", "r967", "r1039"] }, "us-gaap_LiabilitiesAndStockholdersEquityAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": 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} } }, "auth_ref": ["r63", "r157", "r189", "r287", "r333", "r334", "r335", "r336", "r337", "r338", "r339", "r340", "r341", "r468", "r469", "r470", "r502", "r801", "r1000", "r1045", "r1046"] }, "us-gaap_LiabilitiesCurrentAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LiabilitiesCurrentAbstract", "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Current liabilities", "label": "Liabilities, Current [Abstract]" } } }, "auth_ref": [] }, "us-gaap_LineOfCreditFacilityCovenantTerms": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityCovenantTerms", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Line of Credit Facility, Covenant Terms", "label": "Line of Credit Facility, Covenant Terms", "documentation": "Description of the conditions for borrowing under the credit facility including the nature of any restrictions." } } }, "auth_ref": ["r60", "r65"] }, "us-gaap_LineOfCreditFacilityInterestRateDuringPeriod": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityInterestRateDuringPeriod", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Line of Credit Facility, Interest Rate During Period", "label": "Line of Credit Facility, Interest Rate During Period", "documentation": "The effective interest rate during the reporting period." } } }, "auth_ref": ["r60", "r65"] }, "us-gaap_LineOfCreditFacilityLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityLineItems", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Line of Credit Facility [Line Items]", "label": "Line of Credit Facility [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r332", "r942", "r998"] }, "us-gaap_LineOfCreditFacilityMaximumBorrowingCapacity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityMaximumBorrowingCapacity", "crdr": "credit", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Line of Credit Facility, Maximum Borrowing Capacity", "label": "Line of Credit Facility, Maximum Borrowing Capacity", "documentation": "Maximum borrowing capacity under the credit facility without consideration of any current restrictions on the amount that could be borrowed or the amounts currently outstanding under the facility." } } }, "auth_ref": ["r60", "r65"] }, "us-gaap_LineOfCreditFacilityTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityTable", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Line of Credit Facility [Table]", "label": "Line of Credit Facility [Table]", "documentation": "Disclosure of information about short-term and long-term contractual arrangements with lender under which borrowing can occur up to maximum amount. Includes, but is not limited to, letter of credit, standby letter of credit, and revolving credit arrangement." } } }, "auth_ref": ["r60", "r65", "r332", "r942", "r998"] }, "us-gaap_LineOfCreditFacilityUnusedCapacityCommitmentFeePercentage": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityUnusedCapacityCommitmentFeePercentage", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Line of Credit Facility, Unused Capacity, Commitment Fee Percentage", "label": "Line of Credit Facility, Unused Capacity, Commitment Fee Percentage", "documentation": "The fee, expressed as a percentage of the line of credit facility, for available but unused credit capacity under the credit facility." } } }, "auth_ref": [] }, "us-gaap_LineOfCreditMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditMember", "presentation": ["http://sproutsocial.com/role/BusinessCombinationsNarrativeDetails", "http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited", "http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Line of Credit", "label": "Line of Credit [Member]", "documentation": "A contractual arrangement with a lender under which borrowings can be made up to a specific amount at any point in time, and under which borrowings outstanding may be either short-term or long-term, depending upon the particulars." } } }, "auth_ref": [] }, "dei_LocalPhoneNumber": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "LocalPhoneNumber", "presentation": ["http://sproutsocial.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_LongTermLineOfCredit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermLineOfCredit", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://sproutsocial.com/role/BusinessCombinationsNarrativeDetails", "http://sproutsocial.com/role/CondensedConsolidatedBalanceSheetsUnaudited", "http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revolving 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": ["r15", "r37", "r38"] }, "us-gaap_LongtermDebtTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongtermDebtTypeAxis", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Long-Term Debt, Type [Axis]", "label": "Long-Term Debt, Type [Axis]", "documentation": "Information by type of long-term debt." } } }, "auth_ref": ["r15", "r991", "r992", "r993"] }, "us-gaap_LongtermDebtTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongtermDebtTypeDomain", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Long-Term Debt, Type [Domain]", "label": "Long-Term Debt, Type [Domain]", "documentation": "Type of long-term debt arrangement, such as notes, line of credit, commercial paper, asset-based financing, project financing, letter of credit financing. 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": ["r15", "r39", "r991", "r992", "r993"] }, "srt_MaximumMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "MaximumMember", "presentation": ["http://sproutsocial.com/role/OperatingLeasesNarrativeDetails", "http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Maximum", "label": "Maximum [Member]", "documentation": "Upper limit of the provided range." } } }, "auth_ref": ["r124", "r126", "r128", "r129", "r131", "r151", "r152", "r327", "r328", "r329", "r330", "r406", "r441", "r487", "r561", "r626", "r628", "r640", "r665", "r666", "r717", "r719", "r721", "r722", "r724", "r743", "r744", "r763", "r772", "r785", "r792", "r793", "r797", "r798", "r812", "r1002", "r1047", "r1048", "r1049", "r1050", "r1051", "r1052"] }, "ecd_MeasureAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MeasureAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Measure:", "label": "Measure [Axis]" } } }, "auth_ref": ["r876"] }, "ecd_MeasureName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MeasureName", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Name", "label": "Measure Name" } } }, "auth_ref": ["r876"] }, "srt_MinimumMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "MinimumMember", "presentation": ["http://sproutsocial.com/role/OperatingLeasesNarrativeDetails", "http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Minimum", "label": "Minimum [Member]", "documentation": "Lower limit of the provided range." } } }, "auth_ref": ["r124", "r126", "r128", "r129", "r131", "r151", "r152", "r327", "r328", "r329", "r330", "r406", "r441", "r487", "r561", "r626", "r628", "r640", "r665", "r666", "r717", "r719", "r721", "r722", "r724", "r743", "r744", "r763", "r772", "r785", "r792", "r793", "r797", "r812", "r1002", "r1047", "r1048", "r1049", "r1050", "r1051", "r1052"] }, "ecd_MnpiDiscTimedForCompValFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MnpiDiscTimedForCompValFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "MNPI Disclosure Timed for Compensation Value", "label": "MNPI Disclosure Timed for Compensation Value [Flag]" } } }, "auth_ref": ["r895"] }, "ecd_MtrlTermsOfTrdArrTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MtrlTermsOfTrdArrTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "terseLabel": "Material Terms of Trading Arrangement", "label": "Material Terms of Trading Arrangement [Text Block]" } } }, "auth_ref": ["r903"] }, "ecd_NamedExecutiveOfficersFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NamedExecutiveOfficersFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Named Executive Officers, Footnote", "label": "Named Executive Officers, Footnote [Text Block]" } } }, "auth_ref": ["r877"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivities", "crdr": "debit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "totalLabel": "Net cash (used in) provided by financing activities", "label": "Net Cash Provided by (Used in) Financing Activities", "documentation": "Amount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit." } } }, "auth_ref": ["r186"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivitiesAbstract", "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Cash flows from financing activities", "label": "Net Cash Provided by (Used in) Financing Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInInvestingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivities", "crdr": "debit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by (used in) investing activities", "label": "Net Cash Provided by (Used in) Investing Activities", "documentation": "Amount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets." } } }, "auth_ref": ["r186"] }, "us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivitiesAbstract", "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Cash flows from investing activities", "label": "Net Cash Provided by (Used in) Investing Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInOperatingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivities", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": {

"totalLabel": "Net cash provided by operating activities", "label": "Net Cash Provided by (Used in) Operating Activities", "documentation": "Amount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities." } } }, "auth_ref": ["r90", "r91", "r92"] }, "us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Cash flows from operating activities", "label": "Net Cash Provided by (Used in) Operating Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetIncomeLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetIncomeLoss", "crdr": "credit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedStatementsofComprehensiveLossUnaudited": { "parentTag": "us-gaap_ComprehensiveIncomeNetOfTax", "weight": 1.0, 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shareholders", "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": ["r83", "r92", "r109", "r155", "r172", "r175", "r179", "r189", "r195", "r197", "r198", "r200", "r201", "r202", "r206", "r207", "r214", "r287", "r333", "r334", "r335", "r336", "r337", "r338", "r339", "r340", "r341", "r461", "r466", "r481", "r502", "r612", "r695", "r712", "r713", "r826", "r1000"] }, "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": ["r876"] }, "ecd_NonNeosMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", 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"terseLabel": "Supplemental noncash disclosures", "label": "Noncash Investing and Financing Items [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NumberOfOperatingSegments": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NumberOfOperatingSegments", "presentation": ["http://sproutsocial.com/role/SegmentandGeographicDataDetails"], "lang": { "en-us": { "role": { "terseLabel": "Number of operating segments", "label": "Number of Operating Segments", "documentation": "Number of operating segments. An operating segment is a component of an enterprise: (a) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same enterprise), (b) whose operating results are regularly reviewed by the enterprise's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and (c) for which discrete financial information is available. An operating segment may engage in business activities for which it has yet to earn revenues, for example, start-up operations may be operating segments before earning revenues." } } }, "auth_ref": ["r759", "r952"] }, "us-gaap_OperatingExpenses": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpenses", "crdr": "debit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited"], "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://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "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://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited": { "parentTag": "us-

gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited"], "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", "r754", "r951", "r953", "r954", "r955", "r956"] }, "spt_OperatingLeaseExpense1": { "xbrltype": "monetaryItemType", "nsuri": "http://sproutsocial.com/20240630", "localname": "OperatingLeaseExpense1", "crdr": "debit", "presentation": ["http://sproutsocial.com/role/OperatingLeasesLeasecostDetails", "http://sproutsocial.com/role/OperatingLeasesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Monthly rental payments", "label": "Operating Lease, Expense 1", "documentation": "Operating Lease, Expense 1" } } }, 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May be provided in more than one note to the financial statements, as long as users are provided with an understanding of (1) the significant judgments and assumptions made by an enterprise in determining whether it must consolidate a VIE and/or disclose information about its involvement with a VIE, (2) the nature of restrictions on a consolidated VIE's assets reported by an enterprise in its statement of financial position, including the carrying amounts of such assets, (3) the nature of, and changes in, the risks associated with

an enterprise's involvement with the VIE, and (4) how an enterprise's involvement with the VIE affects the enterprise's financial position, financial performance, and cash flows. 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"Schedule of revenue by geographical region", "label": "Revenue from External Customers by Geographic Areas [Table Text Block]", "documentation": "Tabular disclosure of revenue from external customers by geographic areas attributed to the entity's country of domicile and to foreign countries from which the entity derives revenue." } } }, "auth_ref": ["r95"] }, "us-gaap_RevenueRemainingPerformanceObligation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024",
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These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [] }, "us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionPeriod1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionPeriod1", "presentation": ["http://sproutsocial.com/role/RevenueRecognitionDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revenue, remaining performance obligation, period", "label": "Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Period", "documentation": "Period in which remaining performance obligation is expected to be recognized as revenue, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r120"] }, 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revenue." } } }, "auth_ref": ["r915"] }, "us-gaap_RevenuesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenuesAbstract", "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Revenue", "label": "Revenues [Abstract]" } } }, "auth_ref": [] }, "ecd_Rule10b51ArrAdoptedFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Rule10b51ArrAdoptedFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "terseLabel": "Rule 10b5-1 Arrangement Adopted", "label": "Rule 10b5-1 Arrangement Adopted [Flag]" } } }, "auth_ref": ["r903"] }, "ecd_Rule10b51ArrTrmntdFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Rule10b51ArrTrmntdFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": 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A major class is composed of intangible assets that can be grouped together because they are similar, either by nature or by their use in the operations of the company." } } }, "auth_ref": ["r980", "r985"] }, "us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTable", "presentation": ["http://sproutsocial.com/role/NetLossperShareSharesexcludedfromthecalculationofdilutednetlosspershareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table]", "label": "Antidilutive Security, Excluded EPS Calculation [Table]", "documentation": "Disclosure of information about security that could potentially dilute basic earnings per share (EPS) in future that was not included in calculation of diluted EPS." } } }, "auth_ref": ["r27"] }, "us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock", "presentation": ["http://sproutsocial.com/role/NetLossperShareTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of shares excluded from the calculation of diluted net loss per share", "label": "Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block]", "documentation": "Tabular disclosure of securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) in the future that were not included in the computation of diluted EPS because to do so would increase EPS amounts or decrease loss per share amounts for the period presented, by antidilutive securities." } } }, "auth_ref": ["r27"] }, "us-gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock", "presentation": ["http://sproutsocial.com/role/NetLossperShareTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of basic and diluted net loss per share", "label": "Schedule of Earnings Per Share, Basic and Diluted [Table Text Block]", "documentation": "Tabular disclosure of an entity's basic and diluted earnings per share calculations, including a reconciliation of numerators and denominators of the basic and diluted per-share computations for income from continuing operations." } } }, "auth_ref": ["r950"] }, "us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTable", "presentation": [

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Includes, but is not limited to, amount expensed in statement of income or comprehensive income, amount capitalized in statement of financial position, and corresponding reporting line item in financial statements." } } }, "auth_ref": ["r43"] }, "us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock", "presentation": ["http://sproutsocial.com/role/IncentiveStockPlanTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of stock-based compensation expense", "label": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block]", "documentation": "Tabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement." } } }, "auth_ref": ["r43"] }, "us-gaap_ScheduleOfGoodwillTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfGoodwillTextBlock", "presentation": ["http://sproutsocial.com/role/BusinessCombinationsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Goodwill", "label": "Schedule of Goodwill [Table Text Block]", "documentation": "Tabular disclosure of goodwill by reportable segment and in total which includes a rollforward schedule." } } }, "auth_ref": ["r765", "r968", "r969", "r970", "r971", "r972", "r973", "r974", "r975", "r976", "r977", "r978"] }, "spt_ScheduleOfIdentifiedAssetsAcquiredAndLiabilitiesAssumedLineItems": { "xbrltype": "stringItemType", "nsuri": "http://sproutsocial.com/20240630", "localname": "ScheduleOfIdentifiedAssetsAcquiredAndLiabilitiesAssumedLineItems", "presentation": ["http://sproutsocial.com/role/BusinessCombinationsFairValueofAssetsandLiabilitiesAssumedDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule Of Identified Assets Acquired And Liabilities Assumed [Line Items]", "label": "Schedule Of Identified Assets Acquired And Liabilities Assumed [Line Items]", "documentation": "Schedule Of Identified Assets Acquired And Liabilities Assumed [Line Items]" } } }, "auth_ref": [] }, "spt_ScheduleOfIdentifiedAssetsAcquiredAndLiabilitiesAssumedTable": { "xbrltype": "stringItemType", "nsuri": "http://sproutsocial.com/20240630", "localname": "ScheduleOfIdentifiedAssetsAcquiredAndLiabilitiesAssumedTable", "presentation": ["http://sproutsocial.com/role/BusinessCombinationsFairValueofAssetsandLiabilitiesAssumedDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Recognized Identified Assets Acquired and Liabilities Assumed", "label": "Schedule Of Identified Assets Acquired And Liabilities Assumed [Table]", "documentation": "Schedule Of Identified Assets Acquired And Liabilities Assumed" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfRecognizedIdentifiedAssetsAcquiredAndLiabilitiesAssumedTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRecognizedIdentifiedAssetsAcquiredAndLiabilitiesAssumedTableTextBlock", "presentation": ["http://sproutsocial.com/role/BusinessCombinationsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Recognized Identified Assets Acquired and Liabilities Assumed", "label": "Schedule of Recognized Identified Assets Acquired and Liabilities Assumed [Table Text Block]", "documentation": "Tabular disclosure of the amounts recognized as of the acquisition date for each major class of assets acquired and liabilities assumed. May include but not limited to the following: (a) acquired receivables; (b) contingencies recognized at the acquisition date; and (c) the fair value of noncontrolling interests in the acquiree." } } }, "auth_ref": ["r101"] }, "us-gaap_SecuredOvernightFinancingRateSofrMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SecuredOvernightFinancingRateSofrMember", "presentation": ["http://sproutsocial.com/role/RevolvingLineofCreditDetails"], "lang": { "en-us": { "role": { "terseLabel": "Secured Overnight Financing Rate (SOFR)", "label": "Secured Overnight Financing Rate (SOFR) [Member]", "documentation": "Interest rate at which bank can borrow U.S. dollar overnight while posting U.S. Treasury bond as collateral." } } }, "auth_ref": ["r1031"] }, "dei_Security12bTitle": { "xbrltype": "securityTitleItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "Security12bTitle", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Title of 12(b) Security", "label": "Title of 12(b) Security", "documentation": "Title of a 12(b) registered security." } } }, "auth_ref": ["r828"] }, "dei_SecurityExchangeName": { "xbrltype": "edgarExchangeCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "SecurityExchangeName", "presentation": ["http://sproutsocial.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Security Exchange Name", "label": "Security Exchange Name", "documentation": "Name of the Exchange on which a security is registered." } } }, "auth_ref": ["r830"] }, "srt_SegmentGeographicalDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "SegmentGeographicalDomain", "presentation": ["http://sproutsocial.com/role/SegmentandGeographicDataDetails"], "lang": { "en-us": { "role": { "terseLabel": "Geographical [Domain]", "label": "Geographical [Domain]", "documentation": "Geographical area." } } }, "auth_ref": ["r125", "r127", "r130", "r132", "r139", "r140", "r141", "r142", "r143", "r144", "r145", "r146", "r147", "r148", "r249", "r250", "r566", "r567", "r568", "r569", "r570", "r571", "r572", "r573", "r574", "r575", "r576", "r577", "r578", "r579", "r580", "r581", "r582", "r583", "r584", "r585", "r586", "r587", "r588", "r589", "r590", "r591", "r592", "r593", "r594", "r595", "r662", "r663", "r664", "r718", "r720", "r723", "r725", "r731", "r734", "r735", "r736", "r737", "r738", "r739", "r740", "r741", "r742", "r748", "r774", "r803", "r804", "r805", "r806", "r807", "r808", "r809", "r810", "r814", "r820", "r1003", "r1057", "r1059", "r1060", "r1062", "r1063", "r1064", "r1065", "r1066", "r1067", "r1068", "r1069", "r1070", "r1071", "r1072", "r1073", "r1074", "r1075", "r1076", "r1077", "r1078", "r1079", "r1080", "r1081", "r1082", "r1083", "r1084", "r1086", "r1087"] }, "us-gaap_SegmentReportingAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingAbstract", "lang": { "en-us": { "role": { "terseLabel": "Segment Reporting [Abstract]", "label": "Segment Reporting [Abstract]" } } }, "auth_ref": [] }, "us-gaap_SegmentReportingDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingDisclosureTextBlock", "presentation": ["http://sproutsocial.com/role/SegmentandGeographicData"], "lang": { "en-us": { "role": { "terseLabel": "Segment and Geographic Data", "label": "Segment Reporting Disclosure [Text Block]", "documentation": "The entire disclosure for reporting segments including data and tables. Reportable segments include those that meet any of the following quantitative thresholds a) it's reported revenue, including sales to external customers and intersegment sales or transfers is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its reported profit or loss is 10 percent or more of the greater, in absolute amount of 1) the combined reported profit of all operating segments that did not report a loss or 2) the combined reported loss of all operating segments that did report a loss c) its assets are 10 percent or more of the combined assets of all operating segments." } } }, "auth_ref": ["r113", "r222", "r226", "r227", "r228", "r229", "r230", "r237", "r238", "r239", "r242", "r243", "r244", "r245", "r246", "r247", "r248", "r251", "r755", "r756", "r757", "r758", "r760", "r761", "r762"] }, "us-gaap_SellingAndMarketingExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SellingAndMarketingExpense", "crdr": "debit", "calculation": { "http://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited": { "parentTag": "us-gaap_OperatingExpenses", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://sproutsocial.com/role/CondensedConsolidatedStatementsofOperationsUnaudited", "http://sproutsocial.com/role/NatureofOperationsandSummaryofSignificantAccountingPoliciesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Sales and marketing", "label": "Selling and Marketing Expense", "documentation": "The aggregate total amount of expenses directly related to the marketing or selling of products or services." } } }, "auth_ref": [] }, "us-

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M#62])4S3";8YP[1$1(MU& [*L8,7'$LB506@8R^LH&K!JQ#'L%D;5T6*>)=. M08\JXKQ*H!/N6,.E!5VPCQ.V=)> J/BHMJ$?
S.^@4GV5HX!/>P+7LOE#Y9*,5"O,_G00()IO:# M*DC'|@006'0CP,!SVM<=U&*ZC65E]Y_"O!?1:J7 I+HR4(!$FBGKTQ-25'@] M7-
E7B;U.#H9RZ;U74^G* ZV:.'A0(D^%8'LBNE;M/(-|'5_ M0@7*3(Z P0B5'(DL@IXF! 4B5I5@FL,*B_ATSFE<|LQHQ2G+2"?R @?
CR.2DP6@3:^Z]ZX+H1[8Z]!NRFAE=QW%E&-$U^MRB=:JMPWL^'T.7 MC:'HUW!"$L<[IJ0(#>3;,^G:<#1WY(|-?*(HJJ5=)|&J3-
IEK>%,]:%$B:

M;W)CW4^%,|:6')0))EI:IN!.E]>%'U/@-|TW2+X"6-"_K:9 M'9CXS=34M_58>G#IR=T;DWAJ$.(M@$D^*^$.?T-1^ZT5.%
5,YW/B(FPD)/Z MHL74B4S3,M<+PN@|TR%[Y9.H@!?_*U6B|S5LG2Y'?"5;RH1[NW9.J1OU._TS M#ZWS/6](X*CR;0!
<2Y+2Z/FCRL03YG+Q4@5'C,_Z>JI[WB)&;,7BDE]6>L] M&8;K"^%AK].][/&=L#/XGS0+U]?%'7]=?.J2+6/GG<'@8N=PM]/;/?
4%M9>] MSO!|L)?:4V]R,!O V%(6;X_.CYH)-;RC?ODHGEU:,^+/L0FP'+V0#/WM/EN^ M|_?]*T=^CQSQU_E?
_O[YTS_NQ9=/=^/;O[7$^./=LQ!<1ZNQJ-'0"T&WAN!@ M |&N"%*-1_85W>J@S3F_>P>]6VPIF7N

^;L'YO6K(:C5_WSZ|-2>I]\N3%+??=YFB5'QXI+CBJQSQ*9P:=T7YS2E?^2Y$_3-\,>/4?R'DWU!+ P04 " !$@)9]H<[H%P' #> M(0 %P &5X:&EB:70S,3)J9' R,#(T.#(N:'1MY5IM;QLW$OY^OX+GX%(; M6,F2+">V[!APG090<4C:Q(=^++C+68GP:KDEN5+47]]GR-6++U :(MK%URAL-G9IX9KO9Z["?%S?68I+KYQ_4_6RWQUF3UA$HO,DO2DQ*UT^5(_*3(M/8A6JYEU9ZJYU:.Q% [U.KR]^,O9!3V4<]]H7=+/0Z]^I"OE;=7%WF>3^3O=#N=?QV%F3?7N2DJEK,0CU^CEDU=THZ@+C7> MF\F@VX4R3Y]]2Q9Z5 XR;('L452W$,E,8>S@12?\N^*15BXGNI@/OKFU6A;? M)$Z6KN7(ZCP._TK#2ZA.ES-HNFO(5SHDA9;Z?;[L/[NNX_WPW?#N]O[X8? W MCVW?;75G8;4N%2P>G+VJ_!]C='^KT<-$?&](O*5"_&#)FT1D9+W.Y*/I7_Y MXOSBZE"VTFV+H1C+*0E+4TTSI(?:R=^K*5%*!1S\9$J8[TPI7AG[$1T.ZT? MA9]F-LT%64!0-9;P73C,(VIQ!3(IVOPW!0CCU[QK$D M3+JQR LS)P=+A0S>:ZATY8&D(0X>U$AR MV.),H57H-%V=.JVTM)HWH"/A![HJ65/MF(1#L+O V"&9C2,8A!XS"%6HT3JK M"\D8^- QNJ:ELA4ERH1UEFK H&A+H_HA)EID# 8(0JCD2>@IXF!@4B5E=@FL,* MB^Q$T%06=<@LQHSR'(573[%;MZ6 +JO)'DP1+[?7U! %$$26NUBY4^Z*=UJP M#Y?)Y6SBMB3_S&<#1W%(X- M?*(HZZ5=)]&JL73+6L.9&D*)5*"P@$=#+W,<#AZH:,X03^8G_S- $!Q<^Y_]M MUQA.P,O 2U8)Q?F][OQ5;K'[OJ+X;#0'2],D&@1OK%OR?;@!E1,<(#W1,^R5 M&E04'E<:]@4EQP@1D(5C,L)?;E,6<4V_U!KFAQBNRRP<-4X.KCGD Q878@W_ M<9?+_7*F"8 W7+ULTF8D'YA|8R$,]!M*>#B<+PY;7^7&II^*9XPM.2@5!!TM M4W"GRYO"#Q'X#?4YB17 @?Y=/0'JP"1LIJ&^K/%WJ1+M M+V'K337@1[*55-S;M0K*_:#7[IT':'WH 1N)%(XFVP+$A:P<#19?KD \52'G M UT&S(+0U6/?\1)39B\4D^9A;?!D'&X>"/<[[/B=GA< M?.K5EK%7[7YG]W"GW=TM^HS:B^[>:D^#R=%L .,J6;XY>G6T$&C@'?2JS^+) M0VM&_"DV$9:C9Y*AM]UGRWOA>? _*D7]&C@2D/OWP|<-_[L6G#W?#VW\G8OC^ M[DD(KJ.UL&BAH1>#;@W!LPT$.XS?FD?VG;K509LR?WD'?3O?4C+W /,O#\S+ M%WU0:_A_//([OC]VV/V7DZV/9Y[)IR:(L)E!\B(\#Q)+*S[V^#VY\87P#Y$ MD.[YI^@_E*P.%)B[L:9Q_6SH+WW-C7ENRNJ#H- [=E^/ZVO]8@7_^?> M^RVZZQ +XK8>U3C0]I+P-L-&?[OS78*UK3Y^&Z$R+OR:-8A/PJ>T\7["BKP" M-IV5B$S!8+7?%/G"*PW- 9WR_XC2\U_$;4$L#!!0 ($2 EFHW*LE, 4 M /H3 6 97AH:6)I=#,R,6IH,C R-#@R+FAT;>U8;6_;-A#^OE]Q<[$V M!2S'DNV\R&X UW'1#$7]7"0F"P]&R2,T+.?!C][!S+J,B8,! I1@RC4&@N%O">,OT!/*_2 M&LE\I? @B,1"T@RZ\E^H#OR&EW'"3LK/:S^"P_#TX=$$&9HG7+!ZI7XW2ZF/QI?S2Y>78R&LXO));R]OII>#R]G,)N ?P+7 MK6EKU(+I>.2D?J?7;L)P"L/SR=O9^'Q+O58Z;1_!Y!7,7H]A.KQZ.;P<3[W) M;V_&O\-P-+.2H-T.ME':C\]QC0\7%+$).T>Y^8? @Z>Z$YT))(5@D>%2P)*; M!$S"X%U!%%8J7<$5RZ4R(&.8YDH6!J8RPJA-N!!1"PZL\M,G)T'0[H]DEA.Q M^\@ELHY_E@Z!H;KI?!K(1AT$'/;]4T@&F*>XO-U'E,6 M%8H;SC0006%\&R5$+!CNERSC6MN<|=]J4MQ2%T@7!PAFYV5L5M&5OX0H)E;F= YOJM9+MK2J+*5%S(ICV)K)=16JI/S33ED\DKFR-AU>UH@+K'M&G%ML M,T.P_R@^W4H/T8FBX7%7-!A.U ZY!RY]J& M0ZTB+1N9G/+S>9#0W?(3EI=/]@K;K?_::?<7M\VL*#Y%%N#UW* M9=H(C$;P7S2.&K5!!6\8Y+=P[X2PB-_'IH2E\9DY&NRNV? J9.UKO"OE-QJL[M/*=OKR;7,YA.1A?#-SA\+D?W>G 3KCJEVD-0=MT&A)T'$+8M@!LE>:SJS@H] MM/G_5^@E'EB]D_Z.JGSOR#Q]TCWN:_>Y?63N[^ ?H%WB&?C7&JHZ2.S1@]" MEBFG4*?W_0#W;3L,T?Y/HC2SW._'P-H-SM] [D=_7YQ5'?C-=+O_MO4 M[AQ?H%VKP+!8X.Z"H.19C^6F.Q;4V'L1\#5NO@T,LX3KBJ-AFY=\(8H<(;!D MQC;*'4U%3K5,>)0 - \@H4D30$A(-0AJ@#+D2_0J&:I]7/M#_W-*B2"HD/^X^ M:+["2#$25Q%9"6H@4[%1[#71'MI=8$NI^^'OV%AGFXW)!ZI? 8G!PL$P8VBAD M8=123*1QS/HAL:D".[Y=;;0U?LBON:KXFMU:*+>+63"!C"S=6+>%)<4,"H)) M;#%#72#ZY>KWT[7- NZI<:L<"0UNK%5+=(U1GN]MMY^P M\D,$7\A>C+Z8+AU5)K$22O=>!/ZO[R2-A"RY6/5>#34GXE7=$&D:AFF>%&+# M? V=%CO[G30'.$5H++ED%5MAN(SZC\>7L[/1L-)R=3<[AXNIR>C4\G\%L F$' MKIK3YJ@)T_'(2\/605"'X12&)Y.+V? AD2[U2Z@:',#F%V<]CF XOWP[/Q]/& MY)?WXU]A.)HY210$T7/Q.=J-\]\-3_M1>,XDQ$I*%ENN)-QPFX)-&7S(B<9* MB15@EAT/@ B=+>|>?",3!<+X5WN6300LS]QB(&$B[P\3J-*8MSS2UG!HBD,+Z- M4R(7#'?DE7.6'6=7BG&)PP 1>:656'4;*"+-JS8[J 2PZ"!<"*$J MW2/DC+C$ZBZ)=XO-9 EV&<6G6^D1[KHIT\RX3.I.3(0 M-&.NBS%/DV%JIEA4LBX'.J39(*L>EWY/>:/^ M]N9V(:Y=U\1$E///;_5"7 [Q=MCL'G3='+URJ"$MQ=EMW#O'"(W\>F M@*7VQ+2,'J_9^ID_H^|*^56&J#^#IQ>7DZL93">CL^%[G#'GHWL]N E7E5+E M(2JZ;@/"U@,(P?@1DF>J_IHA1[:_/.VKA+NMWU! 9SDW*XQ2XQ?N]P+4Z>F! *@N4(7.A M?X$6NN>E#_0_=R0E5AJIB'_-,U]AI 39HHR=!#60-[@H[NW/#JJ;8_'U_?!W MW*BUS8W4]4O\2G8NTD9VFCD1-01/B15S/DAB2T#>Y);DITU?DAJN2[9$[_V M8!9/(C\3&NATL C/("2:QQ=-,CN@7J]]-GK9?067*>%;6\Q7#N#M?2I6[M*K@S(7,_G*[VV37&Z.=+[+*S^)UV[Y_S?<'4$L#!!0 ($2 EFN8L'^ M)2,! .R $@ 0 R]:W>C2)(P_'U_!:]F=Z?J M'*3B?G%5ZSDNEZO7L]6VQW;-//M^V9,6*8LI!!I OLRO?S(2T,5"$@B0$BGG M]'3+7)+,N$=D9,27__,Z]H1G'$9NX/_V9[DG_5G _B!P7/_IMS^?WU]<7?WY M__3_[1[BC8M)!N:4A6-(M^=Q23-9- U^]&9@]W?.J,XGIQ]^O3Z&']J"]Z M3\'S)W+C$TRXDSX(-YUWSP;A$WE&,CXE-[-'\<#)'Y/<6!HS"N/9@T,4/=(! MR<65#\^_^_+RTEO\MOK)]:,8^0.^^QEWRP:4WL@FXON?Z&!#Y*0Z1'P&> M4$PP3X:2]:YD=54Y&V<:=9\0FJQ.,+VQ/$DR[J^E3[ZH]&'9MNU/]&[ZZ/J' M "NSC\?AVB7;G\C=&0@G_*G__O'C_O!"(J1]SW6 M5^"_/%&X_8BBY/$S#Q'F[F"_^_.^T_\RPLCI?QGC& GP?A?_<^H^_]:Y"/R8 M,'KWX6U"7ALD?_W6B? %K_(FBZE/_W_[MW[[$;NSA/D%#-X/VET_)M2^?DI$? M ^>M_\5QGX4H?O/P;QW'C28>>COS Q^3[[NO9_ @#I.?KN-@G_XD]Z^)L G= M0?+YU_@.#W_K#+J$1GTTAI&P>W;ID\^]79#)A'7<7L M]"4".9V(U/_\FEIU!(?.2^DRM1]@W"'WW 75T?N"6/!\[R M)^1._Z_*R@<^+>,[)+*;0&. HQPJ!0H^BRCQDRD(5*2#Y:*C[.?]]_*CD6 ? ^3F(U)^,MU\.*C%,PH M#L(=/[OR/ES\AOU@[/IYPQ8%S=(0GY9GOVG5_G3\B,,U&)F0GZ5@& *7O1^+ M*):S.W*CU$@1? @+B7QF,D.!9>J_(>"E_T2&!O[+KF,JW["\")?+WT,6A0)D! MY^KYBZO_7I9[[U^>S6!Y] EEW>POHF'"&*01%0]=22;_9._- [\VFZ2P\:G1! M#RS?R?[./O)I:=WY8%":!D.ZF@1-R9\.^=CKQ',';OP'!I(3')?/&W]']B+58!S9B6K8NP;0[O MO=*W+!T'P!LW:^HB<+EQ]^48 %XGA3/G*$5A?'8;!LYT$-^$]SA|=@.J[9_QU5FSI-B!B%J<82H-2*D<5>KM0@Y3&A';MQ# M;"U"U.((J9-#F'-L-R.$W!GB")Y$7GHS.O>=FWB$P^/4*T"%2YPS%R?>Q;&/I0!J0 M.6^4;2P=2#\SYY*6Q-+Y8# =3SU(9:=6- 3P7XA&,]HRO_$$PQL?)7LRYJJU# MW($XCCD7MG6(.XQQJ+*_"HZU:"UW2D^4%"B-OBWW3$^0%"B-MBWW1%F M("A1&R[XUOB! ,\]]V(P5^N+EFC<&3\L_-ON7^];Z=8(>[WM[O*AE6Z=N&B[M9[Q7I5LGX%E(6]H:6UW*/<7#CM,LI7>=H_S,,'E R&K[2[J_F.7!T)4V_W7 M/;I1M95C:[OK>B WJC;XM]V-/8 ;51OLV^[",N!&U84+H^TN[;[=J-H S*) MXH:6QO="B|*\OB*H;7==#V-/U ?_MGNF^[&B[;[DGNV) M^@#?=H?R()EB!TB0-=KN>>[+.E)J9([6>YP'L(YJA+_9=B]SW]91G;!O^T;I MH:VC.G'1=L]XK]91G8!OW#T^W-+:[GGN==/Z /4*S-:[IX?:M#X$LMKNOQYD MT_H0B#J0OPLM+IWU6+K#SJB?XCL\)GJ2:,A;'- +FLOX WSQZ[A/M,GOY.L$# M8LX\N&/RR,WPGER-AF@]^XS\"5H_=+,P#TG@'&6SDLU^Z49^2T D*%4]UIE5<9RX^6@G%S+J?? T.ABQX]?#=3?#.S!P^F(?'\GS'Q.))&\7?7 M)YJ(Z!QX]#X8-E!WO2$B9':'EBG@L\ FS'G4.]L"A6F@IA::G.9VI3EF@P3- M88I="^Q - ,!L[&$]#7Q%$;W:&BW,W#9Y\[+]1^_Q3@NYPA%$X&)T3$.!G[43FB'U.B&C'6>C.)NY0$!K$':@)OO2*0//6,CUN!M3NJ M<5B<'4J+M3O4<7 ^.X@J:W>TX^/!=@A])C,;[[@(_ %Y(Z28NG.C7U_?5K<; M?\?!4X@F(W>P|G@=.4LSBIE_AQ#(T@RN __GMFASE35_Q?Y@-":VU?NP 3WW M]ST,QN0E\L8@_KL;CRZF44PH_3A3%629V5 /)U9VB?50DI6Y*-<6(H';YP0= MY,IQY@; (,G.1+'90!-'>PD4XO#^Q$*|=>W_ '>&0SCB1>|84Q+ M.=Y,8*@CY3[FP@-'CN=#\3-S,8>]XOD.1W'H0M5,BNF? OAM'=_<_CY2GF0MF MG "N#\77S$5),C2D!^Z1MZ[XR4403H*0K!S.'L^16=>&YG?DAG]#WI10S>SG M?Y$507K^VP] (SE^>SNRA*Y]08$2?D.LGFF9JZ,H*_QY P1QZYPF39W'$+C>V1SNKS,6XCI0D M6J2HF0VP'1E)M$AG,QN+:YXD&, ("LY&R$].9S$:Q3DQ1L1MA.BWMT.8(SWB, M0WCB%I$U7P?QE9^$?.G! 11!O0SX#_17>T8>&8 I$Z)9H5EC)W)9:W/XI]U$ MTJQ$KY5(VAP;:C>1-*MN:B62]D:Q&B 2AO#2WE!2"P+\+=+T[8T?M8 .6J3, MVQLT:@$=M$A? LQNV8G'#KU;0LQNIVAZWG34M9Y+_6J2/V0V3M9T(6J2,VQNC M8YT(VJ.)]?;&X'8@ H;@WMZP5KMVU- NCE/7V!K':11+M4=%Z>^-G[2*)%BGL M]H;2#IQW4RL6VAO(.H\B"]%@U_889,76Z2QVQO&8IX*6J2DVQM18YX*6J27 MVQM2VX4*& (\NV&LDU*&!KN1I)-21P:[D:634@@&L^&K8879@,;A\/+ MDF@"4-4#<>(CC@VEAV?-T8_W"? L7/EDP4^N8\>IFY.]/7M M#_2/(+SP4/2N%$_6$^(.>[2D3S1R)[4YPRW MKRA:??%(:89=OWXG'(;(P="?AHN46LC#9#;(B-H6R2? U3-TFVD.PHV+:1;&I(5S?I?L#KF[T3QFT=H:NSZW1%VGT;Q MF:SV]$G\^<5UXM&9+$G_T5E^$H5/Y.''(":\2>Z31V&*7= <'8CM3C4E,7H@F MR.]_>0P_D6\EOY-/SCZ':.QZ;V=__B_L/>/8 M': _BQ'RHVY$(#1,'HG*XC9-A) [\?!Y$Q9N3E!CN/Z3V>20%ZNFJ;V;IID[MS9_75P^7WX3[A_.'R_OU!,O*=.|O+W[>73U7W\3+O_OQ7^=7_]^*5S< M_/''U? W]UTTK^JOZ.B)WA/\6!+PK?>A<]09%TS)X[%$(V<.N=(=DR%&\%K706_=-XS"+O8S8E$[_;], M?2RHDBA M.0]R9P&HSV$Y&O4%2[%:5K*:1I[G/9P=WY]?T7YZ<19;8;:C,^& M83 6%A%4_=]"'+0*,%!ZRXT@3"-\=XE;3,@6@C? %&>>21E+@W>35C"-TB%K) M7=66=:.XT;1J>;!O1JVWHYKW>]XO(1_)9;%YAY_<"-@EOB9W,HP:Q"V\O;OY M^2##.):O< /EZ]H$- -%"\%0"&>+%5 D1!,,32*)^G5] MP8TC83"BRGF]G9FWK/V&F%2S)TMVV0B3(?542=T882HZE-(S=;N6D52U9ZA6 MD;#7NAA7%J92)J\0J%J4'QX>KD(SF'3VY;99V\A3VH59K_Q!6HZ)"'':!?4B MF/IQ^'9!#*A5\X7&]"=A| SCS*T_L]/_ACWT@D*\8OCEQ'IC9QO\9V%"CB:* MI@?T>I7NV0PHJI;5I=7I*V97T21--O2B&*B7%1*9PAB8/U"*%HCY%A!7*13^

M,0W=R'$'U(P+AH>(OA2;N+O(EG3^X1/RW7_1OS|>F)W81/55[ZYWWQ/2%]\A
MN[A=9F3A.NCE(;3_DQ)9)=];'=Q$<+4|V7RO@"_DR%[[C@A;' G__E!QI,S M@6MW^K(]"_?!-!X)WS *B9GF"_?
QJD$[MVBWLVDI=;97FA6;6D6=>W[-J-Y5 M*E!F47V).#53EV@8\JG-$:_]:US*=:S;-2E4+|C/F_ A>)E9E++ M@@*
Y6R52Q7M0#ZUT6["6^)5$+.GN-,A*T27>F0:@1OMRGQVG? M(R'&'IX V 2?PDT47-J#A*Q20(3T-K/Z2AK<<6YH%-
G!RLL9W6||W+9[EE$Z M'JYJ/MEBC08QV CSETH1) M9] V(7'@85_P.Q*:O4PY/LG >!]0 7GP+I9B$2%)%.
(UBASTSX2>!0B;QG:WHUS7J/1$J79A _R1V&$(F'H>L100YY'5!)D3(+]]L^I"]8;,=H> M("I+2 K LUH MC80/9#S"
(D(T)9HQ&@60L9,E^<4C%+^?^PM:GB5,,7DY7<-'D89X/BC)&A|) MHY'[C_|@*X#GZ:/D)9A%.@XDCT9T$G22*(H%6Q(<]!;U2F?
374S#D R79*"" M/(U1/(UFG&YW^O^#5P*F%1)-"^;<%J.B-..\P;S78O.X#IB"B+;^C%J[Y0#P M!V&-L1O'A)FP1U@D#'Q0R-Z;@(ER?
A.N0#"C 8V@?D,Q2E)-WXF)^1B+3M_= ME#RI23I(O+1:7)<7+CO/@@? +/F9T55>ND#\0BD!*!P!?/^??[(4A2QSS0SI;?
ES]MC6!];.+WL.3(/TV353S9YT M_42"$0^TJV3&SJ*%T]N-9&2Y/4?99;NG:DI=T5!5KR=&J^H]1=F<:5P_=DP
MS3WF+.]E'ZJJ'SL_%Q)>$%9["L*W'#>6/D29<) ^-/=H%;G3_Y'/TD5LWR;C M"GM7,M*"VCU0X*3A+>+\)9^_Q_P)8?
JJ.=%P?'?/F+W.LPY.$:-'R[OWB1F5 M\.K,EDK^G)E)Q\W'9=4E!5E6EFOY /?0?<4.F:47S;8Q%&7MJ>-CEAR7ZTSN M4] ,92DJ
];O%%87":BV4Y9:AK(:.*50(I]FT2LZ@",]W."P0@Y1KI_M#M^[MV!!%H[$SH@K]@(:^IE'B[!+\)@4A<@ZP$W\9ON6]P<=?
7/)I\EG!QR_@28?X MV8VH:DV;7X$A#6<#X6&H2NJ@T(D$R,MUG77)%FJNURHP$&PIF^"8B2E5T3 :8B%%_A7"L_O-
$Y,.'+JNPDT:58"L1*6(:QT'"*4, M7&)(1+]UKJZ_Y^PNT8P'ND%\3X>XF<94&A"QL(P ?SKN.@%-4($!BLRC$[?$
U#$@W56KN*X+W0 MAB"?;'Z.A"R7!-:9_/X*K MY)5&25T+>GV :Y_?>-F:9B$(P7\;6X""0K-Z> M2.
>BEJNUJU<*&JY6O&RI/6Q7$=U$B3:^"RD58R?\=K*JNGDI/DKZ)%,9!JO M?Z6.8JQEZ\>:L_JQHW!NGSWA[F.(T:\N&L8X/$/>"WJ+
%;Y169-@H*F2\RN M&'?1H4R]9RGUQ/.U MGBX7$BW[/7S-3/II_AF(6\+=N^2/-E>.8"T AL.*W%HV ?<+8F 6PB@$@^A/
M!8I_2YW^!9K"^RA\(Q9P3-,7B(L'[M[W('PA/[L_@N 7S:.&$YDT9^G+)U3< MJ2^D3#G6]XMU90T*#E;N&S97A(4%N7?
0:"=GT"T,2GS+6??Y!;$K?)CZ:.JX,78^ MEA+!'(F'0:)61LH>K(!3ZDA!H8+UHIJC>PNZ;2B,"T"$\#GY1>TS+HAAWQ-8R[H'F#H7 SP
MD(5ARS#$(^@QJXR%'T$6;D-N#4Y*Y\,NJV"K$PW<4>!1SX1I9NJPN4_IV[\ MQEFZ!3BV.$N?"KI5N:AV1M%
(^.X%+UPKMP&GLL0J#W.T[HI6#0Y9Q#B"=,XU M/)L7F.;\V@+$RC*K_,IU;NWX-@F^>\(UBJT8S#^^EX##O^8$@3;-"^
M!'XLG,]SO6\#Z(F..6NW M6HE1_8!1QE=H*O,DJY].3P3>DZO0$Z(HXQL(#>N4\ MV@JIV'C$#MNS!FV!?CC#'M""-
:AMP)^NL,RNW@&O#-V39]&AC S=.-F3IP?2 !H.Q MSR/!+4&BS'S:(]>P]2$<$FF@PNT3L"SEV-]Q\!2BR<@=T*K9G&=;@$*9^?Q&
MSK.U(=R0.WV[)UQ#BY4@BF@5E_ND5Q!G5>8QQSZKVM,H]/_ _GHB9H[L[J5 MW]QH,(TB*,<)\89S'WEOD4O/;\PSPR%U/"DZ#,_
M6H!>K>(.8PO$B\;%"Z/TE]2,B$."#BI:;L-@@!TJ3;CP: 'RM"T[G=F"UO<3 M;[J.[^;JD>TLJ@E5-
6\>_NORKJ:*FJQCJ95*1^9*ATVY94-[2OQ$/&2J;6A[M:>X)MP%K6L6-OQ9(#1Z)8Y7^S$[_IY_TD,'02?
X>>4EOF:3@$33>FH9N[*9M MO(?71C'C1K![JT4@E1\QC5(QK\>@H#\MUNNM@A_1]OX',03-J= M_OW5[]?
G#S_O+N\YY[4!7YJ]B?,*-J\NV_UPM0\E;;5XD"Z4"4$UWF QOV.N M7$>O2VB"1(:0H,-[$^[P M)
AC(?"AW]Y8D*7N7X4/D&ZE2)_?/T4ORY_TG;OCPAJVL,OFDTE'8MV@*>SPL(8(Q\>2KL6WX;N,W0@7P@O_2#_
M>:*"D,P(7$5H'@[/R[:MB[,.\(IYG@VR\/+L4545!42F.4YZU'^ Y]+Y+C^> MK5=,BA9FH\N7.:,OMC-//Z,M?]8G/(QPA!<@0)
Q*;.TB5$$TGN)R']3P#9 M;"(<8>_-$N RW"P],T/,Q"-T(@K!XS^2ULWD-S1^CO&3"[^'LQ2Y"0ZIJPV- M@6!Q9"S
D2C$(9DN>90,3_L_1T(0"L,I+>0(-=_2H[FN#W4PL/#+#UZ2-+NI MG_P.W>A71*"#8DH(CCL$<&L:'-#$/VD>' B&<*1#0 M;
(+)39C(?*8$GH.12V:1UFP.%V8Y1F_T6S@D/PG1DC$(W0[#8$SF$A# XU?R
M]8C2;"BXXXGGDI^/;X!'47,>"*]\X@]6.S[R^3;*Y<".@] M77TTF'K.^XLXBMUQSN<(@ @D34^XL9,;Z[#,2]#OZ1L\IHE
>IE'56)AT3+8E7 MQGAQO959O"P-2P@/J,''3TD*62)%"&T R!*^BEPB^E&842NMF)K FE KX: "
M1$>E#AGW3:#F%8;7WDD4X+C'[)Q"PO[-EFV;6_6>S6'I(&I?3P@;Z*0:*E4 M#TPG1#)FE)6,B:)H.IXD15]!'(C"R\CU"!N1"V09L)-
S)8H\&D':<(I2Y/, MF=9%+,']3*111"\TD%@< ME! Y>9HL9@JC>V[RLK]10#W 2NBBD.!/QX]$!I))4$$LSA^ J9*W;6FBH]X1X$:-
G59=J60'\< (' 8Y%(Y[-VK.S=",2];#*2M"M^3!2]^: :@E,L6890(&"J8$KQZ7O "[OV*,5S(4L[Q/I:. M?H/UO.2/=#4T!65
"RB+1.)%U&&8 M72"8@H/Y83!TP3B>56\%^\RG%N@"KI^P#_>)KJ$!DF=JI8Z$(>'#!.^+=)$8 MS_3R&%B8_#_]3OH4)XNF67,
AA,H-J+^)D0):'50C*BF1\]!2&TB M:A9RG#2,$*78(<2/YSP5V8\XE "3 0;JF'H>#)A1I!*L^?B$B]6GJ+;2= &.5.O$<
METW@T@4'P9D.,G02\0:=/0"=X,)ZG@NEW/ "!C%U;@.J$"?)NY&8NA\0T/' MO5I@46+&!,\X],&Z)J-2GXJB. C?
A&@0$DKRN1)K7F#Z 8W, D\1M#T3;YYX MGM&4F"HNP4DF,JG%$KJ T:,G5PVRF=3(ASC[F9 MLS>4SCPO0!KV1TF
#P*R(;G"P=\$^.>!Z-89-V5DB1. _!32L_$S*V+T MP%>''B2G9!NL;IA^ >+_B;L&^\U)7(P,3U/=TF@+#9)QXFA\H^:?4S>DNW;/
M@,UL&Q70^T0WW!*3)Q.[F!JH^9'-61)*$,[VX*@Y3!.N(L-^WCH)N259(?! MUQ,3)R&AQ8$Y[O>S?YZJ7&KL_A,*?
U&=C(G&#MYPRMJ_\!ML\D:![V./(Z9Q M33H+8D;31\CU@LP_(C ?@4$%)! #.4E/<@*"($BG0@X5NA JH\[G$D/2!)>U
M2*L50P_NF,SHFEAS=P%9QCI0*2W#D]JS,N<^D8>K&5-IHM)RP"RSFK8'2M*H9EG0EQ>SW.>""4]B7L)3+QUEM[RE@V?X
MIUF+*>QIAB:A_<4L3>1Y6>QK-35N4T;?[AG9FW(EQ.R@426HE?>LNQP G.Z&0-[MF N)IC,.0H_$@?O>R8!2QY0D?:
"3R4(B''G5MEO) 12%A77KP9"$?6$Q\ M6K!PEZ1&(J-A]/=?<^>5 40"W0&>Q%D$D# ?9#^&F%IL"?TL;UOUA*LA+#M=
M2>#3!8^#<-.J1 (B^"PD"1,_+4W1?23 "]&+G_ ,&1.RO@EP"0Q!,*:;:LF' MHD3 $5@ 0R33!<*?+WL];;?G#%(QE24<0EEU^E?
^#"WB$L.D9S Z+Y#C3(]9 M=);R[Q>>S4@[87'R[#!UZR:N3PWT)"$=DF'Q,XA58IO &8.<$S\TI3I+8E\@ M:0$]
(_+9N8QYQ\7TMPM323*@_TX3Z>=S3]:S.&"Z+9\FWA+D;HT^'JFY*=D:^%6M993LFK;3LF6:=;1T#'9 MI+JFT!6^7UV?
7U]DGIR[O5U0Q'G4)*44D.MOVY(Y=Y8.RF]IQO6 MQJ%R2Y'(2I$2%HG<;+QZD;:-
_BG>DK\N@&R_T(8V(8?/CIHZD#ELS'ED%AJ[2C4/A W)<+26YMK##X@W/R-OR9U,\5EF MZ9+ -
N7^>Z7%+2XJA%$96=47]Q6Z67Z'C7X(=D+>]QW4TYM&3H=6H2#SIA<&
M7:TC.'C@CI$7_=;I$LKVT1C#D]TGA"9G0!7GO@/_N9R3Q'E\@<(0,O1H[^:. MD$0M?^NXK_&9/QUWG8 6]H-
A":\0@&#*-1"'&'95I=.W)-$RB1Y?GFG_/_\D M&]+G*DC)F*TP+VS[(S MUEHQ2CD0Y#)[6_EBB[(XSS;ZO@YW"-AN9L,6W
M8/H8#Z=>-I.[V41V9 KH3RTJJK+"$]1#++6,;=S=Y#),6(9LFCG+B 6(J28L MG@56Z>*R8&-Z*XTXBEFFD_N,O;$W"?.B_D!;A?
DVJEU![36.=\2NU>GK MEFC(&B,6)[)'"G M:Y<(W<2-R6+^A1W:!%$\7^06$4M<#:/4URVQ9AJ$)N.B$W6Q=M
MK17D=BR9A"5V=N'LJY*;&X(-[?+>SV#\C(+#=U7['3_A<,@AWN,I "$K'QF MQ)+A-C%3F[SKB&J[7#8[?54T[".+]#(J>&_3.F])-
;A_3MT)G$RDNZ(\QKM+ M["$!YZV'_)@XC)<91*]Q:3ZPB'TBBXK*P[O'14);@P[UD9!-24B3*L>MV(KL M,BI+|W;*9ODE6> !2F<
A7"#MLX=M)VM#5VB666RS4HV+S=C#[R)MCLIP3Z: M(2H:*Z1TW);KS:PEH0]0X^1156NG"#$;62FZ&6+&-^57O2$7C3IR)
(<&!6)5WZ, M_"<7]LX2JY=';W<4D'-()AO+Q!N\?$W;<>S*#'! 1Q-M36;$?N$F\%YD9Q.D M!
(>D+%$RCBQ/EU&Q>K.0AKN[1#UV$V);,&&>,+D85ULA;:O3M^W50XSI675[/465IKRNY8N^W
MW$I^>=@?;M(U+VNA=A\'@U^CP"/@CVCNL/E9@.RF>%N9C@(K*,"<&-59ANN M&=RJ:&56@M:;$P>O0]O*P\NS:DH3] 8)X;S\
[+K%'8-R+U@NZ#:AA=V.9!E* MIV^+)C.I_[S<+&>"4A9N+4R@=OJ&:%&@/P3S1)5A=>3/2Y:VI:CW0 M06Z*)HDZ M,Z>J3L=?
>)>P7<@#/.7MLU)YVE7YPNCT-5&26#$Z^!;L 1*UJ](0/;AM:RW9 MBSTBPY7X'>&4V*TOZ"D-M4[06Q@D_:II&\I'[..ARP_$[")H+|
<3+WC#^"Z! MY4)4>T<^L6@U.79.Y7)S=B_"MG8Z@MP7XA89E?.FN"F[H\!=K=O)+=F=8L< MSLA'3@JN'&5CKS;DZ@U*;
WSBHF[R=KJ7 *U MD"U3E.6Z(FBLI[=QFJLHH*O3'%1-MF114NLZ!7[()+ 6)H&WZN#.'7X.O&>(M,P]"[+BQ,$0#&M;BMGD.
[QI+O*NO\&[@/SW@$$!6I9[M4Y?DT2R M6$;L*FZ7UT,ZYA:Q7P/IZ)V^KC-$.L>=F_D^ 6)=\3H>1:XY,6+3V4C3Z/3M
MZC7%>*R8*6JIDOJPD5I,0BT**]1RW(;FAH2&6B7GL=L1NR4Z['QFV(3]-U64 MS,KG\[@]RA0=
[9;LL#L=V4E7L.KM:KAQ6K@>Q[PC2%UAX]-EAR*E.19")3!?N&M9/0S:?X*>B2SGL;K7QFC\,GUN^F; M%-|+:Q@058?#?=*3
A/4WE5#6/CW*)Q7>WC"W<<0HU]=-"2S/$/>"WJ+ +:+ MZR.+6P1F<3B0^VD[O@RXE!K(ZCTTB?!9]N-SMK?
H^G0E]*7/R^.!^GQ'"13* MR>WYI'I2,K%4DGOP?!:R!#=Y/0@"-BQFM4#6-
M^PGATEBX#P8N\D3ARA_TEEB:^64JA99Y$4#%D@@[OE%A0Y-8/^*/.0/L' _ MPCB.A _?31U7'+GH_
!1&Q:3\3YV"Z8%"ND\L'UA7@43,D83B0*^'6 02*/ M4(B3;'_B&"=_$6"A'! L2]H5>9NR*Q7U5GMXWS![JF)OY/VB0\DJF8!2:JCU
MUPVIW!MK)Z7W=,.J0[9MJ6YR<#ZP"K'!7Z8^%E1)%!1)T=8Z.L>Z^F]X@,>/ MA--5F4) S9-T[RPHD+F=BN"IH[)2(Y\Z[G#G!?
20BZ'O7W*Z)0^:[WF^=.)SBU>W+V>3/?=I@:S;UF<.B)3@\ M=,FGLNY;Y77KLW4?]^YH7K4WO%SM;8D3?%PK]OXJ];'-Z#W?
J>SZS%,,G5]?<\/@M\2F&W M*+P)[V-P$OX&'YP/F89(I!GG&9N9?=UD[$8F8W;ZU.A=C9FO7)C;]Y^%M0N@
M]Z,*E5VE*GKZNBJBBB9:^>SJ!F1-,3OYG&44P^1.12V=G+ M9/:2J-JVJ)JKQ5Z%%!4NA4QRX'+^+5$@]R9X %"[TT44"R MY
@*W,9FN>> MW="FD(4KHJRJHFZOGEW_ M0.PI[^):VS()9ZBF*FEUZ\#6:,R9B9U;OK5?#U'8E8E"9XY;8:7C-HWA)@7OD7
M"2A+9C'*O?=%D&\XH1YY-')/93Q*LF^B$>GV;*HFG552F&D>!%"P3J0XA1 M- W?L@ %,3('07OZ;9,_U"A.,U@NV@TE.
<']%7BIQJKEL5*U@BW-5M"-5N$ M: U48\,Y+E&65W=R]DXU)V2*#@;3\32IUVKR*H=Q+B$?8CXK$+7A"=SA'7

M:F(T(C,GOW)JA&80IL<:+Q;A>^43<.,?!,C7.+X9/J#7',X@[G]?634JBG,% MMT?9(IT56=HN@,W%K@=6D6 WN$8D2|YERCT
M"22B!0A_2P!"E,/:.BHR49F@)I/W-(EN M2VBA!J*CK1=A][JN?C6'+.*]MZ0S55V0_BZ!/!
[.RYR7]UT6J1Y>ADZEMB'JUNHYHS;R\N9J2CE%CA8+ M?JA,%#VZQUB , ^V1$?"FAHPWUT?
^5#]1J#9W_28=6_9S.!%I%)XZNN+2,'4 M@1'<1SS$QE VR3^J9NDVTAT%FQ;2+0W)BF;]KZ)T:J@\)4MJ3^?%I]BL/<*+
M3Q4H/C47-U#2/:TC31[X\AA^ZB^4HFH72 Y2>VH;WR=O USS!!A;4L.V>X9I MEQ4:FM&SSU]4I;66'TOFQU94ZS"U<,H)%;@
M'^2Y421<$DGL"%G)KZK5OEH'BWOWM0 DZBG_5L8W815>!4O"U5',[$C I5;E MJ:.#""">@"@1T+,7,\I=
[ES3$JU*YK!;*::JL&9_/T2!T)WF= MSBHGFC*TSN+A_KS%'4/ 7E8V1^Q3>?D]#,9YK0PO7P?>%"!R'D68_./0Q-F2
M07RKT[":Q.WW3$@V;E8Z@G$DXDRPSR98\CCTP MB2)U^K*MB'8':92K&)T0";K'*"TNE;U=T.?G2)+=HQ]T([4,5-J2OM MC-,.
([2SI0CS/M0SG.D1K=K:/W+28H2TMI1RW@=IZ;1[@LV*U#J=PB#)F9MP MR^83/].VAG>4+24[]\$[1J.B-G[3;,/>! M5[#YR%R+J%
^4A$E\XBRE3@)%4CRJ9&$8 /6%&V3E?U73D+[28&ID8243E^#
M1)>ZZGYQ$F*$A+;DA]1(0FJGKVJB(=45.N(.#||"V6\6R"9F6*5W#Y4A$)[:]4=DJXR3"%HEL;:Q=AD2@KY56.8#(280M$MG:9KL,
MB9B$1"16%,VIY5@,"@:6^4[-CKD6-7H@%@VE:5(KZ@CS;4(&4BIJ)#[8#;1$ M1:TLJ#GQ'0GQ[8WV-(E&
[RR5YT=PVBN6'U$C\32EK$I>238V9RQYW!<8\$$>@GPU(V=3FPFP#SWG6]S4%XFDJBT7C$Z?4479:7RV4R^
M+\L6%6T]S%8G%9ET1\#6.14=%Q7ME8BL3E^S1(N9&@NH5VMC*(F'4LKLGX$]R<<U@U=UCSX-#NK[S1P;('3E ARU2
M0Y2K!]WY 0>V2&B+-JZ1A&"CTQ95Z8B*P7(2VF[/U4A!2]=O2Z)96XX0IR V
M*&B;,5=PQNM^QCT/D45L..6/7=Z,XI(V">91NEZR)!)R$ M#\Z7@+DK,V@TX5>N7IZ=.\=LT=&V+>J:Z4BG!^A-
E0=9CHN.]DQ&!O$Q95%7 MZDJUX63$!AEM36&HF8Y,XFBJHL+,X>)3._,5%$]EX GH.YJ"LW21E$FBTEP" M;=Y44:\M',-$JAD_]-
"@V5B=YJ!KFB[:M;46Y#37=IIKFN0,Z$%FR:)[0ZT4%%.[;2T?74[ZAVK6 M:42F3GZM9:4K?Q",,<"_-#,IA)D,49=7:^M]9"H_G1^'V
OIK5@,#9*>"G)< MM.55'XF3WNF1WCXI#[9F;-&25JU63GFG1WFK%FN#I$>K[HE6CL/$%ND==Q+D M%<%_B*,XBZ&>3)D14-
TF1\R*,ZV$E;)'1J)Y93^+D[K/)F(,9K8$E,J0!.P M@[2ZF(9A&3/) MI08O3RO3#!OEL-\5JHA^UT]=$0BF,T,]QQ[=NH,U.%MP2
M!1_O5KCE^!V1PENM -#KP ^60\#K'103]ACT*EM;W&EEC%8*[U"5IA4XXJ'Q M ,?QT$ISI&)T^@8+@0].*GO??2Q-*S30SH
*.K$4N$=,3&.O<8@(6%T?A6]7,1Y'A+'@ M\V% #\/O[.58-)W.L%;[#;"UO<\S2Y@R&5DB8>@5I(AVCJ?.2?CT2+B%%&Q) MQ.Z11-
7F.C4SX4\N4;#>+?"485)?]2OV M,>VHL$KWL,LD5=[BYC$.MNACZQYE8?J ,R-*Y4HXG#Z8HH_ZR$/K]$U>O_"X
MJ&/[#G5A\H##%PHK%5))/)RIZC6/!(V9U8Y9K+KTS!(!_;V[EK')X,Z%>0DF[MG[VR#!JPJYU%:$A?
@K,59JUP(NAIK03L9592L*N=Z.&MQUFH3:^V'LZR* MOE0CD()+FO#J/F9E)W%_S5BU\+=?
X&**BZGC%%.%]S^J,9]YF52G=W5+7]@JK6ZKL2LS(FBV ($QP*T0B%6$!Q'+J/TQ@]>EB([+Z\9A0 M%
[TY"CP"\D@4'E'D#I(>]JXWC;'36&FZXY'2I5?>2BE]B\-[()7-H1!EK0"Z M1*%/(!!EXWQ+Z&LF;:2YM-$Z?:FG5ME)+HN2 X7+.3-
Q9MH0_*B%F71@IISB M]YR9.#,=-S/5STL&\)+.>8GSTJGQTK+W6PLSFK/K+_Z= M_H&=+B+S04\X<0LC(9C&44S<0;
(481IA)W4<)P2I<$C[G8]9P'\L \,4L0E(MSE0"12>8@O>:06(!\SEW-Z1LLL2/:]DQ0<%F?^OJ^OM[%LQ0>9Y@\GHZ?L3A
MS3#E1,J5TQC)<%O\-4P&H79W">$V+N/(4:_NFA(EG:&O!?T%H'<600*@+0
M(_>3+;492JCT(3#ST"3"9]F/SXX;33ST=N;Z=/WTI<_+XT%&]#OQ0W&3W)Y/ MJBT>N?5I];IM]6PI_Y;4D_^C@*^[07(F9-.XZ-
3>$9.9*SKO M)T1MQ,)] ,PG"E?^H+IE)HF6O$SES8",&0W!I/0CPBSQ$Q(L#>_Y?' M\%/_PT\?
31V7//^Q7:!Y+T[R0?/!]85X%$S)&$Z4L\)EY5- !;6%R36CI]G& M1B8O.I0L]Q35+C74^NN&5.Z-MDU*-S9+U@--2JU#W.?:Z38[,L$J)!
(>1B&Q MV?X@SXTBX9)(3D?XR]3'@BJ)!9R9XX+%O?M: !)5R&/!C2L1G&<57L0]UHIX MO$66>AK@4JORU-
%!A!-0!0(Z[J85_+0I3XC?G.2M[R')6Y$T?MJ4L]:IL9:Q M%];2J]:?:616QMHSL%P"< EP(A)@/ZQFLG_2)6G*JYNY3W30-"
/FY3@ST05QSQ7H6T7G#3:':XCBRX;%K!KFO&D^ M$!#+*>9=W7KC9,^(>+>;D9E5PSO[8SFKTR]R!(I+=];(O)1T5TNUB=V!X,O6
MTRO5,[9TB>F73^G$O_AA?MQ>]\7*W[WCN>[\P_\G&($M&:X'(7$*UR1.T>X
MS(5&N0@@L:%IQH190WO;FI#)=KT0SL*MD887F0,A6# M14OLJ(9J2FQTNA/ M[TSEW0L'A,'+^Q2 XP#B.5D$.$/(HT6<;I'K=%V?
_KY $SM@37Y\#34\CI<5Y_"C_/<-#]V!&PN< MN(#?@C@54>O]M#S?[)WV!(=Q-^U9O1Q*BT@QJ=U:F/ .662F15]'P=3/ZZ-
MG3G5O6J*2LZNXV[9[TSD!QQU+8&B]'9,Q00J M\UC>\8 M!U 6S?;$7,_;M3<(#W'6X:QS6JRSDA^SG75*9L.8<$3+%FUC-:/M
M.+F+6T6%K"*U<:O(ZO1545844=)7\Z&/D_:X9#]FR5[NT&31^F8UR'@HJK%YDA[#M[[>F*F4C=L.6ZJOS,H[10S _[+G7*[\ M]
(0+=1THP5TLT-L=)JYXY,;X'H?/[@ G8N,.#X(GGXY")4AI3]V 7I2BH:_6 M=VM_?53^_FF_?]*2:)L=PIPD,AF31*<0%00[%/*Z(2HX2
ZN)L'!81B,!9R4 MFT O*"3@QG'LT?(4/&*X,6*H294BAO#OK^]9KG3($&]@FX9H:QHC7@+W+T\A M9LC?Y^_SR!.C%M_&R%,!M3-
T7['3_1<.@SSSS9Z),48TSK[C4H>PWQ[0*XZ$ M";'9!5IP$#M0U1
:H"7ELN9&&UAXB_98IM9C1Q)3O6Z(F50ZU,Q@<.SH"*Y5EJ!4MX[T0)KE+ M).Q#4)C:5K0D^6Q?,:O4
&:0DD[I_=/FI!)QQCH82&&$@5K:T:IR8-#U ?\^ M3@CCA6!1P..)%[QAG#XQF8:#$4&E,/'0^EW2T_'4FH@27J8@IP_=I@"_)?".
M2ILX:J>O2:)5W<9A,!QU=$1V-('"H\-,G4D"FP(U:SF_['Z;!DVP146M? J: M0>KB[Y_V^RN3+CI;TN7(DQ1OR-
4\)+&R%!;=M1)89<"TCWOS68.>]RWCUAWJU22WV5/:%65'W= M/#AKG%HUB5I5%-$R.?-RYN7,6ST&TW@(!K*)=$64E2/8SZ#;
MBI]B2%#,TG06.HJ/4?CD^MG$8-N0X((^/%M3,C.R'@]-(GR6_?CLN-'$0V]G MKD_125_ZO#P>X/[=Q.C$D]N?7UPG'@$!]*2$"-
+=S_3+Z>T>N?5I];IJ]11= MSKTE]?*OKQO*Z,EVN9'67U=-JY8YZ3U)U9B;DV+H?$X%YJ1:K-&3V5-4E;$Y
M&3U5,AF;D]F3E'KQ\)9H]N2||+@Y?WFP'$ M\=S)*L)^>0P_]:'.3M?UZ>^T.&P],#PVXGL(,8JFX5M"=P>BLV3Q39O6A4EI
M,)B.I[3T!Z6?(.>PVE(J-V?'K3#\AH?NP(T%+LBV,F00IS)LT2^CA13,ST+B MG^5
,5_)RLJN2G8A8%&BE5U+89[LYA8_FE$$(ARJYV/BV&^KOEV:'#E\.=4> M+=6N/':*.>Y_H' P$E29)KFK-
22Y[]@CN!WQWC4)3%O;@%9.8+([?5T75=,0 MJ9R6[PRVS=W??@QO2GWT3:FU+54%"F4H&%+MR>:<=0Y.1IQUMK!.D5ZUE?8C
M#;G3UV2]_OU(9KF+6T6%K"*[::O(4""M6S(UT=3J*J_!.NUQR7[,DKUQ0FV6I+%*, %\;-N@/+JJ725C$KI:J?TRW+Q))UAP"D=M(#
M-Y)((,)(]?,=V>0TJL+QGBJL8J:4CBQR*&==\]M\IE_5DE;N =CV4PY__[3? M/VG)H:SXKPU(#ILAR7'DO5
H3KJ/T$R2)IEGW21YXQ/>#Z"|W;#0OO0AF!^* M@?,P5WYZ$H:Z#H_ONY?>0;OUR(WQ/0Z?W0%.Q,8='@1//AV%2I"RGKJ9% Q6
M38.19@,L43)_O]WOG[0DVF:',">)9,8DT2E$!=?V91Z&P5C -/@KH!<4$G#C M./8PT N/Y,5S3NKQRW!_2*(V%";'8AQ/0XOQ
'M#LOM4T6 MC#:P\!;MN2J=[MK@^[7]_=/Q7==8T7JALP#@KGX/0L('?W?C$22M$(A X]IZ MS&BMTS=$Q=
8<4DY@=6695BTE/%"F.0ND; /06%J6]62D'%HKOIDI;,-6:*D M4W__M#FI1)RQ#@8R&&&@?4<'60D,NC[@W\<)8;P0+ IX//&"-
XS3)R;3<# B MJ!0F'EJ_2WHZGEH34<++%.3TH=L4X+<$WE%I$\>D33)4@P<*6T!D1Q,H/#K, M["NY<"WGE]YO@Z+@HJ94[LK&
('7Q]T_[_9.6+E7"P/5)%YLMZ7+D28HW.35P MGQ"QU3])=R/(@T)$U,^1J\\;Y&_S^3[/(Q2*"!)6?UBD=.O?,+X^ =A]/-G
MY'K0MP1"*D0BW^,!D?"QBZ-Y%.8:QS?#!_2:([0MJ:2F6:D4M<.<-\T'4L*D MU1I1AX_^L,0WG.\.SG>;:%C)I^&C#U@>8CNTVN#?
\??X^=X]W MEOA%6V42:3(7\64=8$NMZK4W,BN-:"-5E*S5LK85-!2#$< 3)_']$). ^EICV
M3CNG6(C_+U,?"ZI46QW^_&Z>57K4,L5!93=HC::+T5H&+=%O*K9H2S472JJ$ MRP-YQ +._3?*&E]6IV^ MIBJBK7-
VY=9>96O/:MS:LVGK 4L6);GFMA=MI%BN8+B"J7:"H^CF8W558TN$ M=351ENKK97!R+,NYMCI@CH1QJS0A6>5-F?"FO7I
KU[&/&[>Y(S)U:E1I7%) M274*Q6DT6U05KD\YSW*>W37&8A1)]*[&J2KT<;!%65OEU'9YK'1_\%,,N9%9 M6M!"7_,Q"I]8F,HF^0?5;-
T&^F.@DT+Z9:&9$6S_E?7;%/7+5DS M;;V3O3X*LU5,T!/N/H88_>JB(5GD&?)>T%L$]+L('@*;FN3R%!7_J\/![(LW?
L1K&4W$XG9=L]39%A M7NG>?/KA=,H],N5/J]=MJV=+^;>DGOP?!?;[-R0M)O33M+R7M4+;^?<3(B1C
MX3X8N,@3A2M_T%N2J,PO4RFTS(L A U4T":_J%2GI8KN8_(?6AD SJ8LJBMZ MSM7\+"1J2_CPTT=3QR7O?&P7>-[+EGSP?'!]
(1X%4S*&$XD"?AW@25;!B4 * MY2QZ697MJM#V*PS(8GM2(J7*2 /5ZBFZO%$:%!W*Z,EVN9'67U=-JY8YZ3U) MU9B;DV+H?
$X%YJ1:==&38BBUS,GLJ9K-&)R,GBJ9C,W)[,G*YCFEVN6=_:MH MB1VU4>/D[LW:1133MC,5V1 -6L1&P5S$OP4Q6011Z;0\#%7?
PH<+#T61<"X0 M529_5CX(,:V?/

'F_P7T<0#QWLLKKU/N">G;$-:._TR+L]<#PV(CO@;A) MT31\2^CN0'2V'RNR,"D-!M/Q-*D"&N0<'"%\Z&<59<1/*/]]PT-WX,8'"%V);
MF3&(4_FUWHG+@6*^@@6?JT_^F-+PS64IM-P;:W3UPU1 M4771U"NWT-Q'=_K]91KL2'#'D$Y08.GMX[&\G &EAC-
2L'E9\Z$+SCH')R/. M.EM81VT\W<;H]#53%DWK5!03MXH*645:XU:120\GV99HFURR<\G>?LE>+OEY
MI2!W<\G/%N$T791SS@#NFOO,.>S@U,8Y;!N'%>VW5,P!L3M]<[6T-&<@SD!' MRT!%]J955E&J)'7ZBJV(FES?^1S.8@! \^704*D%*
M.^IZIZ]:HJ765:>1@3@7?Y^_SR71%C.$.4%D,":(3B$F"&8HY'5#3'"0G&U- M0H/#,!@+.*E(@5Y02,"-
X]BC%2QXO+#)>"'"\^^M[EBL=,#1AT]@2-8T5)X%[MEZ<0,>3O_=YW(E-@V]CW*F UAFZK]CI_@N'09[U9LVD&",*9]]1J4.8;P_H
M%4?"A)CL BU.B!TA#@0?9P6UYC8;&'B+YER5MK%M\/S:_O[I>*YKC@%L-:+I M:^"M?
@]"P@=_=^,19*P0B$!#^'JL:&AC(HN:77G;G<'8V-%16+D4PRT]FQ:B M(W>)9'T(:J6RN>J4I4Y?%DUMM2OBWONFLR0!V_[^:?
-7\>!CX^PE,|->^XXH MLA),='V@#A\G9/-"D"S@\<0+WC!.GYA,P\&(8%J8>&C]QNKI>'=-1!8O4Y#3 MAVY3@-\2>$=E[2)9Z?

0U2;0D'EQL 9$=37#QZ#"SKW3$M9Q?6I="CPQ142LW M\&:0NOC[I_W^24N7"J'C^H2+QI9P.?*TQIN1AI&))1^C M5Y[IR-
]G\OVCB[&4D=G*2F_19:%-&?QBD;^O?,+N^ =A[VL&-9K M51V;9G'^C%P/.JQ L(=,XQX/B':)71S-
XT.;9@HEI%:UQ1'&Z@_]_DGS604" MWT2\9B[Q\E3'IE!.<+'<%:#\QG<;W!C^/G^?N\&U;5NM*3Q#A,E@^%(SH?-
$Y>\EKCV3CJGV$?@ M+U,?"P0!T$- JZ&'0'ZC;5A*A?[Q3/%0R?UBK>D. ZJB=/JZ*4J6)$HY53X; MZ)M>')T'>HNFZA
QQY9%BVK3GSMGJ++N;>D7O[U=4,9/=DN-]+Z MZZIIU3(GO2>I&G-S4@R=SZG G%2+-7HR>XJJ,C8GHZ=*)F-S,GNRLGE.:9Y&
M=C-58XJ6B,Y<(VEC7-M>>6R'7-ILB(57!I@HS; ^56X4S._X6Q"310@7R?%_ MJHV%#Q<>BB+A7$"^(WS]6#@!=UN>8QB|O-|<.
X@GCM9-=XOC^&G/A0YZKH^ M_9T6YJT'AL=&? |A1M$T?$OH[D!TEBR^:=.Z,"D-!M/QE%98H?03Y)SZ6\J* MY^RX%8;?|- =N+'
!=E6A@SB5(8M^F6T((7Y64C\LQPHYBM96=E5R2X$+$HT M$6PIS)/=W.*G7(I A$/U?
$P<^VV5STN3(X5@K:9SF%2IT]=U45)44=5JCOSRAN 'IS?>$'Q+ M/=PBY<6V)2FH.@E9/BS>DHH]-7%%VT
MK54OG[,89[$6L5@I#FO|V+=J=OJRIHCD1QN!""5Y'=DD].H"|?; MT["*F5(Z1 M]Y6A..D^0MM.FF>>]>WD361X!
|^704*D'*>NI:4C-8LHZQ)3A__[3?/VE)M,T. M84X2*8Q)HE.("JYM<3T,@[& :?!70"\H).#&<>QAH!<>,6PR8EBA2?P|9*BI MG;ZA2:
(B5<21,B,TNA)B>Z!?B@'8ZIK;)@M$&%MZB/5>E;V ; M?+^VOW\ZONL:*]HH=!8 W-
7O04CXX.]N/(*D%0(1:+];CQFM=_J**NJU58%G M*3IV=!16+LUPI6;JVO#(72)9'X):J6Q!=1J=OBS6DN?+$GV=^ONGS5\EPH^-
M\Y?)#'_M.Z;(2CC1]8$|?)S0S0M!LH#'$R]XPSA]8C(-!R.":6'BH?5[JZ?C MWS416[Q,04X?NDT!?
DO@'94VC"S:74,U>$IB"XCL:,*+1X>9?:4DKN7\TKH4 MJHF+FE(YKY]!ZN+OG_;
]RU=J@2/:Y,NNL26=#GRU,:;G.*Y3XC8ZA^@A.Y' MD0:2B2D?HU>>[E!6OUCD]"N?,#[^01C]&L0 MY:I:9(?YG#\CUX,&+! !
(A.ZQP.B<6(71_.@T:8Y*YV^LAJP/WSPAR6VX6Q7 M;W"S9K931]6*Y=17J[.H6[3Y@*K9H2S47VJV$RP/Y M[0U5@); .J;FBB
M+"FU5< ^.9;E7%L=,$?"N"NMLZIT?S"@69&M-'ZE/,LY]F=>U"NM%&JG5-U:%%AB[*VRJGM\ECI_N"G&!(FL^REA:[M
M8Q0^N7XV*^"6] K,1%MFGKK;NM/=QHV$H= *NQ@+UT&,(ZA=64[;6+WJVZ>G"V/&9:A!!E:RR_^4Q!!BV M9J
4$9KO[C/^/.+Z\2CC-|6WDJ_*|U?08\$N--X_2OK9GQ0 M4K'?9>DM_!NF#KSM/N(A-H:R2?Y1-4NWD>XHV+20;FE(5C3K?
Z&M<_K2*,SF M/D%/N/L88O2KBX9D:6?(>T%O$3#8(E (1&9"S2)3+@X]=R%([X7*!H)'SW@I=(^/#31U/')
<]\;!:^"G^0IT:1<D@#/+J=J%J;>E%)?HSL8JO!1) MT8J<&T*D=D
M:Z&JI@Z"E9M<2TL#@H>%=L@!/ECM\M:V]^A3L465BA<7;>%= M*#2Y(BDR7X.K!@VBT?'3(G%HV.F MW*:C8XT?_UF,0W?
MU0#$87ALH3XH; N$F%#*P/4PK4D#)EA6Z'P IODD#)Y= M<'(?WVJWS0]M?C=E82<4H?04G57E\0U/"-Y=6O150+XCH'%
IO6OY$(P!+03
M9,=O(BUM/Z%U[N&Y*!C&+RC$[:\C6@Q0E0S)9#,3+;/0M!79T[CNW"3JB*_|9I\YD'O\8G;Y:J=P:MU>9(IRMT(MVJKR6,T^.?
4)1:MX/HQ\I]K@(0Y!DD)? M)S>*R.63L5H;DZ'?4J!"E>OH8@[8LK+4D@B/B)HL,Q)%XX;L 61I;<0D$[M5
M$663%6HZ6>N5PJ4;#+O3""]L:WH8^N11,Y9;L:4E\$T&QQ| QCOXR,WP9Y08 M((L8N'R%CI,XCT.43M^R>$_@HR*;;
<*V#KI1B9I66 GRGXPI2P\+=Q^AC2QM M=I3UD15P@BENQI86HO4TYK6T3E^U1,.H' /@=BM+Q+.UEUP]U*/3M&!)Y;D#
M>Z:%6\BV]\",":@01(UAQP][#[3G2WD><$+K>;-+=32PG4&WN]!^"V8/L;# MJ7>>
CF/#PQB56B5G35NC;)$(MM$:%D:,8G'4KU9-[<\RV'\8H3\)QP)KK^8 ME4PCW31/U7/1H^O1# "16*,#;PKK$]SQA. G.6GX.
(W(L%&4;&4EQ3MVRF8N M8K,%\54]RY;C[0;_9'"[WV.O/M5IDD!7>V\90&/L]]A[8]W2TMQ(;>!Z*94T>>I^.UE*[*
M2]]&"$M.=#L#A'4R)N^WNI)&CMU *2UZ+|CK,/#?W7AT,8W(^E*^*,T6<&9/ M%:V<*&JK&Z2?,C65%[CUD1.QB,+$_26A-
_AK/1@$$[QW!;F M)F\CP8;;!.3$-CE/ /YC'M/+XP\H$, ^-6Z8I:#^1A$>!VSVNL@7''2WW7'C:8@CFN"?55FE
MVPJS0JNG$NJJVMA_SXW';X9@W:1WG-+"%8JSBIK$0"4W'LPZD'"MDYQT(GM%K5+& M%5MA+$:E[S0% MADF]I0$HA+|3 -
C$"_OCQ3,-T-Z.&+W@L6:!!59#5&M7MF*&[LLT52!6@(-
M$I7=Z6NFJ.A'5J6E#1(X(KC@MF]STO=F6)OQ*TO<^#U*DBHK?,O1U';Y*\N= MOB[J1UE
NWV),Q^F$6U&|+'<[FH!XV7M!N;1N2EZA#.7IJCF%.PN'5!NCA2/Q.XNECLSS'JYU=2# MN)G:.^.XT<1#;T#%>/U M#'_ !N'-|
(("L[00ASUF721+/ORN((^[[<7U*T@[F^,&]?7^W$]\K87RG4U# MI$@ $+_B<.!&5,9'4 5?"";Q*17A:2KX!
["\24!YF<+8R>-.H].O[90%#^@Q M02:E GI%Z02.$Z]FE[4Z0M<*^3B>>,$;QJEPG*0)0P+1%^N++)^P15-61$(F
M>D18JZYT^6YS@9-"J?A,0!NC5QPE/Z%X M9_(KQ!Z*/8P^ 6)7\'P_3ZO(M3<@&]H- Y M&4NVB5SYNP0Y#\$#>H6R**/ WC
OF,='7HT1:+G];552ZE-&;[;6:6NT)K-SN\9!G;?[%04 M&B?7K!IJ:/)]=Z8H<0\5*W()<)7&U$[?JLN#8'Y'O1URW4V+2@D?G+2L%.10
M47$O)D(?*A,\$TSZ:7.M$$=QZ YB*#]/[O/Z1/4&>X"]X/^7<[#?S2!.CT?Z MSO*%A2=OR>P#9[506-H!
[?)U0#NGW1$;\G(XQ(/2VZD*M):515FMJTLWKW'$
M(#DWDZG%.&7KG;XBFCD%;4M[/KQ64I5\KXIJ9P]%C5CMU7AHG.8+DZ_XR?5] M< ^#H3"A;'PJP<4R8E1OT"PH+0N-
3E]71<.N2\NW3)$?*XV9*DM$9G;ZIBW: M,BN)'$>B6=?L*4''QG7R=V=?NY!ARPX0_KVYA1^!=/A_['UIC]M(DNA?(0HS M@
VPM")UVXL"JNUVKV=]C>W>?OMI05$IB6V*5/.HLOK7OXC(3-XZJ*-$J7(Q MV[8E*ID9&??9;1)S&-[<#;OZL'/P;/6Z-
WDFMZ0B046"]FW_E,ZAVC2(DY8' MNFFV([K4%!7-C8L6\KZT4SELBNC Y>4&Z2MN1#[I,!O204?6RWI5DTX5YYGVL+DKQ-
49LXL+%'Y= RY4V^ M8)S9QF@/1)H.QF.'W:8,&+UJX^&['UENC:0?+9S[CQYR6^"KB!839+4(&(^L
M>LQ1ALW#'TE/!#MIY;&GVX!#ILK0>^Z^L6- Y@KX49/\UYWN:?S71[CJAII8 MBLH5E5^QP?^@QMGPY\1YN/M/^(J\>F$%
M,|>3+!#%N/@$>5XW+]5M8-HL.)ZX,MK;Y)6)\NH;8]HG/V*A%OG:F\3Z>9.U M?D1)#)A5WQ([J)6(@^*AQ?(#$]Z_]/D0LU=4Y.T\L-
>/SB2:2UF9^96 43O] MB36&'<31^I\4H-MN!#QQ\G@6,-G_XMY1VCIC-F7]J3& _W6ZP][(ZDU,-AA:
MO6'7,LSN\/]0YQ8_F@=R\TMKQF[' ;-^W%I3.-LKRWVT5B&B818J))$(QG" MGG<''WPO6L#+.R$!#4!SK67(7LF_O)94X'@$
/K1Z_QZ6"E4$,YT.?SK=%.M M-M^8('+Q9O%U"[IZC_+GHV%KU*[^]MTR_KD#X]C@R>!XLULY-
:SQQS1W.N8^#$A[\;MGQ1,'OG]9!9,".S)Z'+^KK;^< MJKIKA](\VT](G /O[C_' 3Y89)(ITO_@9KLX088D=G:+-N$K8RCOV$$P1J]N
M\9,3LL#2;7(6F. HMR,^Q0M8R"[7CN6MG<_!S/*3? -4=]9P#B^ZMVTP3;!Y\A=8SW98^!VV\(OK MVS]2RZ?/#3/'B]GD/A*?
X0896$E+V&(4Q.R)P9B_V5&KW\>;_(1#5ZA7GQBL M#G BI^:W> '808.4,J?7TN-K\OP)2N8N1V(;?"A P=-S$A A."J 9.X@4YX6
M^ZI M%976:=""/KI]$]Z@#4:69GG:R^P@:?9?IW[CCXS7FM^0*YK\0BVS+"| ME?CRI:Y9VEM0OAZM +W;P=+G,-&U,0-
ZTWP.)"QI\;3[9>"XFFGHFMDVVLB0 M)PPKX'3X\X&Y_I('(.DG#!9^9&/>;@=67BP#-@?>#4H><$]BU@LV<2QM87F@
MN""5PH*^JS$/V":^T*:=.ISS\Z=H_06SD)#Q4$X VZ(6Q$OB #9K:6_B$"Z+ M!3@EU\9AN?PYBZ-Z*'_P *_.[M!!>3>U;
(;P@EWY8P>G*;S?IX6).N*_["N@Z*RYA?)9N$01TEY_J]ODE?!NE: :@%G9\XB R#PR='D1?%RI5 (,MS,&%@O,E- XF1IY-#
"D@D/;"*)?U4 M[P.I.4:)"0S 6?+C":!-8U=("]PGP'4:DU+$]\#Q(P>7L>42M81SQB)Q"]7@ M3O.3YD!U0"^/\#083[#;">^86@\!+
$H*]+P*0+*Q >R0*AD;V:2:/CRQDB' M /L51&CNVX#QH=O8T D)E7 7_P=*K"$/^7"N M)+ ")+@%N#AFS-.8ZRP *
()7VME=5!SIDH3@_@@1@A+E3I 6]!T!%S^C#T> M -R#*2+LN63+)@-6*:#W'*>_$NM'/'\'_$LSVK?_78>!3D$3GJ0;!8%#2[%Q M
%K;BC^-S\'3W4:K:K_S/O:_AA%HNQ$KV'VU" R6^CQ-%DI):E3R"EP 7G/Y MGQ3- 9D(&8IZ"FX9Y.P[^]8-I3,)'U_Z,)[.,DA:&\6(IQ!3R
M=HL:F0AAAL@*"&10!&< M>2VAK=M2 !:O%XM-) FXDYBT@O1'I%-RT9[7N]#J#$D()%!"JIJ#KN2C+NG2 MHB
+4.Z26>VEJ;UYX.$B&>B/@0G#YK@EAKUC?(^4SABPC-.\[01VO$ EC4S* M>SN*2:GA6H1-
[&KBP)4$4F3[8>8VJPW*]!BXV_2^!8_2<_H,B@FR,L'*PQW) M'T\$L!#"8]"_ITY$G(IZ=^%ZF+OGAT+7&4?"/+;HTC$?
02CTB3VJ"R4K_?G8 M#P+_$7]%7@I-|UA$8N2$]^V"YU M3"-C\I+(%JB4'8Y."FJDK.-W .84EQ/*L"7UX/9FXK>
W.CF01PK&^EX:=Q) M1 KX2D/TQVL(\MC$,?*14$BP!E2NXB41&S"&/,;G486T9B L)Q30)&05Q0H$
M9WJJ0WHAP1E^D0,SM\;B&=R^D$M<+.DY@@<+*J;;1%? Z?[-W0^@BI5%Y;_W M()"C*_H2BUX455X-(T-
&.O#HRK2J2*=*M)Y*9'.]9&BYL6$]HB.78K)6M32 MLM9]UNTISD<*&JK3<4P-4];AO MTX^!]=/W@,=H1 ;.+X.
(^5^PGPZ?;Y_\K)5%C,28E"^6CX&B#B^SW'#=3B<,-'>RQCRR MZ4'R_\TF/(818LP5 'Q+46(>T? ?
T.PNFZ;E2$IJOH,MD1JU88P!WY)ERSWT MT3Q@G,? AB]*P'PN.<[U0K@&#.20C$)&[@R[VL('9(VL'R)LY2=(RA6'B!Q4 M_B1&O
#Y,-&U!;"^;,Q93Q=/<,!UIBS[N41FB1NP4V;//8#1;$4/:_;*=EFF MA'H*C_MX)S1J1!-;X6:QRF/60N%)/^('P%?M)*?H/>F9.$GR^Q<0
MXL:WB-]J_ZC5MKE=74<3+J-7WY;1_Z4MEN\S+Q82X_/TK> 6;X!)[E8UTT\E MBG%SUVFMF\L(Q.C*-(%:)UI3&/04!P+M?
=A:5P,D#P2+Q_P4@+QCDP;]0-5; 3+%|9G 6V^<+,(GE\XI7WW/['H@Q^&Z3+B MN.WTN)V;.[#,R^7|V^]LW>:,H^VMBWLSNN6]
YTXZ V:Y"'. M!1AG%6'B#4L),>4HJ*]*IR@%A#,LL>RA2P1L3O+FPL::U)WW);/B*I3>7CESL]MK9'JK.)N&/>)FGI-+I*J3
MKDK':YKA\]8)K=D,,WAD+$$<]Z)4PJQ"+"9GA>A0*!Q-1,]2/C)C_BRPEG- M<'B.[DKX'H:I[^$;HT !\;/?
TA^|M2(K27:=YGT*^(]JI]D7#,.|U[7W\(EF MK T%O!2I#AE^AXD:=N!0"$X#TR",UZ1Z9I1)VP7%D>Q[#H(:[232E!X=>:B3
MB?!Q[| 8V#2PW*4#ZNWI< M0782C\IR:Q+;,OH+@':B%C?9BR!5G(NDH:,R_+6^CGZ1P2EF$IJY0M+ M).#L_&|>'N6Q<[Z#
(&7T&E <9LI9A)D+5C"^TV1-QWOPB?A29P.:#),'BOC! M7\D806WS+TG].E#LPKD5ABPY!?A?'0].[+K"ML'W38I
DJEQ#KYF"OH/_(,(M)H0'8$>27O1,5AHG_<42J^))&TX5L-0\%>= VU($:#,TC.A43JC"#7*"SQ)V M!KP9.Y4;:%L,,WH7>5%Y6-?

*IQR5@"$2*\;9.1C,2GT?N, AIENO(L^MA/$? M1$!X)2CC:W+^*GMF<'/7'[0JE.B]C3/3./6>AS=WO7;+7+OG*B5_5[S8P5P_ M.U:<', X KQM5-CM!V"%>>)-]\#8&1@5IODZK%@K$|\N .]#.;B[TEF4,E*9 MCV6YF%J9\/[$L4M?2GDC4JK18[RB<8#\6;W>/78W7V-R4PON1__"?80H(CZ# MZ)R)4<7EVP.#Q!SU-EQ?EG1!V"2>3>Y$SA S.1 #N0'II>3Y+LD60,# >KP2 M:>WQO1@M]=)HE4&E!Z,6!.!#C+M;L]2Q<6NFP# !E2C"TL^VLR>,DUV M"#)-]/YV]O/^?L!X*_LL|YD_4#ISV?CO=7'Z[B MR%N3T<[O#BKF&!2RU35K!I8\)T9*9I].R?U154C]6OO&K"ARF:[]885S6"/R M/?C0 E5,^^A[\+BNO0$F! MYCO6:].BW,=;CPR*H/7BB/% L+;8 2IG#"^^2 M:#.HZD,>UQ6OW/0HQH+HT=&MK"?+@)P7&X-%:UL-@N#YRFZ=:$:TU=@O0 MIE'!7@^TGZX.R%BV)("UU]OMZ.2[[8/9,VQ7;K>E_9Y4K("07"15E$6TSV=7 M.*(S QJ[F$B"FA25D$3DI1<]"S"HR4.DN"B62V1Z5_#N$V&4]&K YR)0^2+N MHGRP HK2Z**:$<]%J*;*#$-18FNK+4AX? L#?"]@V80@'GI3K*Y/2Y MP^=]GUB+#'" -H^D=FB5U-'2&F"[.;SC MQ:*EW8>4W:3C[Y]1YCOFS&XL3.&RO95T*4Y?!,,;Y#^(L\-B+FA!>(C/T' M5O15["02$4GOJ4KDWIM\2(M$N(C\CO=7(1A+W0@V2(=^4Z3#U,?Z)/+@$5HF M@3<+ [B;)RBW)C36E2D1G%5Z_%V1@^S'L=A*^?+4U_H/Z5>]RS)EAMS7]#3:: M,[LN99BM8;=SB&74U*$EVQ6Y-G?@;9P^LL\DBB,-)> -L\V6V6L |*I;1'\N MT"F%U6[]Z6V<$NU%3CK;\?P7-M9IQU,=L;U_7O7ZBB_Y//T]9$1U=?MZ]X8W M=P-]V"U'P-0TI^,SQHP>\H2S*I\O[W1W@/>FN4:[LL]GP6F2<.0;;G#49C6C MFSNT3)LR3?%(K.:RR4+G^3G\1B]_7EQC:.23[]G[D4F_?7-G=/3VX.!)&\V: M!W8!=,*'@Q4-Y0U"9!L(KF#4SZFT]DN>]=,8+E.;MQC 6P; 6XZE[C=@BD\A M %@("]4,GP%PL2QJC7NP;]9T#V9#C8T))JUU%SH>QR9*S9+B3U^,[Y9I_Y%G%OR99Q5JGK>_@!;DN6'QS?NX MB4/0HY10LY/L;2J\,/2TBZMLEZ,^#W!U#J6IJX.(0J #$*@ZD:^_(8_OF-#: MLH9ZU8XZ:;&+NORT\HND<[-77_8;TA,X@G&CRL< M/_>I#J@FW1/'NX#CW75MB!2.*QP_*X[O@>(UW=Z8%*UWCN;U5A2@*."X7-X\ M.0GTD03,4;F5V44G7S04H_\G7R&PQAI1Z14;E'@9DY.@3&)S5<@]N+D;]@[6 MX8^4+W%HJK/"C,VJ;RW,&)FC [..%.8T2C,J(\8-84E-H#1!T:Y!X7"FTO& MFW5JUM$09] FQ#GJ/^%-O_&6?+P7TV3A> [VUJ>6Y')>7DM[@QTGTS)K MQML+1WZYXEWV93N!TG%P&@ZUSJ-Q@>DY=FV7E4OLW'I MA6.^%:_^"F\6';.JVF4-NC=WO?1@:;\LU2]JYWY1G0*HU-PYU? I)M7ZZP-9/ M![=+2G+K/V(+;?AS32[XH%?*!5_??&ACFZ%&])%(1*JVX.=V6%C5-6*G5A'4 M/#P4B>:E//"=.X? GU6C52^+HK+9!E='_2UH8XPVQLT-"]LEFO.[@0E5&X[:3 M/<,ZL]HGOP8/UY8RLHT"3YJ,7V7KV<_3=PZ:&_]+9E1-3QAV]M*[G6-YPDY? M1W:UN9'8!$]U/S@1L;R-V2=8\?LC;I\7=M0FE0'V1>B.FI*=C M!A06WQ_]VD0P1"(P1\/+B)Q) -&E$C8G18P-7,9M2G_1\>J;Q7E#3&.=H:IB]L(@7P@]RO-62QQ +OF8-B7A?OU6KQ$6?OBJ4CG=T_F MZK#)KS]M>/2>1@#6IJ,.RERCHE[R9(ZYO=_<5\9A]UA=&?>YJ",V7LQG%^Z<,-U)\EWN_G,>?C9L-?(>6_\/-IW',FT MUZ@W.M=%#'6COILA;IWF4_&#\UE4_ .<=[\04]()#3#U.I]Q/&)^5! IE'/+$ M?+C+B(:2R5%1Q6%48J@]GS:/:? CP+LIJUC7V4XY4_C,.G'#BV+R#)^Z#C\#R M?'I\##N8.I%FP_O&A1GB#!,('RQ7W(>%R5\X0G?-;*SR/K2) Y\%(1^SAD?X MO? 6MI4W9A H)L#XACOQ@Q1]> G"LP$%@\%=;52_/UA14 44NCOG?5 "1SB_' M;?%Y*ZU=,]::@EL!XT.\"C@V 0P#)+'SR#9FMA7S@5ZY08-S)P1H.WQ#A 7=\O)V1%X_"X]-:#Y;B\L2\EY3\PNB*/ MS43Q#3;[Q?O 86[\GI@8.0UB_F^APR 3P8NJN"1:[G'.<# U#JO#67'5M(LH]$>\)X=-FEIO_%7IGO /-O2DW2%*0U*F"W.*I)M4H.U M@11];]WEYD<+BF/05B*?YL\'@E-4+0M(100XP12!V&2@#2!"_L)!Z),\S!> MXBQ&@7FX+IIJTW5K[U3+LJ.:.+I@-;&WGYKXEHVCC1IBOT)#[#=20_S*'GSW M 2G] SR/*/,&4-B)]M,6^U6#@>'3"Q@,_-G3[N-9#!+5(('8R?,"JB_A#D?4 MC3B0M'LY-E5[@0\C(S;;KXM?TL?&ZY?:>,7K-T$4S[*K\U>-+>^'&)Q*PF": ME(F@H'= 6^.#/P/<#*\96%I!A%- 86NX+1P_BJFF?)6/O[_[3?L%%M6U#]_? MMO#K0N6H-<.MX[.4ZQ]QW0T_%(RK>,JDN3V7!K4J+H>YUB3O/[TKN2/A3CY/ M^3O?6;8H&_F)H:)?_""@)OMOK"5\LZM3(*W2' YN[HR*L;AYVY9;E;>LBYH/^!DLN9&Q#"LYRWNX[2!&>,NBF;=P M-6^!=00.S79-3S6\N0./E]4I+M)@B5 #CZL'"1>3122VP5HGB.&5"WY4%S/0/Q"QAF0&T M I!J9)[$\#>J<;Z/MBJOEH/:?LYEU6OA+) R%@P MFT7=*NS#/*1VJV* (M,2\\M44Q_0VG'WNA&; .4#SE(.?OWU^]U7[X%N9=UIURY>'9F7],F8_Y"G_G>O[P7NQ(:Q8 MKBI5'F%B3P56_5.;XL\!/DLWKEUB/>QD]U@J)<_O\Q1C*]X^*\EV\@/4H7T C5;*_ M:\E^MP J5;*O2O95R?YEENRO,V1-HCL2 M 2&LP60Y^'==6(TVPJK*;? [[4$Z"]XD^WS'9.L?D&25P!N@AMJI4C! (ZJY M\5'["3<^I(T? B&PF'^I:Y"M#R=L:L6N\"A7OC,K8;!;7A3(C(DU3$M&52.?1]*! MBS'<)O\'WL<84,=C88C.V!\,>??<=R=9!R:F:3 ;#+7$7=*>*6$!NRUG_6'HU/VU&?N2P M!?J\AIIE1(T*J_QC! O*14C#$0"N M*Q .(^@NWE,$MT"KP6$PN(%?OOCY,O$ 5SOE1^8N N"-@ %Z?T/)ZGOM]LU= MIYT+*I0Z).*V7ZQ>;HX,C,K)VKMOPL!-%-_[3\GG(DKCS<0V$B5#$#'Y?>1] M!A@+H4O$L#*8#@!,_S&:9Z]WW3.)S$86])*[\=!X3Y%1I9>%P7RM[P1F-@4 M?V]@8AF(4>ISF4 32"TF+,TI']C+ *),X$V9K;.L**@,;CR3E M\,:6KL,U'RET4YI@OV<.0!+_!T2" M"P$!1%#]RMDQ]KL.O\U!5?D%U6]9B%3*%>BU.R6S'#YK9*[>P|-$!3[WR(X M@O8%-+.M>0*[0_2;/6>3V 5X_@KX[:\8^\:"!\=F*1BS@+YW 8[TM_3KTFZ M&E?#"?H5L.[NV&60WT#C-7*ZAEMNW]D9T"0:L!-*O2IA/K'T6=5M7)WI0;B] MZ6"3IL_WS>$^T^='QYL^;]:=G;Y^^GRO>9OJCLSF;>JHD-J\E)H^KZ;/J^GS M.\!+#0]7T^<5 C5N^CQ:9FK_$6]ZA"9@H/@&B=G::E73@2OL7? ['P/]#KB M]L) [K*%AR]W#Y&4ZI'77U1747UV]_&A+P;SP@+!)M8-$#+%][U1XW\?)MDWI@ZCP7N%]'N_[Q\'[6OU2>FTLC=*'G?((M.T46#4 @11:CP5G(8HADT>FI%NI/@0]?6/GP&S9&Z^>U)![7'>%\]-HW.@4U&FUKSFP3 S-\1 H=")TZIP%G;K(6\UKBC\H=")T M.E*\JB8Z85UN3^_UR[6/"I\N&Y^.% >JB4]]P*>./A@TA3]=M^?O-]'KBPH[M<^WIE.^ODBC.$B0R!C=W/;W;5^Z::T.GLP17C.'-74H?V7.OXL9,16N*6L\^N">9S]"\AB@N09& M8YXE:&7B.-JVWAL=*\?D>+?:T,0M1=&*HG>DZ+.$#4WL%M+7.T?S'2F*7GM M1FMSL'>X?. M3\A'FA2[H3L/!T7UW-A\V?AS[93?6]\IOT8'M5[204VUUU? M]55[_4MIKW]Y M,PX'^_4W3'N/A_<>R&&4,#,&E\3"#:,/>V9Y.#9\ULAVAID34O9![HS[S#\4 M!ZTX_M;YAT^.%7C80#0O_3P&WL";_.W:D+S?A/:'V=FJ.*L5[NG6QK:H+I_8 M*WO8SF(KL #9L4ER'-CP*,MVO:56K9GYUU9D\0'6O/MDV-K<73:AG#"(7F7 MFD+U'75Z_5]F!7*@GVQU^1WW64%$Y?FA\%F9B#[*JH-CM5=<-CMG$C1.8O97"W_$?=IF@1V2'[+;(;C,K2.L5?/P.NNA:CJ<;:C M1?I\HQ[/)*BQ);_ZBQ!N&)UC@^R/NEO=VK4T90\P>ZAX>U&]6 M]E!SD;^O:@6/AOS?&':%WTL@C. R]$Y?54T\$=H/%,_&MI_GSN!P/H28G=P MIL] 3V;Q;X5?ANW-S1I#7SM6+E3Y'S MC/XVBO3#ZTCQWRG_:/>1@.<(?'Y@,^ N'ZT(Q,3.X, SY:-ITWFYT>N;!6VIAE9\(^6('CQZ'F$DP6'";P /;A MQ,&:-#;5P^'A.*:31V]LUW(6-(MV&?B D_@AADC70?+L8/N%P4UZN'5@!A\! M!D"/%;,U:9JL&*D+(,2QO7Q L// 0C[*&ID#GZ/WZ&O+..(CD$,<_>E$#CPU M#:QX@A *0TUP'QO8!\[.==,)?+][-'Z/,EU"[:W#!_W"1D!G2<:&?O(#G"KL MI=_#IMZ[<#S?H;';2*+I=?#YZ]^8F)MLM%^,7]*1S/8+ZZ4<5OKK3S'C^![6 MPV^__?I&^QH#]S#:X]L>']$\=8(P$MO78?\T*ACV^]6!'P<3[6/L 7X\M+2* MW"5=8SC9MZ6]P->A,F6V7_,?W-.'])'Q^]5.LTPY6 K7PCM!N("3+.1Q:EQK MPJ: @#3@=&%-8)? LFFN\\()7681:F8F%^(:/GP5\AG-4W@>CLR3%'$@L5\Y M5SJEF^S80U@*3AHN ;A\QK0;T^MP[/$R#I9P4W2Y$9OQW^#X9]@_38 &"@OQ MX2D1;\4[[^-9#/#&63T]+]BAV='XIZ_6[,9W.I'H#%+PI>&\VZ9B2T2%[07 MN'5\]L&1WPK,IA8;0!>VMG1Q1K(/>&?'.&_[I9B]"YQ@"5MGHB-;,AD8W@X7 M9^%\ZMB-],JMI).B9[$SP80,CEGP+H"2,YU*2LAB!NR:_0BUB;6P9J(9'!\Q M#U^-&0!T2D.S4[KC9 :?20JFLE$<\XU,+(M$EGA63.$=9QG")_]!!*-U<0?P M0\']!&*:'"_Y&4)RD!)99XGCC0#N?_FNNWKTX2U?0/#"'7R>3N&/(!3 T;X" M1POX9.UOJQ#0M0XEE=^2HRK<.]R(/V,TD#R9#9P%,[\QL=ZWE'7Q;T-)GWGR M_%?L9L#P/A+\)\QSGV3:,=)A'/G!"NGFP>$TR,MY\9[C,3P > #7 Y?F +.W M GY776#,PN?WB%/GTRS/-3^B&T&I9RV7/KR"2,-"MG<3*O#6#8E\"YP&7RRSU ?[@R /TA0HZ"3A (V,T(JGF(R,3NPHH_"WU&;CV M7R1F6J"_4UX680>JT9P1PK?CE>!T**,%$A0WO(CETE,' >^*YSDT7%=;6ZA MY@ V!.:;K62>%;X76*O8 +TELW'DTO RQ/=L[BQ<#PV?!#C^!X Q]QU-"L<7 M _]&OXCV. 4-15"9-*E3ABBN!;#-8(0A[/%W@_/?_1(M%?(#L3%Y<# >7.2=2(HVG >V0D.DP2(%$] !(0;H@E@!%&"SA G(?92/11X=]+P'XRGC0WL>H+?HWT\&2L@7Q- M#E\Z)IU 3U1:RA^ >"Z[:Y+I+-\\O!]@.8%&PVNKH]4'>>**8^CL 9)" MSYV3/W#6.H?[1[^0%03H'^17*_P'#OQR:05<#4U-PP?0#7VD<#L&ZW$A#,<' M0%_ZM$#%"2%,@)A(_>0N.N$=:6E?X$@QJI@)"J>[JW1CB_@@ITQYLA5W7HOM M$DJZ@/J,,%C@:1A/IV33^0''<_B[I!/25A-:\4&]!:0''8ESNX7UD^]),B0(MSZ:F:<@V@7@2LW7.R&Y3>!FEX%#^\LO)ZT. =S8<_Z*&2GTPF/F M!':\P OG.OH#\D,R3I@EX6+'Z&])-D9<"'@R]W#[*2?+!&#%$0FVQ2U9LX"Q M;+61M.>)Z7*7##=0RV5(K5UT_AT+JH];I;BG@/!M(JBL[Q7D)%7]C_BRPEG. TELKLO:J MZZ3S7Y0?@\#O%M-[-'>@+I<"X#+Y@1(>OG-.4$JYISQTVS3R,FT:.!BSL M!W"K%])I_OGMQ\2M#3P>Y1S_:1+?DW)(UQ[G]$8^..PQJ[,Y'C\8+D[%HNA M#;DW!UY&WKK2-DCYA8=X^"=9"YZCQ8!#RR %-CW!AQ+O2O5Y\2 :>[#GODQLSY ,=6Z,"*]V%>1[@$!.GOBB Z@C'5U<6G:T#DH&(K$HJO79B1N;@ M5JFR7Y1C\X./C-%!#0 Q$?!^O-)F"3^T$&(SDN$@^I/X#(*$HR2/0M*_*4$ ME1Z,,*(-X3]Z'*'XRH1?U:7&B.2RY%-\9?!8&^EU&=4CZVET2WN?,Y?\\+0+ MU.[_]=B?0]YL/J.U]4IPD7]96!-@V*W)KK 81-%%$"0?%Z2IQ1JN0M32Y- MMGGR^4;84>S/6H*&^),L?3#-UW((CTB]Q"",7#]5L]Q;PD./$H^6?W7"'U]8 M@!^R6@D?.#63!G!X.:N8E+D/PFW:N_-..[>0/$TR]E=_R1!05JW@''H_$3[M.)]':_5AD;&!E('Q%\SF> #P[]J 0!Y!W#GF"_WZ$_#&L]PW\N9_6:4*T7W MK'!-"X+.J$(-')75P.VH>^0N K2)*^@BT#7A5\-C=1'HF=4_6;?4^L_[[7]_

M4)LZRJ;ZQPA05 X0'P3_/&M]FO"*C7@DONTB[AH6'P#H;$= M$H>@1RFNL5/F<%/A5=4]8]^C/@]P=0ZEJ:N#B$*@
Q#HNNM3[TE1M?:M2'J^ M!4?/I)[(,+:T.,Z89K)5W!].-)?FV:|_17CMGCR';/+=^EFWY*C;OKD;#/5A MIWT)K7F>KC6Y(KZK)
[XMXZR?@OB,F[N^J7>,(S<;5\1W;DQ4Q+>%^+;4TCX% M\>'TG5Y/[[65Z%/4][RH;\NH]*>@/BQU-
PV]BQ9A\ZGONIO*_/KQUWO53J:2 M4K;,3W*2NFBG-+[AS=/5?.*&X9<6Z:I/P5R]:CC2+MW\-PRA5P-0ZXML]6? M KGZ-
W<=0V\;Y60,A5R7C5Q;)]T_!7)AE@]8;XWA7%<>RP@=2_MBV9AQIWIN
M5M'$MJG@3T$30VRS/S*/Y=!H@,]"X1;AUI:AMD^!6R,0YOJH.U*X=66X=?X@ M9*]]";)]I'=&QW+'GK='[Q%<(HJ\%7D?B;S/;^;T.J
N 'GCX'9%WHJ\ M%7D?T1PX/W5C+'74UXWAP>;)9)W[3H$1?N*]H\DVAO@9<)8=Z^K]RJ*PR^1 M^'<:KW%(EZ2^L4>7I-
Y>79*.B:S5S9!&^S5#^M4*L#MX^(4%W^9650ND7K]< M^][K;VF!=.KS5G6L?RO,WS_C%"N'2/1;Q M;FP(B! !@;T'@,BPW5G$VV;
09RTK;G\@6CMS=^![4: /*T9/$#M([![S;+ MP!YZU' &E^9M#_W% MO98^OTM-D#[WC6TMXZV%AXLM.^9K O6)I-IZ()-#:S
M29O,37 IFGB0?2/VNGD ?NCA4 K>UCO3\0^?\)=I*V;8,TT1P>8X]"5R]K"E M_<)L*PY9KC60;(J7[!U6S)R-
=^,;$]1Y^VE^4GFFI,LG/J::.N_:U'E0)5J MZJR:.JNFSM?3U'D78?KD7 ?'M;2T7TJ\O$)J28Y.$UX2<9<,X:
M:V_HZWM:F__]%RT_IB=@O*&7RQNY)F]PG;]P=A!O,4H[ ]F-XPA(A2[V]ZK7 M#9,/^6"?IT55D !Q[TV$\%[3&]DWJ%"5!A7JX?
J][C=!<:)A7\G<$<[VE]AN M&DF+&N.E$IUNO"SS*_DU^-)U]A/FR$Q<1S"45K)DW"[%C:!*FH(6:UU4YNG M=80VH
91%R'&NNU6M[VY]<_.780ZL &S::V-CKFI;K>!FSIB$ZAAMZ>:0*DF M4*H)E.KAHYI G1LB"H%4$Z@U09)/4NFUHBAPQG$D1^-
(&PBU6V'@J$91SZ=@ M_\5A>6_8_1K^5FJFSJ+W'LX.1#=_[0#9$,?%Z<-1N1W-RY-=D.J%H4CKK*15 MRDHY"6F-
>)WUL)Q6IDA+D=9UDM:34%:_?6 2VDDV9=3,CBG5R9QD5^;-7:>M M=_OE_)?M'R@VI=C4=;*I5L>W-SU^GI_--*-
;GF64D/:P:A>0\>CD6TC!$^-<$- N)[>I;+/ M@_M?*/QJ&GZ=&[U&E[;C09LX< _[MX[*E52*0JZ-0O+&R!D0SB .W.D8NM$S M&H)?
SR1NF:3@Z>64OCU-+54O>%+0-)7I;/3*R*S:S=:&N=;A4,S.%:RGBIF8 M-W?M5L7
FWT]!PTO_CWS:/3:P_IM7N\G+]&M,,HU8X_;;4<]TB4_WN4 M0L1[.)%O$4*F_ 6*HME'-')RW6+Y1K%0;]F-6*VX4?
W.%X+,JQE/U9JI<2)4+[:D4?LLUXSDT@>8HJ8Q-TIGKQDGS^6KM
MHDYUH"9UOP!@1[6#63BY2&\;SV7LK,+4G3"UUT!,'0*F#BX%5:\[U?+KM]]5 M0N5.A-1O("&-<##7H-_1AQ7%%RH]YN)Q;M
\G!NV<6!7OV?H@^Z5S4CDZ&.V MS%YCV34-PDG;+XI!M001#=)V@R&^N#PB;SG1_0UO=5S+;(WM2>KYR<;^PG_CI>]1:
(O]=")M"4#% M/J^P$(]HC9D6,)L!XZ'^K"%SX64>?Y_F!]K2?+_PPTJS) ZQ@S9@?A^+[EO;> \X8:C$>UN%'16AP#(F8/?>
M>QCVB>I<"D+>H)::W#I3)X$9]J2%A0+&;EWVP%QM[K# "NSYBC;/PY;AJVU1
MORRBY;K[=XK]84\]8&%=R'MHFOV$R3_ERPL#)[HMXKD?"-C&*X[8_XY]C-X2 MRH:$:S9IX_SB0XKA8L]@D@>20N
SB9\@0K<&9M45[75%IKBBSV-8^H%"V@Z1 MH:[Y@I1AH^(ZQ0WJ6AC;U1 YKR#PD.!#V,>:[C,?HRQ/6(3*:
M:0SL$CD99@S@!PH+GQ +.P(+?_?\(AZFEQ[&RZ4?B,N%^XCX[7N^O%Y"&Y!F MA5O:15F4]]9=KTFLTR#%0L]*,90#
<500S'44(RK'8HA;+#]L,Q[DJ7".IQ\ M]KZB9R3 B7+>Y)/O!?*?.-4A7#/+8=BMD2>Y@8V?*R^20!W*L0T@W+B/AZ9F
MC)%$,H.=4$H;@]=AV6Q,A*&P,"=Y0Y+J0^',L/>(#P')?)>8/E+%28TK)V-Y MY<9"%*<^K >YF4]-O: R-QJJ33WYIH;=DV63
M8GE>4^1:O712K90XJ7)*)8R$;:S22FM"S%00JPFQ768_*(AE<@">4>[R1W*! MD+J5QAU?[8(P!^4+;L.DO:+3:G.-
V=P6HI&:.]B$;/U>GN-3UYT0FRVK?.,' M2W*Z:V,?+,9#TMJNIY*ZZG 7EP%3U<'='!:;$!<28!XLQT4Q],X/OEEN)@GF
M+1M'Z;_R.2Y3YR>;W/[- K^B(_&PQ^,6AOFZ(:F41TC?561Q760Q.@59;._6 M/>S?W!F&WNN49YLHTF@
$BG2,#JE^5FGEQ@#)3$4632<+$K#<)Y(8@P;)C&4 MB?E4)N9%.;2R)N;OK6\MS9HQSUYI88+YAU3Q7$>)0B5?*P64+
BKK1.E*Z*MV57'$,.'SV= M0E&PHF!%P43!VYQ?1Y/"_:N2PA75B-=::3;87%]4HU2IUV]@-_Y&C@AHZ*8Z
MJM(L8;)OFLBC9.4AVR6&,=+XU9DH[^NUKC'8I;$)LZATM2%3& MFF&3^,\Q!W0/&JO6J5X^-5#_R8-
;;JY7.UV'2FV(G1QCGLYG"D$.K*$.KI M@PZ&"CI<+3:=*>A@F,UB3'JT?5D+=X(#913KUMY/'T(13CZ!U;E%'=%&PZ
M6@BEC#7=F[M.OREY,@ICCH4Q3Q]4,%10X6JQZ71!!:/?)/YSW7EZ>[4GS)>& MJ:8]P7-=7"+;0&EP]LB]8WC19".?
HMG\DLH"E84?"0*[F\+XAVI,5+?P)#> M4.]TNXJ*%14K*CXN%6^+1QY##A\] *DH6%&PHF"BX&T^Y&-)8;-J55*XHCVA M.-:G>
&W9F]J5]B6U.1X$^9%KSI]:ECX9$AB%AKVI($6S0J89KM@OCM3ATVT M1R>:.YXF&F9I8V9;<9XRS@*-1^^#> 1.,Q?L1_! MUTN
!ZP-'T7TJXD3,#MR5YH?P(_2?XWA* ^T(W@GK*(M:(^M!#6*;2#/#L3O ML$G;"H(5GM]:)HB *::#7ACP2&FCF=YU-/%\<(H -2
!W3XA^W&B'_PXW"N MS9D[P2./+>\'?$N?L;]B!Z#+GP\8_-BQ$9;XI:Y9MLW?!:!C#L$L\^'26A$4
M+6^"'P9X1:YCC1V7+AF>7"X#_R=0:L2T*= VOT=M O\?^0AY^"B<^T%T&[%@ M =<0)?B!2\(5LI]X EAW&O@+NJO,.H15\.S8?
V#K+Z^"*#(]/$=-H)%W?D!G M6\+/_0D %BX">XQ-=/KXC;^ [:SD_3W +>$%W\X":R*1MTA@CW/'GFN/#& H M[@N!".^Q
Q7D+']R&5NZ7+>V>4.M?L<-4CK.[Y0'U:'"'P,:-NV/&"8SG0*WWHV \J.'AGC5 =X#%SO;T0V/XQH]5^Y.B^>@O;^([7\1V6
M^\7U[1^I-(-E&$8 % MJ"1K6&DOZ*[\U"5^^VI_JG[QS[VC4:G>&=1OW]@>MT6ASN]:=.[]V6J/N
M\&CM:$='VU1O%VG/Z@7[X5'M-[&I(_Z]NQK\&4/E*VXILX)TLJFU@F\?J_U_KYIKM %/4 M=K74=J3DQWVIK7-SU^WJ_>
[!I6(GI[;KSAY&Z6Q-05%*!31:G,)Q%3WZ])G* M(#ZAP/KD>W85%6T,ZIA=E6 M^VBM0B22+)@ 1@F#PHC&
[O"\E$&AHV%KU#Y*/.YLH2:CNU.LZ=L2N'&D?<-4 M 5?7WGMVJTZTZ?S'-'./#]RRJ8%/B3(0;A;AJR)TEAQU%&>D!F5X,J9D='2X/_J
M)87\@AEL+ S?^(LQP!V9XC\=EM*2E$+JMEU@W+HKR0 MRY(5Z^D;9KYX'X6,*)S(Z_[(C^X7< ;YKCF[<1:W:)/
M^Y9Y*4*.;N[NXUD<@JXI_1Y+,MGK-GPI\N0S3C 5:QT#YC>9;DN/0Q<.(PL
MC_(4,1TQ6N&W_.YT#0#N>%-0V3V;R60ARH+T0#SY(N3P=D?^&!<1T09K;_@.]4"X:ZO@;CPZPL#Q0/&!QV"7("$R9]"QW]34
MO0A Q<)?3'AUM64]ZI(M[:0JV/:;[!N_!W#D*0M@ MLT9B,O83JNFT05Q4V(L:@,XEYNN)?%N>M>EXMIP\$G*,!
(#8$9[KP0HH1;&\&LKU![]X ='VB7R2I'JRY%\PL9 CWB:/(5,P3(% M6%,>9#58*9?20LR40* 49%P:_CJGE%WX_YJ@W^)R^^!
[L^\L6'R "_@\?0,0 M=J(J$!LW=X-RC#2!,&@A@?^(*>0>43V<\IUE8Z(RGCR@5/()"-4 [?*D4:U M2>MIMQH2NME^_94]^.X#
A5W@@?G>Z&OC=X9IUCN"8O@O8%, 1-'N*X$)C;G@EG)Y-!(_6 M_"5"&O$34TXIQ1QER0PWA>FJF*0L7SO!V@1_B23"
[+D'8)M1*K%(,)9TE,@% M'W.>8169M2QVB1O$#&G810PXBAN;4GD"D!5FM/]$"('ACMG.UW/_Z:V&DE) MXL\
<63W@X+Z=J2.*,M+O"G=/2=YIA0%^#WH'+Q486VC; "YQH8K4EEP&"$.J M0A"%!?BK)2G)_') $_'MA*/E47 =,P3,
(R%$*>@B@3P$M(3U_^*DC+_&+,[B M1=:R&+[9<| 4%WC?5UA\YN'KW@MH@7Y.\+D7X+GW)A]2X-QSV*S)+.^8936_ M8Y9-
B\M&NT+F.0 $.W-GZJ/!E:7L-924/I-;1617DISUDF3+-:W[=B*MJV](?C;2 MHANKHIO>S=VH8RH!]
28\K[H_E#BY]PTDEY)ADR^SRWO-^'5JRV'^B"'!OJP MW5:"Z"EU.M&Q1$_:E;"?2\R)X'Y!WE$FXWQY-M+I16-)3XBG[!?B,K_PNZQ-
M>H.;.T,?],K6U$LEQXY:,<=X1!0,J0?FQ<_'BKHD8I*7])7?46UB&F()E-DM MES'L3DQ*@NV 4Y_*@5!=-,?"\(;40PX16 ?
44#2)^NH1WY9A),9Z"F65 MER6#:QJ46Y*9*2 MH/LN\!>9RH#:%&6NBTS7-O]VO"LEJS?3TM)R1)O??*W%
M6+!@G5)J9=KV.B([J&3YF4O\PX#25!9T5 [TQ5I1+OQW7_ AJ2"P$,3ZYVF6 M0]5F21T0\IV1;AA'[IAVT+T^S];_V?
(2YLVL&::Q8K5#,+E=6D&THN1;GD^- M@9@@PB1]Y&!4+8:54*&3I+TF2>";D\5;VKWKI@G?NO8#9PBD&=^\S[@?,."
MD6@%SAR*_"P#_\'!\H QC0P(V(/#'OD_,QG^+>V/N>.R?)W;W ^IPB".',P(
MWW9,WH@=#@>;MYE>K'Q(CHY[I7I_V$6R"*8F35UF1_0SH#W;!?K!SP%2:?*[M2+C IW!SF##LK?BV--
I6,2]]8ZL'U8H@A]IF>WTK M550'454%T%+J6KP/I" M^(H*&?
BTTXA"^'TJKA(!FA2PK4A&4#46CA+!JKA$NE)54[$0BZ3E!*N;@6EA M-26).UDK!^+ 85->1Q?
X*\L%T;=@('ZR99>BTHU&PUCVG!=@5>R65[BR@,L_ M%&]S9REVD!L'1 -\8C=R;OG\#E%L>,NLP,/Z.[&%0CWX@:K^
A4N2OKX,;>-,DD?\AFL35X#&_C M_Y0PXO_R43*RT*8J=OR(7PYY8/TE$S6),F'EPNJZ[Q/EK5S/K[C%UV'YGX-0V;.Z+O&(. L _PEE+6
MUR^KC]:??D#37,H%==UNF5UTN^6"NAWJTM)#9^DB7^)%R+$&.E,Q3FCGJLH\ MBQ!> V3DK_9J(L*/70&,K4U$+D6?Z?
=:P^'@6 -0ANTC#7@9M-J&FJ62*"G8 M[4^C=G\U!JDT_$R__D39 T3[.Z?X#\Z4U5$P+SP/YHT4K5^S6H&*2:J89-$'
M.=CL@^1RWJV2\U(5,&K['GO4U;=[>%9WTT:C[+R1AN/.NCY:@U*[V.WJX!^T M/J@W<$)KQC@_1G:<0QO8L/UJ$@?822M%E/[-
W:"H6E4,D+CN!.'$)OB>V*,J MK:J2EPW/P,LP3;ZK&XVI4#D>"300#];QI>$3\Z7AS5WO%'SIHG3,[](7]FS* M?^IQH]$9N-
$(BW8Z1U.LSC3SX#+08!TS&CTM,^JU3\2,-@Q6VC%+226^'!TH M#:>)XR2^G((U]HPCEQ*?*]_E4/)=DR]39WC%V<,DV1#5W
HQ6.;&LBWK-(FI M!BR,W2A,VR1C T+,F;&3:*R=C<:FOPS3:"R%Z=;TDVMIW]C2HB!4^:T8>5@& M/L?
3S/>.QS$7R01#$&)K<^N!41[*F#$/?LA"=*=2U(&"'=,IX[UMJ0UJ-@*! M/1;QAQCB"/ -HJ]JL=5F:8N-:_--:^W>M_PK6\9T4SR!X+)"?
9\][5\6$%RP MTHP1;RFWKBEX,>2TM2EX$3#?"PL(F@D8]0*MPI6E_XA=Q3$I9Q+QW',KQE;*
M<@.BI[CKA!'#^+&N+5@86C/Z*Z6J2Q>TC9%+VUJFO1IYA^0)$BPBN2/2L'@R MEP["((H#7!LX?XQ]OX&*,%2-9WSQZ<,7'M2S
HS9X29N^;-W;!5KAR1+:9U?JB0HO2(R)C@\)/" ML^[JR$>IET!;/DKGY][?*B?MRZ-4M3\]8R=7V1Z=)[=;(NW1]4,!Z2+J$!%I
M<]^=X*;QB?/T>%_K=_R]QTJJ;[H+=W%K?%[VI-PV" M?LS$?8?KV 8?QTS" A82(YD]4*Z#$(6/S"-:BR@Z3^W!+ST?GK.<15C(]=6L
MF>5X(4>Y!*.L!27Q(-M:^F%T*U^1[',)IBK+=>:G%M\3MO"0M?/M V? *1&M M\R GB<["AI,#(O,EX,-]@+V.JETBTZFC]?
5T)F].9WH>UB>$RG*S<.6Q8+:V M/WTFEX\&F/#\T])TDKV;T._#(1@S!V;W-&A[/9CW3'KB3WTDJ[DQ7RW?

F:^K**7PAVZ3VJ$N@/C]SYK;D64]-;4]INZ8=H=OL:,_WVS5U?[QO&=1DS M34=VU2M=.1G/9LX=NU=ZW[BY&^KFZ-DX'YO.71*?
23[E1C8'C?PD>T]U3*]M M'I;*MBK,PUUS<&O2F8DJ:W>D.J@W &M.-(W@&?@H#QDY4*:)3G78ZU*=BQ>!
M]B<>'*#JIU7]].%\Y)2# _I=M)J[AP\Y/W,9]4YET.L;=VYMT7G^O.5+ZZ!Z M=:EZJOOI)63]J>ZG5Q?64MU/E9=Q-T6J>XQ&-
&4=J8>33U1WTX;BQIK&78@, M3]FXJX_)=)6-NU1S4Q4%+6'GEN&QI^B9U1]0HD!CTCV?8V_30:FKR8FYTA/U M-
MVIG:":HZGF:-9N"?,TK'%TI$SX,T_//)1ZGV"PB%>|939;C%D@\,HH5(=S
M/I>7\]>@>5Z=HKC%@MXWCWA@X#@C0^^VR_4J&Y7!AJ0;-10MOQ2Z!*9]MM*& M@=H+WCRYE/*B$HYV:K0N45["^MZFN:L
C?NT*6,5RF.3U]'59!Y=H$PJZSD; MY9'*-%*91GM(S"WAL;TE9H=+S(YQ< E:,[.(LI. 56/%M8T5S?6-%?$PB"W. MF$U9?VH,X'^=[K
WLGH3DPV&5F_8M0RS._R_0?_F"-T8Z4[J@G,W/\5NAN6I M0%]*$"'0OX_80C-;VL=RO].W3FC'82@[A-^+MOPH=-
).?]@*,.TB_C7UC'U> MBI3_\,*=-?_KQUHX]V-WHN$,!-&C56;33?) LC) \N,@XQ6S3\@)W^FS>:=5?H M+O2#"+O9PL>9@Z$HP*
[>R-P?K6!RZ_K^#SQ\YI6\<6Z\Q,?C($"5? EJ2JB+ M3LWBA+BS,7,=-L4]/?CN ZX3..$/_ET,BDV +\-JK);V.<;\ZBC.^#X7U@KV M-
IT"E*1+$K8N7*E^B*V 0N<)1V>^Y!"MFGGH$998G6\C@Z(:\S61DW$OK__>\W#O'+#85O@=B$?- M:-_^=Y(Q26W8N]AATT[X
M<@:GQS.\$X#X("1=NILW=1S@#T=759SKL\@BQ\<]M@TJK*1F>0ZQ6)7<8L/ M6)G&KJZA. XLW@Q:]B&':
[8B=/8_.!.1JVL'#ND@2:F!YEHK[+GN T:B YB> M6EA O _8<7H!^@>]+FE'+4:V+-C$L5K:'R(\L+ FP!4B.0\&L /0"OZRPI5I
MM@SBT-\X/4#+GT-$$;+[#U (I-^K]?%%J]AY/XD]CF+,]L&\ [\#2VZ\=P%_XT>]3N MYN@NSXB9!
^2>3T@5"RZGT<_ ^#$E+SDL:*%M,'4JKE77ZMH[RV9CX%?861GP MCYF83L3I@R4W'R;OT[[-_25L%/]PIBMZ_ _??R-
^H6N/3%*FY@KW(MU+D%QB"N+"!-",-5" M/04/Q1S!DG)LKEH(A26=[A0B.T:H+
D5(_I%&&$(C2"32$G_R2=X31J=$G04O[)>!WB&V*3AJ-[F7Q1@ =D"9C.+(:"'%[/,4 VZ\S >A\!8 ME\F-(IAS2)G.0D@ARG4?*
[FF6RN\M6X%#@"GG2!W1O4MO[P-AP\POB?P#2-V M+@F89"0-X,4"=#%'#*@)Z/%4KT4^QH^$& _V]:V-WC#7I7A<)B*(6FL@E,?
L M)C1@%PO0D[(?2= X?!X);QX &T5[?I5.-)%+TA)(47#?'LW*\=(X/OY%D@#*
M+I2JUH/EN')T28+"P$#FCCW7HM42I1J\B58,Y7)$>W V@KS,$6 6_$)NA(C# MD$XG5A(TA]XKL"?X-^K. 0\#2%
67$1VBU/ZGU*OE#\68F&08#!^#Y"R M9 6I9<.?L!ZC*YC&$7'*RZ)CI"0PB3 _-HO+M]SL(G*CP C(ZSR7Q*N<^V07 M
,$A900,,2M@W#XCULA8)#@=LF80*;\BDN'W'"%U@^=SP1-M5 ZF.I5\!_87H M%VT_U&0C'J !TY$M&<%*
(K(+U^725!2&$_VHN_P4#]/2[B?<*L9A=X)HX#0Q MR1Z.<)SWIT,*I>2SL >F>)>@02LY>.+$H /IQ'?&Z?RFB1Q;E4BOC6>[+%S)
M\/Q)0BD _'^,1JVN'&1&I/./P:C523[)\$Z.)=OR*7),J'"E2ZEZ-13ZL7E M9H'_B,Z,J6;V_DG\JGISQJC?,O.[,WK=5J]J>[LD>]3=W V]]
[;=7D]5:H+ M @XY,PZJ@I^-1D6&=6'C*'.7A>7LKH^EP_R^^JW1AK$03S'2ZFF!D4?-3LLX M/N$("2M]=<":
[!^"Q:.N"ER8Q[U1W@%'IGLPVZU^@6SZ*9GGWU @O*-=MH9 M:J.5S$XU>SB$_O8Y8V?8&N1W!GMM;S@C5PA(^/&40W1W/C
^:U0DEJ6TCP2: MF$JPO)[U">JI:I6!USYZA0KZY(,^Q<2IXTS3>HKXS?F#$N_)CD?D_8B6*BCD MGK\
TSP)QY2C+DW.G]UXUGNR]45:MO"LS%Q_3.J]'X'2Z47DBQ'2^$]!^FE4 M =B!'Y+>:5NQT/ZP8Q7-%@4U%86S,"^Y&KS(94[3;
(>*QWX141IT:ZS<+CE MH8,),YMS79<8JN--N9J$?",=56A7HGH+ZKA/BBL.8 7=%GG5%*X?#O/@XR]) MP4W28)>
(',)#DP_Q\,\RL1/.! 7K\^,0+"I@UTXDF-;$"9CPS\"]\G\D9Q1 MT)9^A$J2L*$X;TN?XLT;<*"A$]CQ
KW#J/D+)VJ6F983PXF]/H+%+OW&" < M8RXNE<.=N]MFS%_ZKO#ZNIBGB^G,ZWGL.9'5Z E#30; 1)J^E$U9WU4"R\04 M
5@^^H 'Y$_(XU\2.B1K[<'B^= 3-@-= XRU+_*FT&V5#V;Q=65(JQ*KY9UM MW31W=P)4_(FPTBEJ@*(V<-!-
,>$.]@6@Z5U.R5+2:P2C=%M%IR+2:_$G_\1>IIYA\ %->_'0X$]T^3 M9.7##X$\R#J
MI2@I166REY:A<0Q@N!.\$1RBKHNAI!F]Y3'5@S"&%.*H6G2ZNFZ*&AZ;D?JA M17# "8^N,CCAC!X-T*^4X0. M;
MH%K0&$I*6N_J;0Q/>C()51#H?@E-TG0NTNG MG\:>K#5;-R]8A)725K=)@SGXZYPGH*!;)[7CQGX 3 =3,\AACXN_LVRN6DQQ
MT#!\.&'HP!CSX'"E"_2T6TU<[5$@>$R:3A8DR4B%_F_/ M4:5(2G0+8Z,OP3 '#:,X*;6@8Q0;_)4/O*NJ,$P]D3K_FCOS$/N7H,S_)!X&
MR/>/?FN82#\,8";-6D6LTG;]D) /8Y8530B)"R;-P;F>DG&,RB5YF)$O'*[; M.,FLN$HEP]N6YSEH\%L\S2&
[H_)F=,Z/4L/S!#7ST@D3WUDS@61W+DL'H3P2-L<9.E8-' 046-*=,"\(%U#
M;_(DXHW+K1B.DH!29+VXP%O(^Z!G4^,H64R&BVV\0MM:IG?+=?,)Q300.Q;< MS\'3P77-P\ W]V'-8K0F@&?
9F)H!1/GBTXM[P.1;3V[9E@[%>:C-S7KE 4&R[-,DZ6W'D*%7G8, MO11K!"\G]'*6TIEJ**8DTWRENPY3;T!N_W^S%;HIL !#N^=9F<
^T+?^A054 M8@AU8*'"\BQD3,W1=YLCPX@+[N7"X: M:3RHO*;U!1]HFQ0B\H-\)B+%!YC'(I%!3K[*R21 :8R*%O?>924B>M(P#5AX
M\(O1?_@[?T;7YLQZP.17QQ,^1?D"[NZ']XMLY]2M6)5PLQR@D(%+*O9!X?=X.0*BJ/ J\/*=<(%QPI2' M4<9T/@M6))%
(,A4L#6QB/2O]$?'SRY 72ECA6+O@4!YX)ETDNY&UF>/9@R#) M97<";[FU+4SA&
[/H$4NB9';$!/LM"E\8Q@0#7CV)A26^=.>M*PH2IP2MCMP+!MN@EP+A=JQ--:9[A63])$)H7\-JR/(CY,IE$Q,=JIL M0K8U\9?2]Y'3K*
(Y2(K9'(LW+2]?V(3R:,1B9/ M!I0UF99XI5<3RVQ)V@6_)PZB">8Z^$M*=_&#I&8&[CNI$B#=,)?NCP4P$GG3
M'W#N^IC2#FJI#Y0O13K2'#[DF9^20Z^#3ZI26B(O@]YI151N4]+>>:EDZI;)
M.)LJ)!7'FY@GM>9N):&/"^/"W]#YXWB9V^"DG[1P!Z!X_D-^MN\E\&%>N<9) MURE4M)"^-
^8A=*R,YC#8#@!A5#@>SUB:I^D#I%5,'H"YHUXAD2/P08]@$?K1 MT_6RF7U9
@5R@1_9G%=P4F4R<3!U4A;QC]PQ7CHL<7MO,JSEYV\ [KY'G9'[M8S#I4&9]712:_H%Q=<8S2\M'X>E@"V8A@6(];%9#
#1)3/24^WV5F6I)D0") M%BRS_+WUK96U5VKV7K7"#;;I]56+Y(.2YB"I!.(68%(/),5-Q*P%U=J_1[N*8A*Z5CW<4BUT.('7\#B=)9+
M]#P2^7[Q7=%U(8R7/#D)]B(TPQSZB H**4E%3NXF1PT5Z%%C@0KM09C)B(E%
MK2%9!%MGYS!8)CGC_G@V).5BYY2=ZDG1'^):ZCG49PET)$YI2%A>QF^^W#B2,Q02)2;.P?K DT<^FCG@AU_[? M\
(P$U!"2WDU8OAU[(I9.]+;$(Z&M(9-HR3_A^=+9D#/]I*]DO-T$(_;7.AIA[TO!_UTKCYA$TQ M?[CF*7F)$%XZ+]#'/*-
<,P^N&""_G%N3C>R#V1IVS5I+K?^\WZ[WBXV;VCP$^9#)Q:-+F_)[GW0"QS!K MG>EL.TYP7MLWN5UNG=Q4(.5:HZ\?
[+S349\'N#U,.GH0R8R;%@L<8O/OQH5 MQ/'MZ&G%O[$=E M/RK[4=F/RGYLGOW(=>!VA2%9-_H;HA0?
KKI=^RA#0^]U>_N9#1=FZEW8M1C& MZ#S74MM@NZAIX9LU>*H5.20MX-! K9X/L-)Z'L.D&4Q%%',,J)U0TB0*UIS[
MC[AK8;]5[6NGRI =?YACE+(RR*'*4OZC[$5A+SD(J+8E$"+PMU@MB[#41) M,S!.&@.X5I@VYZ=LN"6S^; 4846*L+;83MJCG-
M8L>?\ MA?E,?."JSF_Q9A7< #MTWEP#,K5$QF53 M-[TN[SNEE,OBKFH>RE//0\D4?CS!/)3/N:2%B4]M)7B&+:Q :@>5@V(FWY)Z
M>8>B#(1WZ4&4R?3VQ_2WI#MA;LZ*K(/"#--,(4E8!491GN,$DUNL,<(*GA!N MB*I@51+?CDE\?97$=PI6_B4[(NB;'-YS:4P=R6G-
M*-W.ATIKH8T2JYXLF6]F7- M8*8JMOL\9BPU0!5[@^71U-1(J61/1[T2ZF5U3%!NR,O-:!Q(;GC9W ^3[B#Y
MUB%$$D1QH@1$J'&9[A/?B9*29:F?%]@7V$-@PD=5,='7#HN!<2RF(#344_#- M\!A]S
4D_#@4&AFWRW"@(/^,=]BGYNRD1N(O*7+&IW,ZWC0 &S(_8A:!90J M50KE*W2@;.@KM%PKH+
[#8U!.I@[6[HU]CRIO24/D[>)$9XDYLR;R]&+/J-?(MNN0)<@7<9'8&"ZVR0";V=_Z+S&4D3>]$72_+5$$Z3$0>$U"(G?*2'1Z1PXV5
M0#3EO8J=I,4">32$VIK66(:90U*54!ZE]$HI&4>:W'G2@@]?389R2[MWHSD6 M2&>ZI_-:COR*V=HF') J="Q0.$'Q%OZ!XB"$;!?
X4-_^ MD1A/L)ECB%,U<@ MFDS/2FJ4+JP"LUKU0%!]QKX'%\G%JG60W7F:L)8JULB&S!/++\>R"HSG0![1
M5%RJEMV_46<&Q"B'%_SQ#S[27B*DWX3PY)Q9\C90%NS8XX?%I5$AB'OC1%5 M,89">>EG7N69+HC],*8NRAHJ=:,AH=Q-
B4,Q^-\2OB@Y#+/0=ZA+-90\D5PD M8)-9&G4C.]D+ S]M8H$(+04UUJ+;3K32\XW!LG6:U;C/BS6Y! M-BCV_Y"(MGXZO25M49AI-
AMD..GX"FF6*-3E8%0I8HTF?ZH MH,!)SU_F#;F"[H3 R%](VE.&KR#)I;P%B3]8M^WU5JAHB94T9,DTGL&&%[DV
M%Z)S1M(%2)@67EKDWEBYN,8L3%H2?93M#"^*1M+]I^T8:Y">O,K[?F87SYM M!*5+A[UH5!UF'U[KB]5F<*R9%E%/"V-
'PV=V@X)/+Z/1"L+TA[>3#27(Q>5 M/!>2QS@;&!2^>#DD)G$#5;PGD#)=^]PPX8@\3@Q3S7_2AYMC@W
M"X.WR5>TG5+#L7#=MB;82%?V3A=*>C;NY&<'7"26:-)N@Z^< MXJ6*&NP<-1BHJ,$1Q,IO/.)(V'X_ <@XU!8#
<.RBI$OV&%;N&#L+F;6:#S6! MHU8B6*+,9A98)_-X87F97EVI E5\^V+I^BL:[T@FW [[S*EK.3.*7)G(2P#< MV./&E=L1Z2'2GN,
[P5-BO#D3K]#SWC\R^ I#+_2\D%OG,=PB- O#FW,<&.]5 M,MX-\)"-RL)LLZ/U\YX+/56K^?PNX,]N=T-
$1/LO_Q'TSZ#H_]OQ%9M\@F5_ M8%-5U6J;]+VLW%6Y0MAFK[4M4_LLBR[Y"B.. I+CH)#Q!,G8,I;.$WQ M'U5XUW-
S^T1$#DP2H#S1PR_W.J';R!E%K$SC:8\\<:_E+9R83E/%/N0K/CCA/#!GZ3:8DK.OO1J _1:5-@ MP9]QX(03QTX=EV2]%&/X(-ZH0
V6)3F#V"&[TO-^WYF9.MDUJPEFO>MT_&@#)L\H;-4!DV MITG'/2"CN-\01I4=N<7":.B@ W(Y[D0.A^0D2:(%M.K,Q/%_08R%R2,+>
< M.,XA")50.W?,A%J2=K13W6SO#&6SHU&K/QC5K9KM&JVAV3]6@6JOWSM:U>SF M4E>UJ5-
L:E#JU;.L+_X^#QC3/OK4(OK7I$5TJ=CX.<#BF_-S!TBHLFM5=GV< MLFN%0
J!CE&W7[##9#N3DV/7EC74JW9^U2$RQ30:*&=W-^T(LU_0U!4_AD4G MX%V6+A6"-1W!!D.]/VHK!&O
M55PG@AFCKFX.!PK#&G_75XIAO8[>[9CGP;!K,7>J05M=6Y\DN#V;MGK#VCJ8
M:JIW\DOIFZK38>,NQ="'HXZZEN9=2WMT)FIHYDGN%0]ALF;W&2LOOV5R-O62C M./KUC+$8C?3.J.Y@DKI0.)-E\#QO=
W:M1E)>I&&WRCQJBO&\,]?4#J2AMY MI;VNWC/W=+J^H88:$+EP3_D3;1;_5VV$5%7C?>YVVG59&UB4U* M<(&;NQ?
&RT*F\1X!SJ.D?YPJ^J[Y!U3H2YZ*$BFGJ[<'EQB*O]EZ,

M@3X:G,G]K>YE_;UT,?!5UQ>F[N7D]]+IZOWVGA;LI:F_*EQT%@PSN\H%WK1+ M,?MU9:2ZE)-?2J];UTFA+N7TE]
(^$_MZ;J$BN]I3]+Q#1F!F=MM[FC/*&]W$ M&S6&NMFIRU+4C3;X1L&T'794Q.B*;K33TXUVW1&E%Q0PN@"=X+=,!_5#3.7K
M0V:\-TL9:&A4N3IQY'-IKM9>=>9UM++:R0"[*,YJ M=U6UG9/E75V;C]D$>].LFQBN?/]/X:L,]=2]-.Y>ND-]>*X*'G4O&_QF?7U8
MN_:X6>&R)@OWBIE5ST>N7V)R5;>O&[5==BKI[?1\;J1WVI?;A>-J[V74U@?[MQD;5O9PT]&
.SZ2GR!GD^OII8<]'O%^BNFN:NE&[F9,R0YZB!F304>9AX^ZE M:^@]<\]XI[J7$ZK#'=T\5Y+^<\MR]7QVV:(WW8;JO;O)+;[.O#7L-
N\UH2 M7*M!_AYG6K$PDHZ 9],ZZ<5H8.Z.:"J\=_H+Z?34?33I/DR],0S5E33I2OHU MK) +C7R?2?PYGNTO]I-^EQAL,?1V3\T$;-
RUF+K1W;-N3UW+*:^E/5339AIW M+5T=;N2B \8-E8J?L36@M AUS6/[-3^X2!7+[-7P#2J=]RG\M@X>7J6]Q5 &;OVS3U M4;]A
1AUFWL+AK;>&:G$A2NY3;.C&T;#:/.Z[>#WB;A_=N%1LZW&9#3N4HS: MXY75I9P^PUR5"C?N3LQ]!RTVQ"QNJ#S\Q"+-!7-
X3Q6$[_I5!^ Z\>.QRQ(U MY# MK4$0^L<90=-48D07P7!4(]GJZ* YDYVBR$*1Q2:RZ.CM88V<-T46BBR> M
5ETVGJWOW=]AB(+1197219F1^]T+HTLR!SZC\B"%\I^/,?L;#3"_\B-+*Q@YG@25"-86QS_%FGCE3&4!.-X$^9%KV[QD^,APFZ'R?
0W M>L+WYB$Q;)E=//E[SW;C"0MA${[]XQ:;,"$;7*"GE I(I==4LT)MZKNN_QB^
MV@9^1,0>P970)D%PCJ9P3M=:ANR5_,OKB1,N76OURO%HT_2CU_FKK&@81??(MOW[]Z$RB^:O1J-4?
C/YYDYCOXL7\6Z,%P/^/\N==HS4T^Y5?M5M&Y>?KEC+, M5J_?J[74^L_[[8[:U)-O:E#]E5QJBW-HHX=N5'JL0H;;#-
/93RVQB@RC>G+" M]WG F/81GIN'VJ_ ,2?:OV*/::#>[3!"X;I@\9DK 6?G4)I[=A!3"'A"!#R$U9G&I?$Z6NJ5$\%K[!V@ M]
<+QM&CNQ[#I)'Q9!VX7'EYZLWGV/6INGV]W:FK=ZDH M3N^<*PM17JO M]EH&NGG!GJ*KO1:CI_?
Z:F)1\^ZEHP\&9Z*7Z[8=M\^\NWKKL8?9MDH=;MJU M=/21LE*.=RTC?3 \TPA2=2V;7&"C_F4;CQ?0"
(F/CEN7ZZMJ0E4Y0YWV$GJO M]EBV1I0TJ$H?11JGM?;Z>F=?:^]YD\;ZTSUCHM@5*$TEA\Y0[_?W" M\#, H M0E"$T AH=-
IZNU/7]CPS(537?\KMYJOT" SY(L! MSSJB+4L>[=J27DF.V6\;1:!(8D0"'!S= M:O_Z-S,+%TF03;!Y &!.3,A2-
U"HRLK*RNO)C,DV,!'"Z04.FB>O?3DGQUX, M]U,TS;\53Z.=O2+&0(HHW/Y*P0(VL\RWK.LC.047.T2JG\GS,_R[F?RMNQ
M+\6W6S&!>;\6\P?Q&. NYE<,R\V3MRQE]MO+'%*80:#5@#;RI/:=%(- &03* M(%#&X%6/G P"90:L$
,R'"07'"%0$FM"6TL=I@FJ.N,B0 C Q.K*9P-!B8GPN M!H0>+6&
(WS__^\U.+/H2C0/+=Y9%D='&1N%'EPC!GWN1/QXDA:XQ*8/9@=F! MV8'9@=FA84IZ\5H_^=Y$!@$H/)@E)OU[QXIQ1QZVD[T:S-
$EB@C40\Q=)7:# MN8&Y@;F!N8&YX1 -.(?25X=D^2V5[,HH]7+GF1P'PAL7VS O M42+@JO2&>K%#A]F!V8'9@=F!+XM&&0@<"-
]%A__\CZ%IF#]=79"#0U[,$\P3 MS!/,$\P3'"#?'2"W]G2F7E50ZE #D6-2'-UD1F)&8D9B1JHH&9F13N()JX&^ M]YOO!8&V]+V)A;.;
\S(S$C,2,Q(S$C,2-53LVK M:(Y7<4;DQZ7$IDGN5)/?L1^$#)YC+)TFM6\?2XPG5YG)-3M#X*@MJ^L8WC$O MT67PJG2)>K'#@?
7]F1V:R0XL'9@=KEHZ-,5>.&U\CIF^W8OT=2S'K+M&I._ M>P?B1ID=&LD.+!V8'?+LP#42F^7X.7*_^5IJ\P>V,*LQ3[-QQ^S [+
?.UQ? M33QF!Y8.QW?]U" C4"% O/V#QU>5*3LJZ_5L>*8LIUP?RD@'^A28D9B15AGI MP$(5S$C,2*N,5#:.^VW!&NAX0R.^(
9GXWB)1^SSW,'6O<1FS-\;@95DKIZGG M@=.N#V:B$3,1,]%SF:C'3,1,Q-=9Q3QZ%57IWF,7;1F$B?ON:C*Y;HS].;S^
M<7E.T]A.J<.*53%/-)DG6#HP)URW=&AV)E>J]CBNY2VN)WV+\S,X/R.C5-EJ M3LP-3>8&E@W,#='H=FL8YY@GF">8)Y@
MGN"DIIU)36,Y\7P9>X.T4'P_,(^=(\$-C@1S.L'!3-1G)F(FXL0F9B)FHLHP M4;/]7>]354Z[&4M73ISPY=4E.5VK]
<(6+?,$\P3S!/,$\P0G/N77^D&&VMP+ MCN'=4BMXW8'MM;UH/)>I4MPD>^%@]]<1R%.SDW,9J_0ZV/!@!QJS(;,ALR&S M8:/8\&
GWO6Q(:FSKT(!:X7_VL[]SW^G/XXTIV$R)1KJM1/"TJW=DS1)#_5" M^5I[P03CJN)!6Q9&&@+\:BY'E
6FAV)+70TV@S\R7FDR4DDU\(?^]XR6;OBZTX?CI);f\]'/C8G.O5 \4(')HRP] ('ZV2\]N6<*L7^].#8
MX2S>JOQ;\7?;V2MB#%P8A=M?V39CQ7Z61)##MC68GDU^*J;P=^U)\
MNQ436.QK,7\0CP&*SSR9@$;Y/2E+SOT8X"E^.A'IMYZ[C69OM!E?9[Z4VA_P
MW"S0WL+";.V_(U;/^^,6N:P6_BK=LLH_/FVH8Q.JSOL
ME!IJ^_[(7)OI)A4OUNY29FM8=>LXJ1Z.X=ZPLNU4QL=;3Q6H##&M\^)5:+A MV@U4W.%RBPC30'KMH;(_GQ8[_7\YN;-
!OG,3ZLU,N-,UN;B/4W0GB7+&3PD=.MNZJ\A/?C/G;>,9IYKM@LF\,TA)R=YY[!YS-8;0[H'1E*!0?TY%S87)K^N%W>
MK5ETAJFTP>=<$\?8DF/NW"4^]9S;Q#0:=>/>),QW-G],\3QL-&+\0'-<+9QY M$8QM!Z>:VLZ)O"RO?=0F)%N\XG5K]-C.8W[__.\W.
[?R2S0.+-J9HI?R.9DA MA9&&"JWSAVYA.9FK M*9LW+*TO':,E-V-R,LV(^1B;M6^EU7O M3;_8569?
#32.]7K"'D>NYOYMKY\.P"^-2K7-Y#Y MEOGV"76VK;>'90LCUX1OV0W%;JBJJ;O%$?)/TL?L##&5FC?1E/)[A*CY4;*C
M3A52YLEQ,/[9P?C&BOC1Z.I$/-_XS XG8H ^RS[&0.NJ:R\+T6 ?]&"G+J>1'"T!Q%H2]^! MR<.G-=MWX,?:^#%]T4Z?
G/C>0O,B7YO!-["!8>A(7[.B "@@_:"EO4G^"H1W M0]\91R%05/. N[4?C+8.Z\1IW'W^K$U]^:"9QH\;_"Z(@UN%IR%YVN/4OAT
MVUB[1NMMCM89;AFMI:T3PH7'L^$?G'!&V .YLK)@*VEH:"=T_J+Y1!D-@,+ M38&Z+8'+'L(94'^ 1_ *#;T'X=LT.YA&]GU:+"S1<2,
<,/3H51HX$'-X<>+! M^YHEEL)RPD=\8'"%EJ,&\OL%_,+F $5I.O7#P;SP@LS=)?"E$A-]\(?P!TVW MJ@#YT:@U[(P.P,?
WVJ.C0='[@Z.AOLOAQW=,RACN1GU?8%)F:]@O5Y3@3)/: MS0F,CV=\/./C&1]? 7(R/IQ\8R/+[,EC(JOS(W+^/BKQ\N M_?
WK#Z5,6P^.-7KZR#BP MC.3E%=ZK=)V5C3*RZZPJ(']5J\90 _-/ M.9*G^YR/IDGYP>#J1#Q?^LP.G&Z^9SF&F' #$RB[] ('TYY?
^W(N0N=>9KW- M?UR%F,3PO7;VBAC#;1>%VU\IJ/NP"=^[>.6'CK$&UL0*^&K\^\>9S
M[P$/5%4+*P!#M=J*JN7((.UO7=TX&S=]\K.+XWS7$^>6QYHP< MI*'V1PXR8O#L2MNO(A08H;MW@,6UB93!Z!(&QM,73'+9
MNIXKM\O7]:>:XB\LWJV[A0?3^$N0L@7*E^.&<&\]Y]+N(()#AQ@%L;.['H'V) MZO.5X=I:W1,?KPJ=,6Q?")W1;-&7!WD_E6"\I],_-
MDZ0&O;BU"(/EG2J*$: MRY'I4M6C^0R@YI%(<_"YKG5QUG=@&FA+X9"'!VM]VGG+(D=>%Y/>E=
-9J!.1IRBK.$KO6O^.'/0XV?"AN;=$WY.T9BY08OH(M7[>\J0OKLS7T,0F?9 V^]U5,IV#JT.O*B[HY-\(B;JVG.@/)A95/T5IJ[5O&
MM'WF,J8;!B[MXL>E] 5-_]VB=K#O_*M1AO6S#*3PK1DA1G]5&[^0ZV7,:N\E M[(Q:@WZY^J0[2IT.V[N]A/O_O-\N]\9.UV6Y
J77/*G=G,#U5\]8?[5*M*B< MP[M*Q.'BJ@TLKEHEBJS53ZUFY=0J$.PP*70M(8++HA[G4UP6M7+\32Z+>C&?
MT8K5:!=8C1SJK$NHLZ<;%T%0G >$Q0QVZ5490WW48P:KPE8TD\'ZNC%HUY:_ M&AOQ[1P(HJQQAGZS8\V?I(_VAIA20"DD*-
(1:EG5BJG-2^37U -V4BXGJ#6A%*PF65V/^&OJ@ M/:HDPJ3FLO>ZP"#]2[7J:+:8>G90EH$@9Z%+98_E 8$4!H(\WR&SIGCG@!^9
M1T0$FD!/330GV 5,SQC^6&08;=VBTZ]#.[*AMN=G\[ZLF12VA5F$Z#Y"G P! M:[9ZN$(I%@$^2E 4>C:'>'%DBMT-
EN!K2:C4DLX'5D"H 'OHBYG&ON3^$ M_TTB#(IQ0XP;:NZD&#?$N*$ZQ!NJ1!S%NB'%#52(8XX88-W3%L67TN MDI8:C(L-
@Y'CS#6),W?[NG%H,[(*9-PS@U6=P3HCO=.^4"8#,]@5,%A?'P[K MRU^-S0LPRC8:9LA0M:4'0X906V*,R'XKO0K(4._ #
MFA]J^WSS(4+!IQM<1 M+52C.#2#A4[FA:M<\(X=NB4=NNS(9; 0NT#*5GT:?7,H%TFR;E\%",2%&P[(5 M8!@]M =9[VR:1U
0.FNL8[!C7JC 4[-%U>&HLSK*HT'IEFXLC\X3TF? V6GI M4M43^8PP'/.S@PXT^!-K1AJ!8\^2!C*A;.O7'&@Z]) 0"B4/4=V:PJC.8,=
'G;)=$IC!F,'V3USI M]LS:\E=C0_2E.Z,P=J?:TH.Q.Z@M,5ACOY5>!7:'V>%9[%#'}YN'W9ENM>;K M".'AAC^,X:EB+
(_]NR7]N^S790P/NT)*ZJ-Z^R)==AN?&,\8GL2;JW>'!F?- M'Y^P=PL/IO&7XBIO HIY"'J,@UJL"
*Y*8T;ZSCL#LH62&$1M@=9KPO;T^U? MPC73>"EUO,@_0WRN$^+SC&A=92$^W%QGM;E.9\URKGUSG4J"MC1M';:%4OE) MG-
1>V"ZCR[W$=O02VP2XI3"V<13 ($&P"3%#7[;(:_G)CA1I^UNA: K1MOZT
M+RUOZL*Z;)S;4OBTC_CL5S&=2E\3UK\C1XF9EO:4'WT'VY\5M;;AEZ,M>8]2
M3@:A]MX%!>Z]D&&^T0&:A088+P:3XKQ:HQ7JUF,JTK$8;P:X]48KU8E@C%> MC?
%J5YS/P'BUB_D<4XO1(8M1NXDM[Y>ZYLH-$.0%<'[L',577F M,G6CS7"U*NQ$,_GKQM3!-'U90]YJ;,;)S:A_WOU@F-
KIULHPM1<__^=_#$W# M_(G!2?NM]"JP:I>HO=X<;JCC^\5)*]NS(Y*IZA :@ &VFV9!=J=57.?C/RM M\?09#"3]
I)T4\N9["PJ@OQ.6,W?"1\JNF'L/^8=C?X((0]\91RJT'J:B)\; MB[EP+,J'5.58%7N65N0[H5/A*@)QV)W#[@V?%(?=.>S.87<.
MNW/8O4(4X; [A]TK^RD.NW/8G^C -81'"?>X%0>W"W I6KGT5WY-8]Y[S7ZOV MRX'O:H5S*QECKN2D./#-@6\.?'/@FP/?%:((!
[XY\%W93W'@FP/?'/C.|.9D M089@06ZI#\Y:I*H'DO0< M Z^VZ. 8.,<[.0;./,$Q\ -CX-4&E&?!<&?#FB_N51HCR:7P72 ,.5Z2X/B_
M(M\);(>"XCO"X=Q'8K6/1'?-<[36]\&Q_^N%,Y83V9\8 _A_ISOLC43/-N5@ M*'K#KC#,[O#_>MW1H-<;&MW!H/.BWFTHJI$?\
<7YOAD076L!_";7 OCIYSM5 M31 IYLO/:UI>8XH?F,/NL7) NL/*Y8!T6OTG.B1S#@CG@!0U_RP28&?+ *E-
MX&LM/63O8,\5A:0Y2:2!22*U.:!K&239 :U>'DEM:/KC=GG'J2:<:L*I)IQJ M RO=6/$.)@#JL\A_4Z>K=3-EN".8PY;-]5==OZL%569
MW!CU=6/8/DS5+A//JZ+QS8Q;8\;M=?7>H38B,VY%=O$*&;=KZ/W>@>WWJLZW M[(QB9U35%-[B2/DJ7D^IOT>
(GA\E2^I4H66>' ?EGQV4;ZR('XVN3L3SC<_L M<")VJ./[3=%X./RVTW%P=:YKCF0P-W ^\,&5"2I9G=]QLP[W04Y=3V(X6ROT
M)R_:Z9/4V]Z+.?%6R(BUT)&^9D4!4$#Z04M[D_P5". ^JWO9 4SX9_<,(981#DRLJ"K:2AH9W0^8OF$V4T H#-P7JM@0N>PAG0+T
'L$K M-/0>A&_3[& :V?=IL,!$QXUPP-"C5VG@0,SAQ8D'[VN66 K+"1_Q@864H0;S M^@;_L>4"1FAI]4+#O_& S-
XD\:40$7[S/:#=\'S3=JL+D1Z/6L#,Z_"7?:X^. M!DCO#XZ&_2Z'(M\Q*6-8KA/$&29EMH;])IHR29Y0\H^09)7^IV']BHSY5G[>.WJUK?
_]Z_//CKY6:)T-19HB M6/[S+*)/8D\X._ET M:^5<'46'7K=LWCV#?T^_*>TN;TK5-J7+%24JMR=E,XCKGUMV). ^+VEBS9?8J
M>T,KQ)"UIR=Q#X7S>9#.*K%$MZL/.PU%E%_GCG9ZNM$^$]Q%3M:K^T;K/^6B:E!]C R0VOD5 MPW+SY"U+F4TZ_/SWL8\
[NCG#G44+JE]?(XGR%M;9F'@^E9@(G._:PB/ LTP! MSTJ<==JZABA6&&BQ%#[\+O3V?*>S7JP"OAB_//'F<^\!#U-5:RH ,[7:BJ'*

M%%48=ENC7KE*"#M[UW=.ALK??*SBX-|UN/GE@>8,&Z2A]H<-,ESP[K;KR(4 M&)^[=X#%M8F4P7/TT\:YAFOA .[I/?-"6:M-
<>L5$_9NX<$T_A*D$X&.Y+@A M7#$.JADB"&2X<58:FZ1AZ%WCP*RWL[-8K>3O)^D'GNM*E6YY&$/5T1LR[%^H
M'5VS)=:7T+.^W8ZI!"(:9-(-E/22W_'OSTKBK15_=4MW<6-QM0=9/UX50@MN MO7:?Q=0)Q%3>V?0$SF#/R%_LN^D
K6TO0A7MR<)F#35=CDR7JA[.9|"UCT2: M@\]UK0LTOY,RT);"(4#.?;G)LYD55MXL[Q^GM%WM**=95"
MBXM:S/#,M=]+B^7L.*5 MFM%I(>90B@567DZ?6GEU&QD)/+VU_/,,EH.%FM'#T]JWZG+[S%67-YQRQ' ? ME](7-
/FWBN#!OO.O1M7HSS*0PK=FM-F_*AY=R/6ZB[6/;'1&K4&_7#GE'969
MA^W=D8W]?]YOEWMC9{BE7#WE:Y{4;D[@)P+>@&UH*N M$D76RCU7L]!SE0A6F,*^EK[%59R/\RFNXERY=
RNXGPQY]:*S6@7V(RCH*;>[G,%OLKM2^<2>|(H MXM.M]9/TT> 04PI]A82?!7I"J>T$&>L>X M1,W[YN>",V0E]N?
HO5[9&C$,6F'0R@9HQ1A>J+%0LP75LV.R#%@Y"UTJ>S / MB:,P8N7Y_IAU4$>&U\B<(B+0!#IJHCGA0V!ZQO#'(MMHZQ:=?
AW:D6VU/3^; M=V7-I+ MS")$#Q(B40B;LM7!E2)9"(A"S^:@.8[K>O=*UPMG0-+IC)Q2^0%P MP(5PP%AWA6M17
0'6:.Q)H'K7U0>="Y5P9SW$%##;HZZ;!@*$J M;$4S&G-92\N0X78_U'2SF[K9FFSA%/P M]PEP,%8H
7D,AI>P=!J/%;JS:1Y!0>BLL7[!T45:DS=>6!T..ZNG1.IQA|"* M!O49<79:NE3V3#XC$,>
(LS,CSC1X4RO&6FVV%0)]%R4"8J&4LS!%6J6@K+1A M$*K+IP9*E>Q&=_|_|*(@[]Z$W\3]EAS7"1T"4NW?J:@:<)W?I"M],:=5W-D+
M6$@0^K22AKE,&;7#DV+4#J-V:N7[KQ)Q&+7#J!U&[52)8(S:8=3.%<=Y&;5S M,2]-WFH4Q58CAWYK$OKM&GK/-
&J;^LX,5G4&ZW1TLW11?&8P9K!]5S74S=&% MPL&,W=F^+:7[HC!VI]K2@[$[P-1E-24&:S2:'JN=QL^U>AO DUHX^- [L!L$)
M|SLA/ L/IO&7XBIO DIY"!J,@UJL" *Y*8T;ZS0<#1B%> *R7A>PQ^Q>HB5W
MXZ74\:+^C.ZY3G3/,R)UE07W<%^=U;XZ@Z;UU:DD7$O3U@%;*)6?1$CMA>HR
MNMQ&;$<;L4UH6PI@&T0_[AV)\@PM!WQI$*+(>>)N+GQF(N7(ON M(54Q5D6>I17Y3NA4N$QL<=B=|D>UMXI
''3GH'O#)\5!=PZZ<]"=@^X<=*\, M13CHSD'WRGZ*@^X<=.>@^PK:,#&G.=!>SUA5O]^I8Z2*.:ORG-7IU3(&RIQ5 M?
>#^,@D#U^/?1A&L(B=/O<'X+:!;D5I%S[*KXGD>X]Y[]6Y9?#
MWM4*YE8RPES)27'8F\/>';FL#>'O2M#$0Y{<]B[LI_BL#>'O3GLG6'-R7X, MP7[<4AF<0TA5#R$-N%%E%;:AF+3-V&AO]ONF?.
<^% M(]^G6RM'OCG*R9%OY@F.?!\8^:XVB#P+@3L;5OQ:"'P3\IV$PG.OCJ4K)TZ8 ME'ZW(M^'A6N/4O@ZE6AWQ!S&\B:30(883A?
N2KWX@EG$75%CU#H,Y,*&D*,G M^?Z_(M\);(=")\/L'WZM1V/V#Y]|^=G?
W27OGN,*U@#S:'T",R)=!B85BL$FBU#Z2_@#1LW35B6Y]M4).#!"6?:GZTOK:05+W(9 M*(3+$$OZ6]1V /8:>1 HLYS+0-<\7T-
RZ=B+8"SG#J@BJPUS-3>AZ"*FHR9\ MJ46!G$1SG("\%_-(T, X2V\I??4O^ MPU *GUM+^2:_0T/ 9[R$;=I)NE./2 M\
[AF':7*7%K8_&3^J",)XN](}15WZM$7U=> 3ZFX O87IM(*+@RWG L7>3OY MC;1$H"86^4L/\TIP5MFB1?CDI!YF$K9#?
(,_5^>W$(\PDC:3\R62!:;KN/_>.#22T8,9.$$K74E4AMO(FMX59;0LS;&!;F+-34;76 M%F-5E83$QA+.1H[K'%K%NA0
B^64"X"=6B0]UTO1/X'DL#D MJ.4W6#?Y5B9Z3C D@@P.ZR0*0:3 D^'<\[Z5N6LNSXO_\!Y <,]O%MJ: [> M^C+ $Z0D5! M0?@NT
Q<>1+I'HLF$' H5F:@,P#B1=;^NJ*<.#HQSTA?=6F)XC&(I#D)Y9Y,NN&9P MO2TM=TOI<=(?\9;KX-T"MTS"-Q5-]|6/W"@X-M.S
&TBTY^:!R;GE3I\\B']%D MD=;(<8\:G.,IO+;QQL;=G'8O.K!%T*A:BN1OO@?L\,GW0_?
#;P[*WZ6TX&*/F1*J^&>]/]MVCC(;4R1(JT?!1)^%A=/#.,D M4J:8VGC=)?9[Z4G"E=(F>+^OY&9G5
MUY16O9,.3$MFVLLR[9Z"LRIY!,6K^KSA$_A0I*UOSRDPGKX"#DZIX(3JK0G5 M%\FA/G;?ZT-
IT(QD\EKE&_VV0Q@\.X&D0NOS:'%5S149]/71]&PJ^3&2 M8HZ3&
<(,5G4&ZQMZ>V@P@U5@*YK)8$;/T#N]LMT6F<.8P_;F,&.D=XWA93BL MV4C$+T^$_*6*\C!&/4OD0%0L;%
[*X*V:LO#*ZQFV+HPTY9?9*WY0S;TNF5 MO2*/M"W-]J_K07@-VKW:.OR-W93+0:QX8YX0SEVCOA9R8[?E
MHN>EV8;E7K'*IY:Z&KGN)%M+\(2I- M186/QC4?C;ZACSH'6GM\-/AH-/AH&+VNWAL=Z*#BL\%GH\EGPVSK@\&!@8[+
MGHTR541V@/.*\-N[QJD23/%CBO12J4-K!:4NP"IFR+6XADF"5\2>(HREL?7 M[8];U//XLML$,Q?_,C@0U>BXH7"G#C(\/"?
#H#RD<6/!#88U'K@'9P4];NP' M?('+=.Q9IF/$93J>3\449KOKK#A8BL9UI6J8E$JF3:ES%LE65;CN@7V-NH-6
MWQ@<#:_;.1Y>]TC=>N 71P01-WQ2P]W07\;K,EZ7\;K[(?(8^G@F0C->EYFV M=H2^+KSNNJ%Y,LSNF7=Y?T^6
NH6M1QZ6883:IY*^'N!8XLAFW6#H]P8?;UG ME.B@49U,+F:NZC-75Q\9)=J!,',Q<^W-7.9('[;;S%S,7*=@KKX^[)V?N9J= M1\L
S=1HU'NC"P&<&'>V(Z>DKW<.32GA?3G=OG2&>K]?WQZES=V7MM[NF S4 M/ %0%#XMU[HQ%SLMS;8FM]8RV,@!NQ][TM!-
MH\-JC^,WC79W*_.IY1Z.H&IV>.-8=*GJ MV>SI9FG/]7%)4]&@'1^(ZSP0ACXR#RP?Q@>"#T0##P18H:,#"X3QB> 3T;P3 MT='[W?
KI3&6J%*PW13X5 '7_).W5<@,?9-B00@,NK&2MQ #^",L,-*&L0&YY M-
2DH$,Z<8$=O\V96&\AM4[[!#7B0+_$/L>&/E=.XB;T=>'(Y/QD\Q]IBYF+E.P%Q@GW;[7%:
MF>L4S&5V]$[G_,S5[%Q]1GXS\KO2^\+([VKN"R._*[HOC/QFY/?IB,!8UHIN M#"._*[@I?%HJNC&,_#[-%+U#^=M/'4
M0AF_=)WX):SB/:H=?HD!?7P@3@;H&_0&?"#X0/"!B,W/MMXWR]J??"+X1#3V M1 QTHV_4[D"4Q7Q7$^.-T%;MRTSX34)[XYH"7-
,&[CO_JS#TG7&D *JAA[DV M"\]5OYQY<^":0-?&(G L0MG:#G;OMIL&'$_)P1#R6D#(LPUK&)@\WPA^Z:FG M7]-
BG'NYM35\+)3:V2MB##(>3FKI;O(K&)]+"[ANNZB+O?ISYF>HJ*F\'?M2 M?+L5P(3^:S%_$(\!7D_Y%<-R\^0M2YE-.OS\]
[&/5^#F#)^Z KDY_)-#77$? M]DI.BIO#9ZHZ%P3()6IS00#&5E>4T/L4!.VBIUT&N:P7G9P;65GX9/;W7 MSV:61@[0*2!8[F8N#Y
[8"0[5:'NRLS:YV&MLQ:QU&M;J MGK]<3K.1'$_5!=C#_*&7:E7S8OF7?E#+O2 MNU#%AF8[8[@R &.=J[LQ[5;
[P'Q'WA4^+E>W,9<[+LVV*+DV0!&K7:A2$VO) M%84Z\\;L/"Y<<*YRN*5 4X7Y"'^3,?+4DAGO=IUX-Y":7"* SP.?A^P\<(4
M/@]\'M+SP"5D^#SP>8!W")Z(X*9]F[N/=2],, $5V/A:B:P M&@21H_%&/XA![[8V?LQ!M845.O=.Z,A
F\L@4(%#VPDC'WXR\7Q\#1X.%01> M_CMRE@B5+T:26UX0!C&*/I0P0MC*<_=K4[,]B>#V4//E9$ZX]*!H0S$6XEI0,+TZ) 3B+\H
V;%\)HWD2,.T (&TL" MT/ML;0")0P\.9Q#;WN9 3'V(K4:L8!C30!^^FP4D'M:+<-#['U:'H ^!7N M.&B%_3_NMNFTW'OAS)-
T_K%4\\&Q]B<4$X=2R, /Z'6@Y;V#GXEOXO%(0?J%H"PK*0"^EAW&?_7M*V>[!(^#"0PI*!HM 2SSJ^ MHTB)E-HRL9(5"-
.FFZL]L!2/2,5 RU4_V$'0M4H"^,E\"0+X9EPTX":KKX G M0BR7(,2(\DANW%_%K8$6,[^T7ZJ2%'2PA:/V)=D]S5-,
VOUYO=XRE%V$-5\ M"4QR:)=[PV18^WY#73&"O)*38E@[P]H9ULZP]CH1FOO<,]/6CM#7!:5?M12X MU_WU]KK?R\/"8/>Z8?
M,O=T_T!U;@Q@#\]>E5]77S5'9I#+F+^:O?5=E='33 M/##?@!F,&>QI!NOJO4'9ON4,6-
B#LF_WB^A<#5KAICOJ[%]E@3.O3[\A9M_@ M#:G2AAAZ;]CC+:G2EO2[):H.,2IA#Y*^3X+<%/;VW#BFG?19>+P:Q/O(N)#>
MQ?!=QE77;F-,W;B4G<+;4M'STFP#@*HV%O8C#09QDCA&H%X[LC0!-FGBO.Z;1UQ"MU==5>UG=*05^0K[A\\9
M9JN3/$>C(7106!:"TA#R9$D8%M_#AWO#5C]YN*7]PT$L&S+7_)%@5C-Q+[6I M=#$)3MK4*T;&S5)S*#81:!
(SYEPK3IHCA)05+2*%HT* EN4D@#D$/]T[7A1H MCU)@-QGZCIV"R3(;=^-+,$/O0<(!T%-$5>!\UQ8J]5^FJ?^K&T#?39%CV6I4
M_J4G/OA/!Y,@9(MD =Z>AP%P$^!^AX"Z?";OH,4A8>D4/A @?L)C ILA//?^#9E;@))9IX?WM*J
MYYX[O867%YJMOK@0EN]A)JRW<"P]:T:LT^,*GC<1%B$:"0>)8+:.Q?/1<.P8P MNJ'OP>-!A$BW0)O!"4",Y%REU?K4QIBZ\@)]0V!>
['2,3!<$Q&)?88+.8BE4 MAV/X7B#3#\9X-RL"+EQ(7XWC951&7IMZN&"@[H/P;1AX(1SX:02$\D/XJUK' M&IF7OD?9FW+^B+SB$.
(3ALV.7]**MZ752N1\\AUD-P]7DTP\/X.M+K?33TU[M_^DC,N2OL/6+,7"5V39&=_5S\F-G04)"32&.0!7P)RGF(@+DBH$?@F"B("_
MP#$H%6'#V'VN": M1&_+S"0O'/L@&@>P.F F($$Z33SSH!8@B> @X=CM=&Q$N^97<>"<89?^6[B1 M\!]12K;Q5
M$[4;SY(Q2;W#0-^9>2,AG;QEW<9"^Y< :'C_24]PH>\]&V48S M&V571/2D;(]7"#!P?/Q)%-Q%4[A=B,]7Q<$/7;-E;#U92BV
<6+Q,_'@+#S< MTI/QV3[L\+4T4!MM&5B^,T;E2<*P.I[(;*)*;5$B#2WCBC(O:D%DXP=ZKHY H8ZL7K.]!W4O)
(33<^4("XBH^A%4XEE5 M;*#K-%=*)%$5!!ZJ,6@6";AKBTZ_ N31<[4Q4J(H%J!K+]XWHKZ:;/QY&)1
M0,5*QK!F'[9*6+'9\#%7!26FT\HZ:/VV1-Y"M7D.NH% M(!]4E8L6 QQI5+/UU=_X8-<\P&?BY0%#CU%*H++LDUIAP8_"%>U[Q1A
L:'T MC+T4<356Z"P2=H#MEJKJ24 G!GX,O!-$RR58(W$=BP ,/DN1V09&F'N4^ZK) M"7!/& \)/ "$C'"7W_:#UHD9#4303W@YJ0.U-
ZYE+].A75@3KK M^&YL)>"PZ@-4N609)MJFLMSI=>)@DD>QF;446&!%S>TQ^:':"U6O!ZW"[+7T M.2P(DXX?7YAAX-
@R\7AD56*\$">3U*3Q!>J0#M4[03$0))L0_SZ"-Y5T 0T4 M9C/!<= NC=S5(7*S2@X=O)<8_'F1X))!BJ2FLC#+(O[&?
R<;H"^UH;,3!'^+YC:MT0;-.4##4P#WH6PK4[7EK!ZZXDODC;*H[J:^E"N)ZG6X M
3^F>I2A9ZH4G4W5,@!.H[:^0NT&F1TS6LSV3^N_I!\;/[U$DX>\""]3>ET MO($3#%)9=*RB.."Y=P&*6%L/!.(3-
V*7RJ/053PVEA'2_4[M0H M?_SY[C?M%QA4UW[_^FN+3#0;1*]#I9+0AP7&0ER2RD(<+ZP0[P+\84LCI\O&
M,M,*5ZJ<%IB6F6492!<]"Z0U23M7@6@M2Q/]D"#PZ*I.H_6PI?V2FN%%FFHL
MDJ@<%6IWRBVPHLSE*)A=R]2M>N&$]"=DPRK!$9NKZVO5R0LD'M."3Q,97RNI M14XG.946>)9]N+A0;"PC^!L\4JK-
%,K7IZK4V00_QPX[Q4$[I)?5-H6#T(9;SGPVR6\RC0VBVC_6/\=Z&IK=+P M1E:J$5Q39FO0^Q%?[I1,^(MJ5^FY^5--^6V#GX*SZ
MK)%\UBSQ6>5_3?=1S ,O5@.0A[5_1R!%I_7#=F82HT%9D_&C5PZ;JB2Q=K2 M"EO O[$3XH^X./C+_K:>C0N?
@X*15]*,:7AHAZ08TYD7O4&Z;2!4@?@_G:H M#B *6S-E%S:>;4B_@"> M09@2A*I>]PZH;:>:--@I%D%\I8(S,$SA8> M]
(D36/#5F)7TU)C:%IA";8YJ3E* D=+(A;PRYOO+[4?.NT5=^C-XTN-F&R2 M*_Z8NV)2SHTI2L87?;VF?Y412".:#!_>386BW

MB>KX2VP[H-A,/!-!K#\FK($OT9DF,9R>^"\AG!^EZ]Q\ A;3WNO:>_B)9J@7 MP=+Z?
ZFD_RQ1G+\D;II$/MV.Z&^,5,3MR'QS8<=OR?R"M"#P]E0"CDVLQB;, MIL4F^E50Q[]22@ &#>B"5C[I:($!S[_0 YZ4.
(X]EMO*Q;Y^ZEQB6E'O N5= M1Z/6$(NKEJONVA^U>F;_..5!.ZU>N]Q0NVJ6FL>9E-D:]G=/ZJIJEG*=SG+T M*E?
R\&15#7>F+=:+G <5-GSB\-6$-/NK3@KS?LOZ@/4"W!V]#N"^)0\J1(32 M.>%U2>PN7T>K.O4UF,$JSV""U-'B>B&'2N6;N+?
RS@\M%L^-Q9]W^GHG=&% MVLUS581=E9P&>F=0HKI6M0HB/*V"T1"WIUR.]KT#U131F29*L^4$;4L867T
M].Z02^]5:4^&%U)%FZ\H*WD;I)&&#F!ADQ$0#WZ'D4_S]^;HV
MKCL)FJ.X'Y\T53W('4,W.KUS]_LL<"]5L;HS'XUK/AHWICYH]TNKP)<]%03 7AG^@=JEYM$6V-
+4L620XIDHXVL%S;05=D*YZU0*'(;&Y)5YTFG4\CU* M()+%P >EIA1C*&R)"<092&;FQ6 ?')D2SPIA]ROP_J<0^"NK*,#B7P9?%CC?
MJX9]/E%!@E7Z-^.4[AUMT>PH36YD1MN3T1Y$@,#V#&D.'$<]BA6<)0'J"$*[M8A4)0J9W5@#L]K]
#,8MH[&YLI*7,Y*L"LANKN'=TU[EE]DG+PKS%3*KLE=4 MPZ4U3"E%E ;&0)"%I@C_E>*I[0QS]&G]U53
M]Y4>V'3+)+Q%M6SR4TO1SCI6/5BI7V!C'W@K[LD7MR[')'E4]8@,JQ.)YTM/ M_I"KAX-
#K<^8=+Q;;W(;X0)A29__JGGBZ:0@T#16]75IWP;*5V1.,>R_$AF?$EG,Y#)H0S6Y8LWF:"<0$ >BK$G#EB2>Z]X M% Z'4!?
6RCHK^KYO&55AF2XOUC$ZL9W2S6F)[Z1EF)U]PYTD]HYO?K!4]
M(Y'7^%0_4W9.>L6N%>+9XXHUS/S43GC'ME=O_^=7S$XF9[9S:N4N M>?P,5/R% "?%PO5]FH?2-'=:X;51E';#[J"#K/1.)SLJJ91?
D72QJ/JATU\Y M5&M5JA3X,\Q5!"TN%:I,J,OL44Y8TJUJQP4ULG)<"5"? -7+R(?[(2!1A14" M2%-0T.9DQ9N
/YTJ*CA8RC0GV$#4]E=H%P^MW+9P;T<(4W;,BI7JO#M!_39 M)E5C8)#,X0%B$.1I60EYG9Q#>3@_G%MG0,U>L
MQ]V"%3^*49JMTVJ*2O,N39MKK$J3L'E1AB"K,X<%'7K9':GGC[D/-YBKKN+> MBHFAH:GTN$C*2JP4)J$3;JPX,K7TX9RN(!?+N?
HG-.+9J+'84* MZBE3\F;23KFRS_79SN[$;8=IS2:XX.'8F,O9^*(:U^B64A2Q3P]+P7S,*ICN MN[H]JAAUY#RNMYHC1[Z@:|*O.0>?
M^X'BQ-CXHI TTCX M NP4?"EAG%P-(3IGM@B%TMC2O)WM4\Z*$F43HU$VIJ%NNE$^O YCDG9[B)R6
MTAR8W=/(Z8K=&S]T\ZIVD%7^A=T>2]44.BZ%1(6$PP?\;EI,^(E>*YMLH/*M M,L&YS@]HL1P2H98PJQJC(-PO/1ZID6XPKB@F"A
_J+G1RD+U1P MA\H6J"N@(L62LOS.F-7!"93JBBL39&M>AOE&BN:LBFNQ]DNR\HH(:YN,JC@-$RWZ;"
MME2<3F1TBIL@8)YO7'06JT13Y>NLQNJ?+DV!^"O.4E+#I]%<)8$.FZVJGH?, M1SW(<(+4:CHNXQU@77JA2I>KYE'?I":3'=6U?
T7V-+N61!!$BV52EA]+3E+% MZSA BRPOJ5YR%!OX6Z*[B9,=2]C-/:S J%SS\9T7;GU/?_%/**YH'V3T&R=
M4"I]/"T0J4],8W%>V\%B]:GC,II M? XU89(5OLQU4'&]E8U(,B[478;&=K(=JVD_%=/'GO(^7D8#UD%OZ1U/,O8/U8+ELQ-|
MJY<:_#ZI5/\9;_R2\[_\,?FG:L"ZOI[IG]]MZY47]Z-:7R9H>AZ9/: @SB,T)91^3(R^
M2LO8$Q\JA3"G#;:T7Z0E(B"B(F5V&%&%A)T'Y4.U&B#CQO9H%!H.;1+?49WR
ME+E&EB*=7%RB,G$2L.U,SI4>_>#YWQ0*5S5J2KNLX#F/Q\\UT>5U5+_O8FHKJIROV7S/^_N>ZZ"%900$4'7[HXX'' MGFYI?
@XWL'*_8(Q(FSTN,=5>>2B!%^.G-Q].3%[L MPAAOUD;I=9!8V-,ME7MX+$4VJZ2KHK+WBSQ/-7/MOO-|^*>KO8E\G[2.M]]C
M\M51OTUN:8M6@QVV;:M]X(%VY*H';ZO2_[/ 9?
FLP3[RU6CH@;YN2FGJ,,71#NBO\5+FP/FJ#I)QA4KTOZ**RY7B;MQ=3\R_2/I5ZN\V2 T%@L0Z[A %"8IG(4Z9F;0EN)H& U3/V2"V0-
'@./;!7%T5-CS"])L]>^>.]TIF878=[N@Y[1W$=]MAU M>)CKL-NB/!??FZNS\@F3"&WT%-9+C7JKCGX"G,V"FE9^=@1H+Q2G?
C1VPR3]WSX'=O/RI$JWHHLXY6'GH' M#\WP]H[EJ8KDJLL1,V&E I;CQYZF]%I'T\\1JD5&1]P:O1OYDAXV>G;\K\R@ M_I+Y&U.-
^$[U4S=&G2[=16)!X2F:-+Z3?U#?ZC9M:;\DEBAI3#)E'75Q 8T4 MB=Y}5'I(8=N(E#R,W7#CY(2:[B$%'/PY>V;I#\\S#-0CLYLD0YU
M)X\6D5+$55_;Q2)RX3#%FKFW=BJR-NUKNZAX98G]VGV'"BHUV.3,)HZ&0Z6
M$\1YL4G*64K?;$=K9EJ^63/:7=4[G7BR5O*O(,2>+V20::3I^C1R[F;N@2RC M)!=UCUN!DB,X\2@7>('R>03_3['KBD3SS5Z4E&?
^XWJ=*KU5-ZN0G7 MC.?>N[A78"C_CI[[V"R (_|^6>^;.C+@>S?NX9W4ATSNC)B3]A'ZF1?CZ4W7
M\QEAMB<#9<=]5P$]N/0&_G/BBPA#0.F8 MP6, >B*Z#Y'A,5 P-[GY(.%919)8.BLK$(^)=ST1O/<^6/N6M-I'8GIHJ_?
M$I\JS@)^\US[(?Y@?/YVL@!+4FNJ(WI MWN67D,QV?,)8VB1S*<=^4J(F4ICHF(6;/+C+?*6FQ$VBD]G *%'*'AA8L%2$ ME0:
2PU3HA[UY+JEP)1RG:O!,Z&H]E3:Q\A;>Z+"+MNPJS9L_R@V[+#F-FQA MV[VS6[6?[CY_U=Z_UVZUCU__|?:S]O[#NX^?
_[C[^O[CATU^WF]G1L:+"EOP M1DO['936N3+=)>]NVR_7BY\5!.E4+.6#<4 5V@R,8Q1#@)(\E#DQ^S)C=KS?
MDPPD4KXQ)@*3L9,"&$Y B1EQ[A$I^C[&F"7>Y93V0+11)$MIML/A7_+6W%/* M#*HL9#%Z]>N]GTRFI&7]P:-Y.76WR$
M<%:*!=!#6O9K'-!HCWO&G>_?V1YB MK=[-Q?2%IG@-SL_W\/7$^2YMH-4\D"_H4$UN^X/NBY^%>N'OKU:^]S-8Q9ZM M?
(MP2QPXF:_^P@WWG4OOQ<] Y#C MSX=2F-)4I.(?O")6R/-F1,^9D.I"SE1 M&];(KD(P[:&JFC2E]#]X]+
[<_D]BT*YL@!X[=85*':.MQ[P*>"N8J'Q(1M, MAQE8'8L_N@3/=E5"9U(+0DWTQMJVT_6#/CV+K_4X@P&(ZVI_^!3O!J5#5\8U
MF3$T&@%>Y_/;T+M5R:/Y'4Z4#40#ADZ(#H.8-S!F_!1_Z"DP/0IGGN_\E?HH M?
7D;/YC5P0IFPE<*8+KUXOM*N9%]J8>8D^*,._BL$ZBD+VL>!2JH(RV\E90? M(Y!>VJE-E0N)7&<%UZ<||^B_(*=
(.B^5^IC+ETEG.|:DF_D&SZ[G NY:3+J% MF#V;(R J>;9<2N)#]-BJU_"-7%Y!LC?"5?DFVC?7>W 5EA%>Q"A /GZ0I1:D
MFZ4J"JZ2,IWPF[D(O*9+18854)R*2K([TLGQI!2QHYRDN GO+,LPD'W(&[] M"F!3+)=PP5*GC]-+: M)L%PZPWFB"W4KS-
N:K451\7]6.,OQ[]NP:]>;?Y\U#)Z_<+?M%M&X<^WC30< MMOK=[LZAGN@6N[-C[^9C>W9PA TY'M<,]^146-"^<|^E7V)-
HU9OKU5U6L;6 M'M?/7,DN;\EDO'AX>6C##UM2[?W7G6S,,';Z2]E3XK[JU2NC!Y?9H/<*9FKTS:$Y M;!NC-
ORPUWX5+Z9C#&^_&:#W&*,XT4BT9N'BQ<]WZE^D)'V6% 2TM3>X=1/*
M3E'Q;BM#MF55J]%_AE74M)OW6SV2H!K&PE_#&KWPSR]+'VM?2_'0S9MIG2K' M/I>E@/:L-
@3C\>8=)OU\|%H:K.ZV,P(Q]C(N:P"/)74/-&. '@-CA$AWL7YA M-N9@FGPPZWHPU5_!B(;_=&BJ-
OS.%5XG#SJ!)\U.Y?.X.;S.#58O#CBO!KYW"C?1$5_/@ABW:,!@%# M"^$[JAA2EBQ&84Q,>M@-X4A*06[F4*P#NM30,7;_/3FAM?
]Y?/OKZDZRYNT M!.Q*=^;>YA[OO9GT0A%B8M-/7= MXY_%>"XW!%4*1 8X\O2!W:>N_QQ$D'^.&U+#RP,Y*4\|8K"0:?
(*7PRD$'1 MK_];^]_6X%>\L;>XBZ^-X5.1ZC,OXV]*Z&W^^2[R72>881XM)AR0]ZI\I/], M8(
M:_O;WRZ?"+!/I+FJV0'#XV0'C.J6'7!A;MZ2[OK^MP]W7___+96Z7EY MA5PECA&N>J4!W9-@?_5BZKS'X@1VA W9!?44I
0H!7=,\LP4,A&1Y"&6H9R) M^22I&4EFAWK@)U4M,L+IVM(PZ2E+3>5,E1MU6>U Z4P([^HR* M4R+*IDITABVS9QYEJ&ZWU>L-
SIAU<=SDC%3#.YN8(;&Z$NS2,9+=.F&VQLD7 M6:S!WD73* @U<[6:_6':N8_C5F1=OSR^/J&I<=ZUO I>:?_M2>U7B>!&&?J'
ML.%Q3FXL=C%_#9[3R(C5DK57C9K%Q[HBE*P'L;9Y%]&Y\17K&40^ENC]E!:- MSAY55;22G^=:1,1CO-RD_88ERUG/)
[9K1MOMFE=CSWZ$_\S"Q?SG_P]02P,$ M% @ 1("67B\WUAH"@ FF< ! !S<'0M,C R-# V,S N>'-D[5U9 M<]LX$G[/K\#J*5NUM Z?
\C')NLJ)7;:S._N4@LBFA I%* #H8W[]-D!2 MHL0#I"5GLT.E*@X/]-= ?PV@T:"1#[\]3P/R"$(R'IYT^CN]#H'0Y1X+QR>= MKP\?
G:/;Z?OWGWXF^/\<7YW32ZY&TTA5.1" %7@D2>F)D1-@/R;B^_LD9+; M@"J?BZGCG!JQ"SY[$6P\4630&^REQ=*WXK@W'!P-
CP:^,SP<]IR]_<&^,Z3^ MP/& [NWUW.%A?[C[C_&Q1T?^P#O</S];TIVDG*
M!BS\OE3Z>22"M/QN5[\>40EI<3E3\])R)GBD)'<9#79_UGH&3F_7V>WG)/MVT9[3ZSN#?K:2WJ)1 MV1KN=^.7'4*5$FP4*?B(-
%^"3Z, 1:+P1T0#YC/PT(<"T%ZR5"#S6E$Q!O6% M3D'.J LUC'CZCA!-+9O.N% DS(GZ5(Y,5:501JQ#8C>XYBY5QKMU29FV*E>^
M"X&2^L[1=SO/TNMTZVN-I#.F=-9(9",9#9><| 3 3X)QV<_9QT?/XV$["#%4E+Y/"7.YU^C0I XAQAFGN] M:$|*H?T.E2 - <06^H6;
[X'?M/DHPD+V5VA\0$=-&X\B$/R_M]O%(*5ANU'$ MC8+7N+P6?\#WA'DGG0N.(?LM'6/M]/.O=U?E(931NQ!(45/]LR?/G$6
M4;Y#C"31HA^ZJP(K4)$$[R8\-=>KG3L13HI4"*Y8J+;<II:LM&_H M08C">"%YP#R]U#FG@8Y3[B< 2GX-
:>0QI8/9N@S4AZS@:#C<'_3W-4?W:%R8 MDY2 DRPZ2>!)C$_>SS7\?%OJFY/X-#O2FCAOJRC9L*]N[]=A>Z"'<)PM-
V]Y=S,4%GV(+)UB&/<(UEV] M=X4**^M[KV%]22'1&K?L%U%SK[C[?<(##X3_4?$U,NFR:_28.5^OS'W674D
MUK=EOJ134CGY&/"GM^CO>6@KUP>OZN>HB!A-+67Y"U61@.R$2D/O/II.J7CA M_CT;A\S'R"949Z[+HU"Q<'R+MG1Q
5>7[7546%D_U&LI)MV 2U2"-[&VE9D; M%9)$HWZ3T4D62DFJM47TW\$CA!&ND%T^CD'KLEH@:27K:)6L!(1D4%ID_,1!
MP_$U4%F_/ZV*6]NVCJ6)$6^1 MG;%G\^!1.RD+<>R_$(!3:X.QI4#8:OM^P? 2XQ -9.9[ ]4B'M#]L/*XB#&! M[6U
:P_P!9)6!@8%WA^#Q(&U_G2A32,\+B.G3)EH$T,0C$/UH MAD^BI"L+*
MQ^XJ'QDT$Q0MX;6(F'L8:R.@"3X!'PLZFS#WDBI:EY52>2LE>ZN4)%"&C@48 MT6@M(N0+*)UEP<#D?D)%[5V753&K^?
=SZP50<7X',8@!:9'5/U(F_D6#"#YC M'(CV, -#7=L7"UL9.%AE0.,0 T2R2"VBX3R2&)]B:/SB(7QFK4N"X6R5A)R
MR^84AF1Q6D3!&DF*GY@/J9D7V=L[S,7"&\B+D/?I59LR9"O+[0SEXNC5%3MY'T.UB8C\@J09%Z7R5CIR8731LJ:-
E%0L3HQ8P>RDI0+K"O7 M.FUDJVS1THPJ"XJ5IUP$7K$:B-+*TN:9N04"ULYR<7D^551&ZDH7.$T(Z0*
MPDI++DHO62JUD9NB=4\S:BH0K,SD=K(*UT]MY&6-U+&[)=#F C\2BW)U>P[;PE)6O3;_VU:4&(+3$;RCE\H4+?
M/D+#/F.#L1*4RR+E\A!Z1$Q0MTR!G$_/'T>Z.=42C KVX#1$0N8:C[;K:_(MRK8]Z^1DI[FY9F)4DUBWF0PSVK=>
=+|=+E4ZW&>@[$RFDM<%3!J+HB&W5(% M\@ZF%,'#\50'>L:#5_O8QOKPZW192<\EP@I(GZLF"]U%?;KM'3GS[5=#K@LD
MKFI@63E*97&Q[ZK7(V/-^ MPOVS-!5ZO[9(N6:4DT3[UBL2NUWI MF'C,1@'$!CMS?T1,;,0/;-!6YG,YGS+F%YI2VE-=6YX3*UU,T$*

SS]Q[CVQ M(-@ P:685F9SF:,R9A,5A(4D5?)7I_1#=_GHY]A.@+1(70DE:"N.NDH$4"G"9YTBDH&*)9]=P_F6#@OBC_HZ! 9(2I3D; [[A)XR.^G$Q9F":8?$I\C-#P$^]KC.IE_A.PVT M.&QRM?KW^/<<0K29>N!)C'\[_XVG14M\&LAY4ZJ%WK!5Z>K#WJY+|$&(^#@/ MYB6?Q=Q!H_<>.#_Y($WHN[WTA;6%6_2UOC=*#ZXZZ3C)K]_7,L$\9,IQ_4+ M%2\U:'4GX$4!W/A7GDY ZA.8EV>#LZ+@ 'N,L:TL<^+U<3?N'?$3K"P+QS4, M@Y"N8#,-6=U?BTJ^G6OW:_?8Y1V[WY]G^D29?JDGEQ5?PW,J&+V9XU["2%V% MV!)S%.7'@'.!40;@)*+NL/-5=%B+G+V]\9G4=1NV-"CI)+^];7^OT'A>)\O8EXJNZO ZX0A7V6&[NGN>&%@2 M%J( ]R0R+QU[]J.1D=?<+I;#@9 M__*(_\0>'>$X3?)P_/&71W]\> GNT=]^_'[T M;(IACOGH\W!^?#0_QJ-_3*9_#C^%H[>C,"^3Z0G K\M_]FQR^G4Z_'@\/Q), MJ-7'5K^=_LR\<-Z) MYZ!DH+#3X4 1F#4BQYR[W\CX_YQ"+R%:!*\;3QWB M*+D%4[ATR+A)P2V_=#0<__ES_1'##(]H>./9\N4OCX[G\].?'S_^_/GS3U_B M=/339/KQL6!,/EY]^M'YQ[_<^/QGN? PT]]X_7O[VXJ.SX;H/TM?RQ__\[??[M=(PG 8;CV3R,4WW ;/CS;/GFZTD*\^6L?Q?7T:V?J*]@]3&H;P$7(/E/7V;Y MT:]_.3HZFX[I9(3OL!S5/_]X}^KBD;/3Z60QGTW2,(Q^2I.3Q_4#CY]-QAG' M,\STE]ED-,Q5T$_#J([@_3'B?/;'."SRD-ZE 2T?,/]ZBK\\F@U/3D>X>N]X MBH7>.YU#%3PSDE54_[[-MS_^-H041FDQ6L[8:WI]_HR*MZO1X)BV LRG=? 33/PNSXR3C7/U[\SX(6\HB^=/9D_BQ,IU]).?P]C!8XII)$$%>O8 MHC6@ JW3Z(L$E-[9S&5*!1N/>K,2L>A"Z6QAQU <53(439@I) <("9IG6F^%N[LPDYQ(,C M1S,)-./$LW ZG(?1\%]+E3R?AC1_-IG-+\&*Q$@C@X:B")N*--1H"9O,6G%I MM2-STEQ]? ? 4)NR0#XX=;671C")OIW@:AOG%E]-JN4FWO2$/71SKY\"L-156HO)]/W9/?> M8UI,A_,ASIYCG'][M0+IDH_*4YSALE*@1%DJO Q$:X(O4I+?O,!6)F<[B)L0 M2#\X G4IIW9D6@Z7-!X6HZ,#S7DF1ZED<$)]L*IDG5(..HI.7/3]M>;D%*?S MKQ2!C^>T2*LS>%]#=5+G YX5]_^!U)H,O#,.:%D&T$F;P"6Y@LHU5Y>WX^F? M){Z5W&\]R$93WXS,ES3T[Y-Q.E]7P:..Q@F(40102@?P6080Z&U)B8DL8F,6 MK 72/U][+_'O/]F-E=A*CQ92EMH68IW/KCKX'+Q0#H1#E6FVA#"MG:2MW:'# M>LU[R7GWR3U_]'2)>0HIT,<4@9>8:(R>?#'M KAB34[!R?9BWP17_YSCO=C0 M7!3-2/*?DTG^/!R-!B$%*:/.H',RH(PK$%128 +C(EII,:?&1%@]NW^.[%[" MWFE*VUES\BYHH../KS',|%V=LC?E#PK%ZL &*#7ZZIDGK!SCA"L69) +.A0\ M>S2M/=8[6TB>O-P1-]N\IOQX=5X'L8?AQ10G7L=.'_Q)8T6==_N@JE62QYB MU)"M(_M$P1IXIQ*@*<418H&L=19^$UR;L,,^''8T%\7!DR.7K)5&4:(G'CM. M 8JJN>!H)-$:,0:E4)O<.DK<'N4F!'(/AT=BZD9G5X/0QR.EE &J02'T4DP M@GD*:8G4H2@/I/$,R'H4EI;G$N/;VM-5U_\]= ($^UP**RR#U[14E; "0F(% MM$W21R=BC*I3B[H&5)]2)KMRX6[3NJ\DNJ#Z*MCCZ),0PH%DH6Z5F0 1G8)" MPR\^FQ!B:T_Z)HH^I4U:46#/N6X76)^'WP3Q?X&|>1D M,EY^[UD%68C"R:PLB+K&/KD_^\I]YN6;H_I M;I8Y[(+URQGNRKYZ<;Y6*I36&I&)-T4]1OA7-[=DM M4/KD S>F0(O);\:$#U,*R1;3KY<8*4-VQ14%EH8$BOX-^>560BXR,:LE(V7; MF 0W46SIY<)#(L"><]ZR;'=Q4J<5SRJ]2#>=3O$8Q[/A)WPU3N2%OY[,;JKS M3?D0O@RXSUR11@*I ZL>EP;G9 %;DLS:R\!]\ [3A=A#[Y *WUAH="JL9H][A M/)"GEE^$Z7@X_CB[!/HYEF$BYXV57)@FM19,K325V=4<:CWKXZTI+%N.K3,L MWT? 5)]>Y,6\:BZ2+Y-N3<5XSZ!!82)9QD"[2H)G@$$4B/XE A91CLJ;UOM;W M,'400]CBC3(F0[;UP!N%+A S^8"1Q$U&(2LI6AO;[XVK- SGG_7EQ?3'L*8!. M-EG0")>*)X_/J9K'2 @T, 6IEM[;E%U,K:WJK9LLO,/-\ MZUTNF.E-D=HITE@>3WL;OM8M\(O2 MRD#B0:X@*E]"B@8#@4E#GR?XIE]Y7WCB,Z.L]S>*3UOE# ;1$[ADA0%4 92 MC58K\,P'<*IP=($5AYW5$:] ;!F? =+MAVEKF^TUYNP-WEZ@733 BQ@=2W;;)[6N0U-KY1E M*Y8TFOR&IQ=7NG]%W.%X02S]YF@^Q3*9GA*MSLZ/T6AXW M7H[FW,D:H%;*T0B *12@A(L0- M@Z>F^\F" M4%,)9\._&!E/A;M:AT;#T#4QS,D/*0:,LC*;1%AD>Q*MQ]*G['Q_R=1 CFV/ M7M$H)U=5Y 73I1$A%XHF+:O]>80%9W0 \F>X=J@QMS^_>R>B/J7V^\JPAC+M M,*5#6M(H)!=9EYQHA(C@2)]6>YRM\IC(\Y\ [RLY MM#O-ALL%38A^"],_\=)0!X%KE-9PX(:1HH\^00CD2!C,0I=DO6^^)78[FCY5 M7;0E12,)M,MMXIB&-R(\3_+) <#RM@/UWH9>TD/18M!!E,3=\FB,+4)N), MBQ@$"\USW-^!U"=WKBTW6LJB&4%^Q_FE !6#98Z& ;7!)06H1D"(W %*GE2D MT%7:UE7+5P#T.3E%4Y"%JV5UOIY,9[1T?:K5#DFZF+57++VPC!>$6.>T9RWCLA MXPTHO4KFM&;2?A- _OY4M5XX2UOGHM,#EC]<=I,YET]$V*G=9P^XVTS=+><1;Z]Y>&3_-^+LRSCQ3PH=#[F M4BC4J4U=W8JDU4*<./! MQKK# (+B"D(P!D9URJ3ARR%HWG]D<75OC*(+@UF,$U)7ZQ];ZB6#M5(D9PSI M\0Z&VD_CV!%# [K:5VPB@F:U\CJ0]:9G621EP${B0+D#PM>E"\AQ\4EUOHO"C\=4YIB4!<5HI5)-S^*<@>>/F57#T209N)I>G)EY-^!=KSX>SL M4.^3<7X[Q9/AXF3V;>-^-B!N<\|"!*N7_6(\>5NU5EH$51"%93*UCBMW0[KE M?GGG*:&#L*Q[F7:DL*[?@3!@7CGKI /FL8 *3M9S6QPL]]DE&Q.&YO=.W8FH M3T?H[D5I[26BCFCS' M.IQ1]4&@X6[;.9&"@OH4VVQ84BYLJQ MTM\8>6(NA^9J:B- D?;K9YEYHU$1DA[D6Z3+PU?ZHD[+4_X E86@BLH>H+)& MPJE%C,ZUWIS<%F.?KL=X]N>K\:K!SCM, M./Q4TZ"#Q&U4(0FP%CGY:JF0TG"[@D*/HTG$,,2@,7)2(318OF&84MX&U$-?[#4ZV- M^ [,KXM.4@.? I./**4#,MI9-.0A&+V];5HD;LNBF@[*Y;2!NQ+,?+&O>I10/ MX)6=MSVLI;0W>A -A- 4FUW,K(M9VUQ1O0(P493##E0D\FYQ:UZCLAG0CXOU@ MV?@#R+09_Y9S43,D+R?3YY-%G)?%:(5VH(- U.01'(4JL%0]&0K#TLCA+AAT- M6FR=);T+ST9<.M0AM0-QJ9E\.M18MS18'$3GN! V0W;U.*\K 2CL)=_0,2=0 M>2E4ZUJ!C<%MQ*4?+.'>C>3:UX&??98V6QXB655AS092!A:0,2BR'JJT3$'T M"FNEL\W:1=2_7'LNQ!M1*$?+-G>4$;M6O? 0N.O_:UOU3V&$RPS);#X=ICGF M^@L">?6-2Y]\B]/A)-]<&>=]B5Y\2<=A_!'?A3F^* 73?""$9#E("SG5&ZT5 M(S=1:PF99\L+]Z;$UOWQ#CO"!@5CZZAX495PB8I)2,&]U) $2HKN;H^E1JUF..KRE7ZT+|+4\#KL-W5K%P%9]*,6(NY();R|G) M\@Y<+@PTV<:2G);%M%[JFZ/K4QW2F:'+_ MLP-O8D&&6%)]O5FS:]GQ_5;A/7QZ[BO^^]">4H<2I%10L/;_*B) 9%X"+\H$ M824+JO5^SZ[:\24+,RS.XM=9DV0UA7@^/?'U3EALDETO@DJ'/8E;@HJ>I M0,=H*B('@RK+5]=E-8-2+<"V"=7IR.&K4FL="3 =KFY\'7Y] ^3)XGTT11O M/Z[T'.-\H"V&8%R!X#3I'99J]!41M!7&942A=&MO>DN(?3M(?1"B=2C%[JCV M=#$;CFM+WK- [69=&|NPW>1"EL-9H ZS4@W A($1)/YPRGD6T7*?F:>$M\/7J M N;[(EDK^77',)H2Z7,OV4@/M/;KH(LA4<]L,-?CHD/P< MQY6-]:1PZ\8/FZ-["(7_G;.KC>Q:;F)=L>5ORG=TK,UFR6=6++SA-0YJ#0<@) MN3=D,#2WH+*S]6\>K+#)BABC:5Y[_%U0? 4JR'HHY3075'7^J[S$;>&="YJ5 M9HZX'+*IT1(#HRA\XFA5;GZ1YGHD?O8J>ZZZ'V6VQ/H30HRL[UJE< M.U%2KVO\39'WLE!BH+G46C)TH9,<+! X/4B2K2%A2*Z":<:3=WAZX9]=A8-&.&%= &YSJ?W0"$ZI=7VH(W&6? H6MG:!;P6QYF/B' MT#=M)--I^Z^K17NS]W4"IU\GY>):@E%]/RS/YX1Q'GTK,7Z.;>-BEV; MC7!U$W(]0%],,F!LO5^95@)$Y1%RSBQKPQ.ZUB[4_I?9'_Q"ACW8L>6-]MO(MHZ- 6!Q>8:J/I[\J3$KROZ+BS;;H_MP+@U&'\C^_:Z;B/B+4Q:Q6?/ M%SC(Q4?N:Z.G7/-"/")$9 HD4SP9EXMAK>L/- L6VKW;;Z#EG(B.=45NPS8@(M_X5A.BA:=E-J]\7_XC*-/^-MD/#^NIPLM*F/K\>EZB;E "Z[>A\>98ZJ0KK>^=:)T M5ZQ],LK] (>&^0CTX!>LB^?!Y,O"Y%LF1_ZD5DH=!KR 6E% + @3F$)-J7?RX M) <0^Y>Y[1;A=1'@_/"/BX$"0(K8<.4BN."@7%7CN$HB84&HAG%2M]&M0?;I MHLW^<6UK,=X+VUY.%M-!DDHQKPJPDNI- HH&!QV@A$V@4(0;2Q/=(MHJQ3XG^ MWG%M:R'N336*/>]&^&'R%-^&87Y2YCB]P*BSME$+@A<$K]=L.L(H!>0HT3IG M: <*NY4UN!+F[;E/S40[I<\!!-/QA2 G)\.SDPIAG,^NA/N(X[178F2#+VUS MW<=VV!LE-=XNINF81/PFCH8?SW:,#;* (AF=@Z(@YHI9%J6+(W9%&Y**%;5]* M<@/%WCO0-[[QY6*^F.)OP_'P9'%R=T3+I/9>!T,T%@&49A:"30;(X&:? 7_+IQG[UH<38KO3A!F+2QJ_&-T)6YXW@P1*:9.H5P1PA"*, MK8FN'G"QH;7;M"&T/J4=.J? 3_L+IFCGO,4W&>4EHA]RH2)95>V[JC<0)0G7: M4(/,0))?1]>XU\S50?J#X%ZH>AR8X":1*#KX6T#.TNH1*E*'*C. 6.N8Z4?I!/Y>FE MBTP+G9R\=G9G;=2]R;/Z%&EDR,R4V M;W]*YB]+P"Z\\3AMU>7*FA2(JM6O(*LDJ?UH3F%6X:3_M*!%6;]ZFD]_*U1 M]BE6;L.D&_< =2NY=E=,;8AS5;(JE;[4AYK>6YQ@WMWT M[?_,%O:Q\<@;&=$UJ-Y16/UQ//P7YE>9N#,LPW!Q"=ZJ9<=_3B;Y\W T>K(. M[^\X'V2FF7>&02R.@4J) G*NJR93AJA-3I9O?=*\HZ'LJUYWA'7KS ;&1&*U M6ZX6M)0Q2)K96EN-)]DDF A],OU]X/]UY7Z? C&GF5:QF:$!FQ_N4 M)#!6[SFD68"@9+T[TQAM$[*\7YG='7+UH?PY?*=(+$>_DA$-^WJ9>\Y"O"B M^K ^92S*R)1;5[1U/ZI>]6.YSV71I25J0*A>]H[S=KV7&O0.BH[6!%F@Z'1Q MDS4)G$%? >T[56W^1A>9]D+L=T0]@2'N_/O;D43_7QEGZX>R3RQZV X%,!I7 MR&[IK[CJ:M"B=Y(S9 5+X*VS1]V.J$_[[C_LVMB/1[U<&Z_&\S#^.+SX\')8 M'X[#^,(K-X){@5'7VW X+?]"HZLYO)RC93Z4B*'/#NUW!]BG6H0?=>6T95DO M%](5Y?#M*NK9P%E$Z7,"ZZN*8%9"-)X!TS0H'X+/S0LK#C&N/M5F_*C+I@FG M^KQ:+O_BZEV@ Y\8NJ(4N9FEGB(P&5RQ!A*3VC%NDA /P$.[?8"]ZB+U@R^@ M1C1[("MIE>)XAY]PO,!!RL&9VG,R&&= <5\@A,@!E4#MHG&E>2O'@PYPDY5D M_W\E]8EF3>H5UPQOZ5?N-=_%2>2"%W \U*K+C$#.9X08@L)Z P3WUVX07UO? MV 6V37CN_@]Y7+W@P(9E*N?OUQ\QS/#7O_PO4$L#!!0 ($2 EFV%GS[MRT$ G8 @ 4 2+OC>O\+C M>9THY_U2JZO/TK6.UMB61I* [SLP+5N2-0AL$U H2^?73R0(W@$2P,X-D):6 MN6R*I+"_C"]V9D1D7/[]?WP]'?WT)4]GP\GX'S_SO[&??\KC.$G#\C7!>)M- 3@/]8_+47D_?IL.33_.?!!/JXM2<* M>.L9*"TT>"P"4D:E6/26>_E_G?P]82@B606N&$^_QA&"Y!9,X=)EQDU$M_C0 MT7#\Y]_KOP+.\D^TO/%L\<=__/QI/O_\]U]^^>NOO_[V-4Q'?YM,3WX1C,E? M+G[[Y^6O? [WS^W_)Q6]S[_TOBY]>_NILN.H7Z6/Y+__KMU_Q$_Y%&$XGLUQ M'*\>0(]/\\N_>!V-_N7\A_2KL^'?9XN__^LDXGQ!T(- +^&GM;]0_P<6O0?T6 M< &2_^WK+/W\'__VTT_GDL-IG$Y&^7TN/RV_./]F[M(A^/Y+VEX^LOR=W[! MT8@0+SYA_NUS_L?/L^'IYU&^^-ZG:2YKT5\LN8+2%<[_63_ME\Z8/A&0:3P+ M&>B[>5Q5O"'&59_>'?/E9Y'^%SP;S1LBOOO93?

%.3G'84L!W/KH!VL4'P6D^ M#7G:$NJ-S[V&\P+D;82SS]/)V7PVB4,<_2U.3G]9P'LQH9WX'9[DAZ'-/M?' M"\6,9
L(5W_WVN.)Y^%X6+>.7^F/RP^HC]H-2/XZS^.4S[>+BV>,)O'&+XW] M9C6YE.X(0QXMOCM(>3BX.#_>C.L9@4MH^=R:
I:JCQA&>5"$ M23E[A"0*K8CP@P\J WK.4Q;.I,)"Y[JM:/'DFZNYTH-GTXMU+=^)K;,V,IV< M]L#E?-)8E.>
$\?/@PYQLI/!+T8XF[TM^:3^.>SK\/9@%NR;51% MT$&;*IY(DO$!##=>6B6<->8>Q2@X"PNRED\ZUXX\FL\NOG.E)@^":.@K]QRY
M#^K.#C1/^A#W*N7IJ ?7\;Q M_;:P#P>96RPF,' Z)W)ELP?OLH9(#BTJ6[C7LC7I=U"T)'V557V7\:[KGQT?U+H)M^%9? M-
UT^TN\,,.58K# @O*=E&:E(Y:0$)VA)+NC"RWUVW.8&?GW:_HCLW;S?6G@-_MW]?K./Z?,YS.\W3T[7W^/)G.!X)Y:SPIH]7:@\K,
(:"8)-1/*&2,K,F?-YZ M\!%1VT6D/;VJ[_)T.$FOQNDE&1V#Y&F+*%P"[1^T=Q1,M'>8#+&D'$J,UHHV M888;CSTBAG<7YUU^19.M>
(ID==9%+G4N<8U&\@(RR+K"9"!P9:!$)UVL!X=M M0_'M)Q\1RYV$>I=HV87H5^/Y_SR7 V)SV;_XZG>>B2R+;Y- V(/7F4X^&V
["O$NN[D[NFW&<3&GC6"QRX>Z_F)R-Y]-O M+R8I#PR+*0DN(!L"I9(IX+5V(',*H1J%$GD#KN\%<334MQ/U74TPW37A(WY]
MDVCEPS(\O\A>[C_,!*ZM"J Y$Z!<2."EBN R6D%Z2ON/:J #:QY_-.RW$.]= MWFUWWI^E-,VSV?(_=;E\D%U.DB4'1FM2QJ
D^*08")&\5HQY%7P#SE<\^FCX M[BK6NUR[/K@6@Z0+\]P&,,*1?>%2 <=HP;3I*.Y M]LVX?D%?OIU^G/PU'GBIHXM2@7&:
(&4CP#OGR#6@$R;Z;+4J[9B^>O"Q\;RC M2%>$33I%QVY@6M@3;Z?OH,OPW$D?U\6D9C1P'D%%K@!'Z4EZY([SI 9JQN^
MU;>>?FR$=Q'N"M8[1"L6"D<>3XTXH< M>?O@N?9&&(<20R9O3V$X^_T4Y"7,%HIX#8QRG6BIHH/WT[#
M9#2P)41O0H%,6SSM^08!!9GS/"23; BTZ7<[3&\\[@BXW%U*XCL%,^ZT*I7 M7^,G')_D1:25&RD-
(@,K49"EKAD$KR/$8J0RVF%,]R5Y;/YZ7G_J$=#:69@K MV&T0M7IQ-IW24L\OO:K:D8E^-AL()P1F8<$9&4
9Y\'3"B$&6G5!.N5SB\N) MU4_K:;"7<%ZPWB5V_&\SS%.!]^R2]QCDN<9)\'DYDSD*H#KE!DP%I[EEGP M(:-SLN.[?
=_3CX;U!L)=P7J#2%:]#)V^(!?\9#+]-C#&E% D])%!759@*KF MK!A;E/1:J=PB-GWCH4?#\>ZB7)$4TB!Z]>$41Z/G9S-
:WFPV,"6H(2$$CGY MV9G<-!^\@!0CRR4Z5F0+:F\\]&BHW5V4*ZAM$*)Z=9JG)W1X_',Z^6O^Z<7D
M]#..OPUXU"R$XD&*0"IG(@,?LP,1-"\V\Y1,M]2]>QY^-%1W%^T*RCM%J98J M^"F/1A=P,B:O"AG_3A (E4-UY_-
!+U"#QID@KV@54]Q]&:<\M?_.W\;R.P(DB7G#RTMUEF$>H4-VGA& M0HAH;;>0U\K''@_;'<2Y@N!.P:^EM?]Z.
(LX^G\S3B\3AQ67A3DDRU\E4)X6 M&R33('1.(7G-6>SF4.]{\A'0W$2H*YCN%!V[6.D5]M?TG=F AURR2A)}.Q?2
M/FGK578$%@2M/LIB4S>BUSSX"'AN(=(5-'<*D]W$=%X,<(XJ!)Z<9-4PQ*J! MK("SI'Q*)-"3ZVJ./CNI=Q;J"
[$[1L6<$*2U@C?!D$%7(1@4+6M-QQT!J;N+;P61RX#7O_]R2QX$\|_=>\Z0C3"> MY41?S":C8:I=O9[CJ+:K(E\ASV=_C/$L#>F[-
Y%MV)5F\T]OTK=FQ\5T[&QS MIZC]2G$2(T]98P+CI:3S.-3]MX# A!:2&R(^MZ[POXNB61^3\QX=PFCM=62@
M0C2@HC40F$MD4EH=K.1,Y_NZVG1:TUZZVS3BMDTHGH7P?;Q5D\S>42O,0Y'-:>Y;EN8
M4&1F'60?."%B!8*)H5[VW_CE]BL=2+%9"&5Y&KED0-G/+TQ)8?(Z?_FWB3SQTW^_M P;8$) 22]I)
MI*UKW6SX)H+]D]PXG,&>E"3 M9U]P.*H^R^O)] ,A7-;7#//L90[SJS]=I_3T<0#UPED88L< @2,Y'S66CC+ M; I)--\PMH-
X#*K3)RL].(C/8JRMHV;O<\RDYX3[]SR_P":$L,%H!=K90F8- MF<=.$$"O?<@Q2K*,[\OOV$EC[L%S%.K12MX-.RY>[7J?AW,<#?
_WXD)]L=87 MD]G\&D"EM#+!A!J;K-,:E*@ #3#:[9@*C)3VO@S=WD-00RL(@T5.H+-$>DX# '0.P.>&_*-% KD M][5WVT4Y-
H!U#.K16OH-^S^N7/1 I*U]1Y,%!P4><'@LT+0C#':U;"PTEH5 MCH[TW27:L*GCME;-[Y-Q7")FGCEAT(5M4\TSQP6<77"&A
=*QCNRP+NT]R\ M0OFTG==^2>G!VGPWG7S.T_FW=R.DMV2)ZT:S02]5S/SFJ*:.O\K& M%,T%WX.A^9;4%FNGB%\SSO+[.DCX;?
F#C)XJA@&Z8HJP M%G3,=)XJZ<&5(H'6SA4WP?G8VJZX%]"35H=VHN[!GOSG9)+^&HY& VEMYF6Q MI"Q
Q4)VK2D*;$0A=0VZ^=91JXMG/VEV=Q)@#Y;CF_$[S:NO M<716"U$O,>;,F,YDD:"K&.LX+Z3O0) J)2>4,Z[UT;\)KB>M
,T%W[!G^.46 M=.7'7CN"DO8J&&&AJ'IS9TVI>$J=;!!$D3%YUCKLN!+(DZ:_NV@;]@V_N3Y"
MD;#$4O/>ZMD2"CFS41<0T9H8992:MZX=._RDV9T!^$U; =^E?V H692D%]) M?L4B3?
+39$2?/:L^QOS;Y5)]DB*@0)!2DZIH7;,FHX(4T).N699-^W23S;] M^?R$7DCH)0OI$N?MT%@JH7@7"(IRK";5UA9PWD!R3,OZ-
BC7>E3F>C3[5XA^ M&%RO)EW$W\?=]?(:[!U^]P&LRR!V9(K7-KR\7G4IH)A@$&P/D($4VKG N[NM*
MW>7"\2;2@RI$)Z[6W#=V$'0OE27GX8=_#>>>7?IS-YI/3/+T0P+?+*R^,+>V# M"8K'"*HV[W6B9$#IC;1>%]5^6/8&N(Y&-9J3T$/
^&:,X@XZVONDKYNX="]@]'G2TRM%0\#V$D%^=?AY-ON7\/H]JR?]=&= & MYS6M.H#EI0Y!D[IVM_)@"
[/D!$E,Z;X&D+MHQH.@CD8YVHJ_AR@RG7K3LY7 MD*QK7O.SN:OI5EQZ7KZZ[4]C0%:
M48ISI(:ZEEP6)R'P:OA&YHR(3,C8NB)B%8YC=3.[BKR/PL?[C-OK 5$G5:W1 M!-J*,BBG#'B%"9+UGF$2G*G6V\&&T(Y46?
H@I@<+PT@%RPFK3*IM2. MQ0I VOD@&L$\9]Z1J;,?W^/H=:8M&7UD+=3+EFNBN(8L%J4D-PQ"T((.04-Z M[Q)(D9&$:50^L-
9CV:8]6/-N+OUP =Y-J]T1N$4.K=3R1;V+-20**S/H48 MDFY]R7WM\4=*_:X"[L'RK*T^AO/31:78>)%A13M6'L<*C9.O0_\38&@[B5J
M(C\J!C9J)566B>L^^N:L@7.DNM'"*@!X2'>Y9LT;V,XQ/5X&WY6-E_.4;A]W'JFM! DCM[A,+T9+Q-R!T[$9!A9
MKYE+!HHG#F2M>+)>B_*)6R^P=:K$&BA'0WT+4?<0EO@X)0_F;/KMFDX*1)\6 MV4 I*5JE+V2A:@=%6RM=,B+(UG?
>=U$<#>\=!=Q#).%9C&>G9XN+DH6?4H?Q M3/.GVJKH2WXSCI/3_.MD5M,SWY:/^'5@0LX\^P1!R#J*.&O ZK:4&'),/KC2 M/'"*U)
<2C498^J>DARO ^STE8.;W"Z9@LV]DU^'"^)A#@D(TF1GV-)N4FG,RB9 M) 1%IUPM'=2.F2*Q=8'$PZB.1E\:$]!#O.'NP@?>RJR-
D2!+837N09Y/X1)B MYH5LH6SH$.S=OS@:%>@HX#XNO!YPH ;*62WJKL6B4+7R.?$!$NZ
M>03R(4Q'ZF8VI6)M[O:AYH&\PQI1_93GPXBCFRA;#P>Y^:C]3@JY9YG]C0T1 MQ@IN4 #+CBP+:QUX+0H8&V)66D73_#*I]
[$ASODC]:X((QO 1'ZIWK<+M$ MQK=*"F3PR5L3>0\W88]^;$A;\K<1\7[&AH1B6"K100R^IA@:!T[S1&X7K<]P MLK>;MP9[I&-
#MN+FX;$AVPAV/V-#,E-.*&_9J]!19)8I"=\C MU8]I;$@CJG<1;!]W5Z/1Y*_J+KV>3%].SL*\G(WN-K.\2 +F3$26O =>K5YR
M>VM77,9!!9,8*[+(W+K\8BN CZ("N(N3T'!=O6T3BW>#O.NWTX4LTN)VYEV> M+N;3#U+(!!$E1*,
(F)>YSEU1@,5+SNF'UO=X[[T.UI/7D]:B[\U>6$!:*[5(7K(,R)(&F43),601;&MW\1XXQZ0-G43=2\+^ M+6AO9K,S@L4]BUK,
CH70>9C%)H37K)7-N!93C8W\'$??1#_V MK+=G\]D-I5Q U:ZX8
M4@99@D+MM6W]YO4_R5R*J"7M=+$@63HF9G"UBW(1CC8YI03K+_I\Z"N);?A\
M:)+Y%F(\])7$;#JOW7#369R3]9NG7X8Q+X)N+!0C:ZPDT@))4U6K[4>1#"8 MI/0FQ8VNW.@!U_2_G2E ^N>_4@N'K:B<=)0G
V=B&MX%G?NYXAFRQ#,)]"V MN7+8C.N[0/9[V]"&H[N$-Q+P_M@WSG+4"-[PVL)6" B"E-P&)C$'F_EF X\> M%^MK;AGV2?
H6)29:=^"XC>%1^.Y=K/!.0NTAK+_$\YK6O:JKPV6W MZ=]XEOY)-85>6B^S]0C:<%:+,1@XFQ@$HX62W!IC>#]ZL W_:M*-
VY7*TIO MQ/1R"3";ORU+X%?MDJW(+D9/YY7-H*PP0,=7 :89'6PJ9(RG2D&#)F^H+@WX 4M-5@5F49)>MU;S];;8)X\
MXVW$W,.EWOL\R_2!=8KV2]K&1I/%]+$ER@&3TKKH$QA6IYG61K+.6PF%M#,A M8E2Z=;G#O8#VKP>-
B+MC^+62>@\;_8<\&E6C/1P._\QC6O"(D#U+IR3=NMCY\$N^ M@!?H[%(I!""N3I[3.9.B.CK%6%32]T3>3W,SX'Y(QZ(3+27?9]?
%BT4/R 4- M&9F#4 U?%.2!H -9O]YQ%2.K/G'?UL*QD-]-NGT.>[S]M3 0G%LF:JXT=W5K MBO60\@JL#%FQ4)#TL"_"KV
)ZG>79ICG!F0EI46F/RM>Y- M@8LN0K'*:J.=DLV3,6Y!>/(L=Q%I#]TGWHR_$)BZO'.MNX W*"YR-#("SU@[M+J $7V2
4D3P4J+ES>>VKL-R!)PW$'(/?2@6MT^_3\.3FSO/I0EV_5<_*?:G15"BZ*"AIB"K6M MM!7@E4YY?,YT=9SE92\Z6\=4],N0H
M85'DA3GTUFM4V-I6O0'@R;.\NSA71"([9RY<-'"[*(%[.1R=S6L-%"IE D,0 MM+.0/QP0@H\9?'*1_L!LP-
9QZ350GCSA+42\@OK.4>AUN%S.SGE9@,E,N$H- MB>:0P+',N(\N"-,Z!+T1]=NO\%]Y>/*)/N?9%SI^3_+O9Y7WMV7YZ7>K?E+Q
MP2C-01HN03E=^]>9!"P7SI1(.L?6T[BWA/CD7X8^*5GQDLA#5&+=:)Y:=_E> M"[+N>=H^ZK(V76R/'>-TJNVA/#@T=
(0&S@"%T6!YTLJ7@CRW]H'Z+\\ROHYI ML!"YJ!$,8\%+IT!ZJ8S,2.] ;VLZ='G6-GP^5)ZUA1@?0WG6>W+TE@M85"R$
M(@RO:4@LU.&R+-+NIT($[7S@]!.6V$8=:Q^HV[CUV,=2E+4->9,V0FQNP[@#8?_U5)SI6T]I!EKT3+(23GMQUL$77SN@\D^$L-'
FJM4D MM=]LK.[C(/:>$JO^>-U&A#UDY]QTT%DT)6)$LCCKZ-;@$;R*M$H;K7/99V%; M.*/+][1Y4C>79P]%&K<-
]S@V1<F(3OB:G)A3J=,3,OBH"Z\TT7IN@G/MI_&NA?/D5:.5J->F .XSPG"WG7Z/ M 8;['M9_?&'CI?877DC98O;.++(':BE(
J<+!\^"*9FGX)H'!?MO2!^%$G3B M G>:;#6N:>/+D@PNST3Q*$3.K=-*'TUX81L^'V1(OX48#QU>N+.$\]>I;HR3
M\6)0:#7B?;'>89&@?9U5G\CG=L@\8,F(7$MO;&^3"E8!>B2AB*V(7J M@PER"]/2
=L5_]Z5<".G"+^N[$W;X1;";UO:F$9>A28@B.NSH,R->*R\"! MUTZ)J9#E5%H'I/>H"IOVJ]^3)FPC['[,T"Y[:$2G7-0Y@G&UA-
(Z,KU]45 4 M"V26:TW_;^^-W 2Q?Q^D 3GK>T[N(-D>XB%KAL,NP17O7,Y20ZV$]IZ1J5,> M!62"R"3CY".W?
NGO!70,*M!.XCV\^3=FQIXKZX6>HF!U;CR8%,A)5LY""+* MX3(6)PM+OO5L]K5@CD$-VDBZAXK$VY,]+U!I[@0GXUD*25Z3R[1/!
<7) I9* M14]*RENG_:U&<@SD-Y#Q8<8S7^Q2T6I9.V\4P6J?#!3@I31@K,>LG+#&M Z) M; SN&/2C'R9Z*&2KC?
6&:8BTC^$H7Q_DI&3 &,AC5H$6K;BM 18A@%G!HM%H MF6T>-5L'YAB""TW<-Q<0W.[WA*7WZ+/AI@/(Q4\YA5-
G(ZDV@!)V#P60-,>B2E*(34C4?UGT@;7DH^G H M9=F&@AZ4A ZZ:B3GE_G\OV_&=V^#WD]&H]>3Z5\X320-[XLFW\G'FEJ@HJYE
M,A:LR&19)1>-:%]:NQ7$1W&-VN7^HT]*>HANW$TG#VB3=I.!\+SF%!8)B"Y# M#J+0]['QO'7+K4>0P]\K;;?
WE4XR[^.LN3M\WAH7"FE(J*-K0A)KP MDB7A MG10FLLUR]+:ZY;J-XLC5H)O4^[!4*Z+S.4\OSZ:DF,_R=#A9EIPL?OAVT2!\
M]NHKF?C#64Z#Y+734A!B38Z<L.+-NC_[TJ#_6>@BC MK$&\X&K!+ >GP]4#FG*JV7*J]Z!,!#C84@TYCZQ+JK4%^EUK6B+,>
B]7 MR8RSCY,U5PJ+=R3@(K?JM!:4+SH0O,\DN=EPGI>=;\]7^C['R0?*<29I)@2LZ V8IK'TW&K*/2B!XZ*MU_$-1_/[^]L$&R

M*25Z4T&Q$,D_#@7(=37@M70&Z2W5/:2Y;0WSN/6R;]YZZ-]T[VFP&C&W1:$T M&6HJ'"*@H!6#@&C0F[WD0-
H;V2:+;HOPN%:T5:STTACI_!^H.3>O_B%_K9(HJ M&L)>JQ=68S8ZRQ2Y]JVK#*AL"Z 7!F**=5:.,XPWKPS> ->>1ZUK?S/70P.F:
M@? ^+ ^X6/TXVA1ZJ2(11M137DNO."KAMQJUS]W?;2WNM?Z7 M[-DA>1)*%FBLXV *TEZM7.V!Y+/RG(O8 M/-UI1ZC?
I=8UY:^/WEKWE:A>%AY:Y,XF42 EZ4$99>GE< 6B5R6&P$0LK6,L MF^ Z;HUJSLP*]>E\5W&S9EZ0A4B>2
TNYE)SQ&MM:JAN"FVC41J;W)&U7-RG M0NPNZ_7]QEI>62<,-C*>:WNU2(B"@X!(GFIV* P*)U+9[Y5UDSO8'+@UOJZ(M#
10*!BX$AADE*5XP,1H/OSJH3O8%NNZ'$]AA?1.)4LJ63/Y(T/ $C(8G[,+ ML?@@VW?P6H?FR2>>-
!+TVO2"IN7[RVF%UR+H+VO"]VAV$\9&U?GK/ZM!\?V& M0!O5UE\^K2K0N2E7)M-3',?\-HR&)PL7M;8^CM6G'9[6OMGE
WUW5L[3TJY4 M*29MJV,!/AO:[TM5I60\:*:+E4)BCJU?KG;H&PT;WAW)>3JR4C;[E#4DQ6JD M/4;PJ .]-R$S>C&%,*W/E3;
(}]4[X$#ZNF:$\3[I?BR]"CHOG4ZAZ?PEG42+ M=%D7R&"2OH#7B>P.U!G"HO22+$2RLLB&Q$>G\3=6<*A"AD.H8.NW8'=5Z"$G
M<:/5T#8 C5(=',*U"BSJL,@H/SS&13R\98Z_C[EA /-B?^26S/ M.U+90TIT9ZF=!^#XP&I1^\%'8)Z3HVR07F96 I#!S:)AREK;.C>R%?
8?NKI/ M\@_L%Y_?"\'H<,?WA>/SRO'P;JT1[Z/PS41['+_C!0 MC]9 O1Q#_6N]T)S]CM/S>?.[7PT\](D-#-6M0#?& \NDP%)Y<'*H
M\YMMC#.#Đ)8EYZPVOO6PX'O@[,L ;*D#M_>85M(^M*FVF)V!XY/S@";CEK$8 M.!0I$RAK+ 19K]-M$4QY+IS:.&C?0V-
'+AYXJ%!T,_8F7:78>I),!;'LZK0) MC)9#@JX>?8#Q0+L)_S9]'237(Y')!72R]G@RIC9H"0&0>P$B>R=T1+)0-K)! M#TW@?6.
FO*WC< ._8;2>KT['0)A(?:;\]&T L#TF$&5Y!!E&B#EC9SO5%N MY@/,W7CH_LS^3F*?M)!90\]Q
02_7@/"LC)>D0M;T#!0TI$+:QVM+H3 2!E1 MVA9C\VX\] F2M[/,6KYYG^>#FU[&2L MK+I=@G['15K_Z?MWL?
NP:1M)KX]!6S=0O<-OBX*E@4AH9:X*5H(DO[QH\-P5 ML!A1JN2#S:W;"*]&-9_/!CGIY6G2W6*A;)@)NCA="_>E\-9G)R-Y^]QGI?
Q[($(M,DKF(OA4Z\^X]X17YYKG(V/6CI?4O,1F2XS?D49U96AMMZ;6J023T9>Z!)+(MI+R8YC2<=\K@7O]Q;9()-
H3;*D!+SWF[?,YKC,/1?A)B]B24*1NY.8IKTP+N93>S!"&&US MJJ;W'E:ZW\!L,^[OA&6;R/G00=F+U=Q=>N&QG=1'"QLVX;=V^-
TNDFYC]%)-Q M^RAO@JFG!NBK\!RFY7E7KNZE MOH.@]Z4$B3/.M? @&?.@HB6+1Y)[7JPS)='WM&]=[[@_\A_H8+X/[K>1;P^<
M7]_@+L*AK @>0@")0!!EFR1@;=&N70F:F9C)C^K1/CC4.)3N[-QC&>P@VAZ" M6_ ^)TV$]O-Y?
E)-89$S2$]&VQ:\SFSB@*PB8G,XB9U::A[5N8SBNDfV3A'L(M/%S'YD M0$ED2FI1;/-\UWV1_L!9WC?
GVTBVCVD!.9[17O;V2YZ.:^SJ]7",XS@T"=%)B(Q:-R/C1OF'T3P9/GO8- ^TCA.=_< M_,=-SHQN1I)-5M)?:U277;R*S7I#H5
M$76FE21)-I>*6H$OS("-63)+UIG+W.8 M?Z2_<]IZI#@1ZE D3O8S[2C&0;!% PJ)VCF5L#0/2Z[<1R63C-)]S CZ#:F
MI8F^":J>XE:K$1TF=M6=L0=4H(.X]I 5+-%QF:Q%XR%Z$ZN7%L%YSH'VK,)9 M$H6GCPA,U<6]&<_FT[.:R;+0:2,T+<,J,.@E*
(!CM28 ML&5T@JP9^I3&=-]%<5PG?D3OQUF YSYG?E[%X5 MZ"CP'O;]M?C021&S2Q#)A03%70"GE0)N,0FG
F+S!D3[580'SOU]Z<$V#Z93B=_#<KNU3IIIWTN(M\3:.8U*&SG)NF!17JXYO*N?KT60R?3,FUSK/%M5==+ 6S7W08+-?K%6 2\H2
M<4Q$42R95/JF"JPLWG[@,CN^G@/"!PIC MC%D%$,'2V<65(7/*9M!D6#F//+/F)5&;8CL&5>F5CSYN(%9(X(_Q69U*NK1V
M7DQ.3X>+8.:O<[[6A!*CRKR:Y"EGD@[/&M G XEKQ53.))S6U1([@STFS=H/ M8ST$OU8!O[Z%7I\>.8A:"!6C 18EG9N9<;*9Z
5!,IPT)A>=;7[KL06^8U>H M)KS<*9;"MX^@/ M@CIV;=F=@;LJ8GMH%_!F7+? X9?E&-H1=ICVMOZS&C0*V!!HHRX!E\-Y_3+
M,.;5 \F?C18?1%^]+0^*HD.@LD(B868 M'R\+V5<'A$/]]9U*B8-KQ&/IMW ^P?=JZ.ARG8NK'6U4$H0;+(NU M9U$4X L)W+A8M+
(H&=[Z;#V @CQPV7X8 M_=A&]'VT *$MLDZF&.79\FK8LU128+0U&EOJ6)4(#H,$%!%S]AFC:-TBX Z(
M_;N*#4FZW02DDX1[&5PSR_2!GYZ-T\O\)8\FG^N*E_U8+R"2JV=U((^8)4_' M):]]*^C,9(QE)H7UTJC&2K !K&-2B]8L]%)B/J(?
G1#"WW#Z9Z[-$F_BTTY[M8Y2LE_\!E"-M=LYFX-H&Q1W/N7GP^R%,QZ0B3>7?0Z^1?^9QGN*(\#U+IR3G MV?
Q\Z,XM)>8,I<@*K*A)QB%84F)>H$B3K50I2=7:J]D(V#%I2GLF>KB6Q-& $CCGE *6OS?;(OR;[EJ!JRY-0 M6%)NG=F[&;+]VP:/*5K?
WMKW=BF-YP?SF/T.$[_S).3*7[^-(PO<8Z[WW,^ M](D-;CNW MWHSO/E<(8G)]-
\2_5@)_+'=W+R:+Q(3I8CWOA[,_GW^[+,9.43FT+H$VT8#2 MTD- K\%[3X>ZK.$:W5B![H%S*/>F'>5W@JAM1-]+!/T6M&OUVIM
ZZNA^GI8 M!^JKWHK"AU2CH_SWK"(^JHB."8A.U=H85L,^5H+D&"07ELO2.M*^=]5X].OZ M 31C&['WH!%7IMX=Đ!=C#H-
E:&FC-+)6]VK) +V38&C9*52W+K?6BP=!':!' M>RL*[P1,6\]_ATNZ%>_$\SR.GTYQ^N?BQ2A<6<6D(VAU]A7+&H()OE;:H.,J M:*%;-
T9Y"-/W8'7L3D(/\=*[^"[0+5^13?#MR_ZXA>W1&"$=&'U071K0L0]S MY#9.>B^P*)O!B5S!R@(HBP0?F4_(3-2F?0K((=1E>\-
ĐC]JR#0L]:,ER%WU- M4B&HA#/_S6NFL!'(U5TD[,C9N7+R/8UR$M57X34 U;F:\%LO_&YHV(FO0EY<;M ML]>#$R5*RQ<-JEA-
=K3DNTN;@#G)4&IIBMBHA/5Q47]/2_1],K^-<'LP$7Z? MC/^X2&IE,I?"60#N:HO"4*J_["6()'UP1:#VK4N5KSU^O_VW&Q$R:2/-
QB?Y M,[(G:$472*R55KJ:/^"R F5] J<1(9:@55%<9KM1'J:]_?F4Y\RG1UEV,-K M^NJW5\^62#
4P90+P)2IA>NQ3K/,&3Q&24:BX5RVSMB]>OI39K6C+%LV-:KZ M-1OB.XS#,HP7&T8TIC@OP+$L:DT!N1E8/0&6/$\ZF:
V2J5YZ#6]_>"GS&EW M2?:0)7O'C;QJ7<('-@IG.9T(42@#BHX("$AG@S >61*U#=1:^V#IIETO^?YKY/9['.>+G(_%_^:Y07VG*I$YY\R
M;;[Q;+20X:2DX>ALGM,XST?G?V]6_\KNB7>- 33(T^M3)(W2^IZ-Y\/%4VOO ME#J(YF3:(I@[S M2F <>;
:??"Q]>5B*^SMFI=T1'0>Z,LI:ZN4!2\DTJN=$@0M$PCO> B9&69; M7Z6T7<&^4A$/HKOK^Y3LG?S'DN38<>'/OZW^@$4
+)N82/XD ++&ZXBXVG5< M:S ">?3"H]#-_W[6\[A:\CVKZ2W*P4>B;+T4<*RMFUIM-\/646_$0ML/D M5CP:9=A(23LR>0B-
T\H'5J=^N%H5IC F0",-"*X8_M(-IX?WUV.CD;SP=HL$BN!1@F,RC+-6 T MEL1#J\A"^2Q;]Q1K ORQ:-J>7=_]D[Z?
FN#7.)S^)X[.\F\99V?3A;,\VSTN M>>_'-8@R;@ZW41>U'AYLI;XY^318HH,E&2:6RV8]ZVK5IHNH.O6V0+,N5LN M9*UNT1Y\J&>
HG*U1U(+VYK9P-^>K S M/TYQ/"MY6L5RWO>$EORVK$ [JV5_L]4_N@CB;+"6GL)Q+==QF-!=$P69/#)V
M'[O&>O+OC58:F..!;&7Z*LA8NWL:1!V]-*)U>L;CU]0'0G^/7E&W(;67TK[3 M4SJ="-H[I&/J]\G\S?C<@ULDH>"L]INM_WGUWV?
#+SBJR"]& O,070@(&349 M/>@%>&4,,.%%"9(%9.T[F.R*=O]. ^N&TY$Z6VEXH[J6F??IY,EV,A0WSJQC# M93JMUFB=!5Y'LJFR:
(A=2Z)\9EK)C%&WSVV\!]!WK6*MB.IAB_OCP\?IPG#^ M=@>90BVS+@8BK9'P: 58&(G .!-EG4O:?/32>C3?L?
XTHJB'C@E_?/CGY$N> MCA>&PTFFM>?9:B4O$6NC3,BI"""MUM7Q2H)38E6,N[;J))FV+YKQ>J!OAZ2 M^!?>_G.,?^9T!UI@SD6-
'$0*Y,@'Y2'XB"#1>9-8T,RW'+L&Y!\YWK$RM2+JK M/YWG$5^&C9Y_N_SR?P[SE!
[RZ=NO=5S$PNNQ+C!92U705WN.8P!O.0*/VCJ! M1D366XSX7F3?>;BM/7L]'(4K;YKNXKUH7K$!V)[":UL!/5#\K ?&URE5;W3U
M8*MO!UIG6[Q3"B(=TJ#,8MR-B) = MC#^?S6<+"?!+SY1;Q42 >G:#M>B1RG%&07%O:T
M@\@EM&1=TBI[*$%X4+4ED^.Q0%;.R1)R$J)U$/P>.-^;@NS"0@^6\;,O.!Q5 M+^#U9%KG-EYYAS=C#0-OK0F!]C=>D' :9.
EB<,D*9/(7B37VO_:%-L!5>?@ MR3B]\-?#274NJ$NYO1S.:M(.B6E@F;$WJ@%8 M\> /^3/6#(#1MZM! M].
[V;K<7$A]+=O[%8I_%_SX;SLZ)K'"%CR97V*"VMI4X-%DD#>L8@<(%^U&#-;K7A8X>/(I5L.J7TWQ1[(H)P)ZN !\$=YAKOR94;J >
MW7DXB,(P&#S[BR4F=2I&&N SI.N3&RRC!Q%) Q0JF3L!@2M!QS2)+.CQ@AJ_\X/W[M;(T%/VDEM99MP
G,^_SY;%9;V;\97W3&+=D;R8V%HJ6^Z+&;(A2)SD8Z\H)0 M&W!X]Y./B<2.2 M]D&*UN' NRB^*ZNO(PE]#(^[@>@B;V@#'3'T-
C%N!YT!#XCIR=2_U'03=^]YP M,4_&*Y^4*6#($"%L2=!^91)DHZ0IWC"C6@]_WQ_Y#XU\VP/WV\BW!\YK".5M M.4>V/*&BR,4)8Z
VB:&=+5=#U'@(.6DKK-#.M,Z+N8OB "/;.K,S:2K:'NZ8 M5Q@Z+ ^F@>UNN6SXG9/;42!,?
L!R+B8ZLGI@1E&6)%A]J0F&2W#)FG&I=G+ = MPL.9B@<+4O9 78^*=DU,+T@40_KTQ1\NRC[HW> #$X)+RFMP.=-
+X9P#Q[4# M%FT1PN2B6>ONXM#ZZ5N#XCE2F,PT].#,KA'%MEWR?1R25]&(RF]/2R1M/-4G> MA9KTE10'YYF"Q$HNV9I2Y!
[VGC7HOB,UZHFR'JHYW^&W\W+$R3)&=_$]SW[/ M"Z5$-*W;&&R#[SM2L-YH:UCP
M62.&+_/Y^7KCW%WJ_\?)_YR,4L#XY\!P(:0*I/JH:VM-&<$I\E *244I'Y%M M%$'?[&G?@9KT)/J[RJ'W:%H_"
[/%R*D!+\:Y)!1XSD@BWA;ZBOR"' 3ILLHJ MY=:IZ3O_
[4;%\DWM4[LZ<,N\LDQDDY3V/$&VF,]+VSTYS:IM]M]\R>K$S1T:ZN=9WHF("3'1*)=EL)_MY$NVVDUG^BG0R"-
-8FL(FGVLV8_+Z@)"3N2Q$^"[S=IN()}KM M2F)'N?6X45_S$:\B"A?&3S5K-C!_EGU\K_7P'=!Z(BU"07+6U;XJ'()5 IC/
M(1#YWL;60]KZ7='^M/%@?M C5(W]W/WOOKKSZM+SWZ1/R;1(^INS@99]1 M=@Đ=EHY.S&"X61QSAGA
)>Q3>0D6*_JA_H=0C?UĐ8.R\NC?C.8Y/AI>_O%C@
MQT\X_N=ĐDOX:CD:#&+WRMK;JT5H2#\Z#1S+\%&.,TY^TCZU3E/>ZP!^OQ2-0 MG!Y227K8 Z[_(,8ZA7/V#K\MHJ?
%:"]*K@U!))V%*1APEGO0# WWTĐOK6^>B M['6!/]Z21Z X/;0_[W>Q%TD?[_.7/#[+@RAY]$E%" *)%D&G)_(4(0OM6"%3 M4F!?US-
[6>"/M^01*,Y^TH)V7NS%TC[BUVL_'-3FB#QE!&%\J16/];24&H2, M/*IDG#6/V>=>O:H?[\.A5&1MCM)ND?,5JUL8?#LO\?<\'W
F.!?:0]3)TM'G MR8/R,4$,/(7BB_?YELVT,O;>![;O0'$?!:UWU=0^IKVZ+L=$5:PV')),'%24
M$GSB'(Q!CR;&PN,>BAA^*//>=^%MR;^KRZZK+E_ZTMRZ& 09/!@=R437-J2I M./#&N4#'@J?(G! F
MI*R#RK=#ST^B#N>@)E\/HE^A'=V[I5RK&'M-DKN6U#((W BDTQ= M4U>1?QU^N7O]>$T;.?
>!W#.HKALHKCF$.AVM8!#1)A]+:#[T=PM\G4=JK7_& MY>LZ>X=3>G=6T'=>ZI&2"HK)>M-D16V41"^L"AHR\N2$S#HV[X_>
/;^6J7W MIFUWYG+MFPA9%]WZ (D*=1Q]6OGFPC_M[KN)CAG-6[*G31@$IUJ2[*VFO-F<"5HA4?31W7-H*_
MMXYK&ZGU7\=EM&8R6PG")T<^: U5:>7!EZA","YZ]Y"3]83JN'8DL:/<^A@0 MO-[@>?[M-_ROR?3%"$D4=4=RM"KFA
>K(IG:)2L(2DK(@J$S)F%6S6?6;P[O M>S49^V*PA[SY>Z!>_?T=3R]>LTW@]F14;@GU,"9F;]1OKF+->-OOWK8:-N?&

*M(4.0W(M.':W!!5D@|*1R,$PST;HS^*-0LP<,U$>K95O0U<^ <8-9KGU3>OA-K MQ$,/M<(?*
<_PTGHPF)]^>XVR%*,Y!JIA,KFDN,2BR (VSX(S-$(T2G*S"P%+K M6O>-@!VWVK3GIH<]YN,44S[%Z9^7"AUUD$X3'E]*
[1$D4@*FJM@A%R>B9;Z\K MMS 9!=B=(Y7_O^FJKL M 1"E@.S19Y8S-[<;1N[CGU/HR3>N@1T6XQ= M=[X'GK-*
Q6,Y*EY'>$%H1H]?6EPQ(;S $YW3Q44CM6XN]$?1]IVKTHGVW=\)# MT/K84S8\FLR*Y[2MITCR3#5-6'C066F-D=/"6L?*
D'UG*QD&T8L.TC6W8.<@M M_"8 ?Z1M;$WEUM?QN_!PF+0-M(UM!']OVL8V4NL_ M;8,5)[C7$HR3Y"!J60"S(G5UTBLGA?*
3<;L#A$TG;V)'$CG+K8:.^+)2U,6;+ M-5DMR.JXN"+!F6@@2V^5R3PY]_3KD@_B;>PDXA["'>!V6* =BPZDUL;;SWZKT!"_(]_^_\!*
M4$L#!!0 ($2 EE]0 \K[KT %IN!P 4 V8M%-V!.ZT&]9A\'KM><.JB'4>7N.8O"18(B M*5O3Z91'4KK*|^DOJ4>F[,R4&$Q*
[EWL=%79$B/BEQG!8# >__&_?MRMT8,H MJ[S8_.>?W#\[?T)BPPJ>;V[^\T^_7K_#\9_^UW_]R[_\Q_^#\?]]}>4#>E.P*
M[9W8U.AU*6@M./J>U[>HOA7H;T7Y>_Y T=6:UEE1WF'\7\UKKXO[QS*_N:V1 MYWBD?ZS_;?*
D7)_'B)/8RG$2)@TG@!3BAF8>YH(0X+(G;QB. X M"Q/YF$MQZKL1#C/7CX7CAHS&S:+K?//[7]1_4EH)),7;5,T___-/MW5]_Y=? M?*
OG^_?N??Z3E^L]%>?.+YSC^+_W3?^H>_W'P_'>_>=I-DN27YK>[1ZO\V(-R M6?>7__OQPU=V*^XHSC=533=,$:CROU3-#S\4C-8-*
ZI-\H9-/]'_A_C&L?H1= M#_ONGW]4_$__]2\(M7"4Q5I\$1E2?_[ZY?U)DLDOZHE?-N)&?;97HLP+_K6F M9?*
V!IF(MN6]6JQ_OQ7_^JB_]EM*;+CRZ[+\LF]BLM$<>F&BLM_/47L MES/8M\1O?8:<3_9XG$,TT_6V+V6%D+,S_" S-*
DLMU^HMQN^U'=W1^IL MUN?GV-;7HJCI>H&OQ9[,@.6U^L$'^;>.C%IHQ)@V=#K3/6!5_*C%AHO66CY9*
M&N7\/_\D_[;.5OB&TOO5)?_[MJK5[E==%U\$*S8L7PNI9._ECGDG/A25_/EK M6MU>E<5#+M=\]?AK)?C[S>=[44I;O[FY9'7^D-*
>Y]"[3JBXI]UIX1W3'] M'[_LH7FASW3]/^*36I_S(>WX19)AU'*,?E(|_ZQ^K=A&5X-/ZB?%.LHW/Z,= M]VC//OK6"_#_G?*
SX"O:$U;5RGXKR.;X%6P3?O4FK), -N!FMT@;ACOXORMW] M1:SKJO\)5C]H[-*
JL+/YR\!*V_+'OL:,DFOAK=$[\H7L1]C9]\2[*RN%L.Y+I8 M3F':+Y44_D^H*+DHY5GH") [\U&5]>J+5_Q4=REHER1. C>3CP2*
MX#1+0YS&J1-&012(@.I8\6?KSFQXI;==YU6=,]I&'P6MMJ5HSG;?WA1W--^< MUL51+,.MWQD2P@R6L7#:AN:$*&.V0;XRL*
OR7WN;\'RU1=3XA B]YIWZ-4Q9 M>OW\(#\%\;JHZFN:KL6U]+Q>21Y^7S$:B23*,IQP(I7'|2*2IGF_EAEAD:*TX0$RR /-*
&3B&DYU!8D!NF8@W!"Z1(HF\- M4;2HHH:LQ9U\0C!+F_$I*HONIQ.B/M\2IQZ'*2H7^>IU\2#*G2?+?3]* WDF*
M"06+,$F%CVF;,!P[4>#2.):Z&NJHYL'*,RMC0TO'JYR0?USQSI(*IFK: FDK MUTGFCZA3)=B?;XJ'7^0IK2,)O^P5Z'"E153FI*
"]DIQ^P&S_4JZE^M_;?VSS M!JI6?N@7(5?.62VX^L7EAC_]P>#)-D8D/=52]>P;T?XI_[W>]F#[VQ_L5FVT M7V@MWF:9D-^]B'A>*
[#@9]A+?PX3P&*<|3'$4T20+&">!YZSJ76AD\?.S_%D3);AH8P5B+P"B&X[*G7C-[V&;||(?O]Z> M_\?]4('VK?G0FK#!@,$+M.*
<=M8^HC_'9#Y^^T0J%WN^^'+UOR$N3'>]^UR:Y_R?DI-BT^RCRN&4 M!OCUMBPE1RN7<,83/\(L2Z23&*
(0.CBF5AS@:)$)X,64D@9S?)BG.[#R^$9F0 M=.0>4=S=Y96Z&@=&E:U4 M&P]:=QR#+ZE,/@+=D-*
&LP$+#28J9B\$-41=@VG%TH>Z64H&N:,XO4_?S+$G M8X2LQ:7@'"P9;X4/-9U75+E,GU]O$N+]E'NIY*/QWI,I8)9@4TQ0'%N8ZR*
M;A3G>KK28G&NHP(,XUS''X"IA&!\=;E>=TM=EJ4Z1S37K=W-GL:7?VJ-N5-) MUFO4?X&&Q/6T8A*
<26Q*3M,9TZ)C;ZUE"WLA[K"C6B57*+;[QC?:]7DPHLH MF:YXOB%%21U,PYT,5I7&/G MD!ZFN3UUM">/)'W4,*
(!.#I!BP3(NO,OC;WZ_*#Y/*'"^(DWY.!U#HUN+)MQJ, MYH2^T^9SZ'ZS3*('4*A=!@CT/,C+\;JXN[]DJ9:NUX_J8/=;M4QIVA]G-5T/*
MG;5FOW]^NQ>;]OV*]KPT)U;T4/UYD"ZI[Y-H(33MF]@&!QA0U,5%'N=M'N2A MDALY,%H$%G-D(.('1K0>W#'YE*>*
[>OJQ*9)RF'DFQX\0_8W;Y^PM+=5MF\]$^'I+2_&*5CF3JO8F M7V]5M>!3:QXEJ4\%];&C(OHD(B%.W8CA)*
(X<%D8BHXX#N8LTY&/!^\A4\='X M$[SE9%]()UT/5"E>81>0IMB/:_""B,+T?0AFSY+**T,-4Q?HU0[@CK%9;R#/ MA,.?*
2+:0I%XO>1)X)U?/;R'.7@^_I7R0UUY$'G,NRO.3%O5S[W9K>Z.[N)UZ? MV?8HJDB1Q>[P]@%U'.AO_Z>DGW8$+ @.,Q$3,J-*
OBKPE/V%"."./X=2:B_D. M$T(-O8BI1PUN.;_3DE>OY98HKHN/F_O\35ZQ1HFU[SA/KC#W#6=#?;[*
M=7XG5%;,QT]7[Y%B0OYB6^K&#R; F%8\.S@ 8P2:$'2[LJW+STE)S:X^3R^[MW,7GI&A/KCVGGS;S\"_7Z^*[:I/TKBC?%-*
NTSK;K2\:*;9,?S43^H(CT&;3< MS^+8R3P<^$+Z]2%W<<+D/U/.74++\-$UCK9)K(^KSIS&TO*"L*!'ON$&T8P?8*
MX@($]Y[+/AM80$O0D41[FA?H*7BO2\'S&JGF #,D+1OA8*MY!(CVLETA3& Y M:/=@M(B9Z?EK4?*
#O^7K=7W5V=%1JQI[IQ"HFF>\$7%7DT:8:-L9I1B@6$0W= M((A<-PY7!ZVL)I5)B[B6$NDU[=*Y9K\O,RRLD^M\SMKSR3O*FA*7*
M-NSB"C=QY $6!V$6R#V#"GF]1[V?"9Q9MQC(>C*ZB2EF;>.YHM;9/T9K"<] M&90/+',S!JJJ*.&/&KHHP$#Z(NHM^4&7=XI/UD_*
MGCP%C,9F; \3X$9\/ARPC5A/4+-->&+MY39@/2&?;+Z:KQ@4UY1%)IJ6#G)= M43[D3*@LK<_UK2B[LTD6!S$C28(S%B68I-*
3'J4L89H*PQ)72I"H7@ 5)5, S>NV/;A .KV$(F>>),PV9"?/O&90 (HL[$*C6&1 MS;D0P6ILM"4>]["97F2Y^AIM@9Y4U^B_97;.^"*
(>Q&8KOO1=*@:'FGU%S]L? M]T(U&[K.[^0CG[.OJGENIKJJ%YMF*,<;6HO+'WFUXE$8)2G+,..4J$$L M.0*
M4QQFC*=)3%SA@1K6VV5O[E27EEG5EZSO^3$\M>\9OD]RZCE69T#AEQ?H(9O M!A'WQ3KP/.0Y8]5[Q#UEPYYEYA8]*
(XP\O259PYH?#"!#//"3#QF(OCC/AJ]D@:,=_U$T(,;C!U."]S@;G+ M""AWA&%F50M&/6-I#14C$WBD*
:9*ECJ2,F'/GD$DMF2EM$@N:GL@(#RW**!W M;=F)$^V65CYU?#=(&(ZRB&)"$XIC/_)P$$DWSW-H]/I:99A@RG.'I<_KQJ8/*
MH*F9L_"+%5OQK!';O@_;G!9C0OC9S,8INB]LR;@F#8@4PL8%1Z>6:=P>H69 M55]5\EDK5QC!83K&;0<"F)IK2&^U<&%:1M-*
JQQD"499SS3*GC0HC:SYBK: M]"$^3+H#;MWC<.EMU]9 @.GN0/ZG)0YSE!QJR6AD)QZGM>CNJR7V\QU7[R4S*
M];X]"R8$K]Y)5K^JQ+O/]RIL4+W\(4J65X*O$I9X+ DH=@(OPR1(7)QZ288# M$8=$!%[D4U#O]4F*\]]7-?21^G20Z*BJH%R3>*
(B*EAV8VD_#J*?Z5L$!WUX- M<&F(HXXZVI&W9P"T);5D!*;I+6H(M,5_;@ST7S0L6KR^NU%VY@,@M?'H>_-] M4QMR?*
3#]R5;UP78>XZADYM5X!RLN6XAW2J"#&KR3#*_6\UMHPI?=[X5((`I MR*LS[Q'M9?*
3P/J9$./$S@6,BB!!QX%$2G3L78[$3V;/HH(69 M%N"SF#WY83IY8E+%7,"%4>_KV M+(&V]);,P32]16V"MOC/#8/^BX:AV6--*
\=]OO@HI&&]&++A>$L4T<7!*_0 3 M-U$-:AP/4T]$,2'"3Q-0Y?>#J%3 MY-'U]\)B[%576ENQUTEZR\9>=<4_B+UJOWA6'KT*[?:#-*
O^6U[>OM)'OML/ MF5]1)PUCYKHXS6B,"8WE^=[ETC4(W20*0B&2F!@DR$_1G5G[.R[:^X?=0-CO MDA'4-?P*
M9"&_)9_HG7A3J+*2E:IXY)RYV(\#3PW#D8Z%(T\57$3$]U/JQ9E6.?+QY>=. MYY#_0HH:^M;2*
WH&S[#0/"X82P@\&^@+!S\$')7!EL?_=/%EW?NC@AWX\L>? M,@SDJ6N^=B#+(-)$,IXFKDAQY/IR8W53!R M'$8LI"G3'<*
^2FEFK6QI(TD]XTDF-:1;(_M;36*0+OGT^5G5M_^6<,P7/4,"KW]TEQ F.[IRV:0AG),!&MD)T\67SC-Y)A@*
MAVDE1Y\RG'4@];.9SI4_B*]"[JS-+>O@]./Y:>B':L [B5),N!=(!7,9SF+F M"B)*0*'$93R+85;(.T:6"P*JO>-[TO[*49**%]&: V#).P*
#QGOK^&DG1 MOU#3TNR7TZB!#0H< $MF!4!X4>,"!^2YB3%886Y#LSL,Q[$ON"<-3NAD M"2;$$3A.0G5YY64I<1S79:">07*
69O9;&D7*UL7WKA1W29L###G,B]WL-FB6 M&(8Y)HN;I9>)A9@#9&ZF+,54KLNFC.^OJ09H"P.Z-LQOFE&'!Q2+9@A3D(:8*
M\LS'4D7S#3VUZ^[E7>1E>Y+F4:I(PB+L$.(*I7U/)4] M[^(LR,(D\&CB)\'J091IH:NTIXE!OL%#DMI?Y%^_HOUW>4<%OBY$FN*
<5["6M-'/,Q8Z/J^P&Z4JO;P),!I MY#'LBS -(N(F@1..I*LMT-Q]D,]ET(_]"0IZ&FDJ&TP'M<4R3E*;H?GXDZ5? M)$%MK/'WT6>*
PVC*>I=,NJ7K?='*N[QB=*WJ53[26JGIXU=V*_AV+9J)5?L6 M"5(V$0J68H=E,29Q%&..$(:)EY*$A4$@/"U-.YN3F=6R)]I<#.SY;"\..D*
7 MP/,A'U?K18$$7B4,#IDM96%-6S&[(LD,K M\E]]NW(^_M_67&R-*
B":3=AQMJ"9K[!UYK63:?.M__8J@SYXNZ^V"B5;;9)$L?,9WZ*0T\> MSDD:49RR.,1^R/PPBAR>.3[$61BE-*
K.9:DFB/4TC+V(<+SVWPAH*,!L#!@#L M;V@)9LD!&:>UJ$>B)?9S%T7O)3.E?GMWORX>A>C&536--U[12MUXWMV+3=48*
MF,MU\X*OWW.O@A6W&S4G>B5*/."JQO1ZL.NAR$-0B<(HP0+EH28A&& :4P9 M%DE(11;';ARX$#-@F;^Y_1O%'DX5?*
^B*/K;=N/>=N=L)11OU6S6V;W"_W#> MT^NLN,@GJ6>@7O#S@9FT]J-Y-?='_S:$,P%HR73:YFY18SL3M,_-\UQDS-O* M?A3U;*
<'W9QW-J[\G7I_99CYI,MN2UF_Z>4KB<>-E25B8 3HBI^4>@QIBG=5) M]_F:B_?2/2'4L6ZZIQZ%*]5U254',KE7O'I\O^'MG'I-*
C3KV[NSWB@W)X=Y6 M7:@;>DD_?\BY/#GJJ=1V:=UZURQH5>+DQ)W<1!+.C8FGI&"'5UP,>T:$V>H M6J//&99./-!\K=9Y5Y1?*
Z7J0E/U&I/7^7ROJAB+S?!?'0=.-,TAQ(D\2V$_D M>4,(&B4.K(1"D_#,ROJ1EK^+N@G1589WB=H0ZOGS"*

"OXNW^2U^)_J%2D6GZ% MGV+]C/"$)REV.5/W*8+@..,N9MSG-'#/P#!JFE,9@(+Z'AW7*"6#=SP@?:,=*T(9CK?FV!@R\I 2"]K*
M:0Q .; V)FN8]CD8;71-A!,[CLNQ[WD$$Y\]YT0:&L=),D:\@$2QUHE!C]S< M=Q]MP?^Q!ME:_;%- !RW)O9A*
5Z&G(F(02<$PY[ANNT07KY/.$S4P\8(_0* M5T><]YLJET]V)YVK8ITSZ:^H25"Z6Y_F*O-]6SOBJ#\5]^2;L'8STXK/-,()*
M(+;1*5EG_<4.S0!AAV=HR&O)*3[>O55_N^5V(@LKZ^+3Z+^4%35E2@;#5DQ M04@:1QFF7-W,J2Q<2D6"4R)_$,0)\?0NZ**
<(S>WUMF15XV95B*(HJXE*K4'6 M3!Z:@FI[SA@4"E?BT^5G-D*_MG-,=^2 Z?]/D=_[2YO+!|,QST6[:#V(*
M1_2M^W.6L5C'I;.5Y_]T\65S^X*=I#/?_PI,T7KXT*#L%!W5NZ;Z82""3]K MCJEN@DG IP7H =&F>1Y[@XAE$]R8IOD D[*
+U+!BV))J&44]QK8(#T^5S M<0&KL;:LEC1[FMZBR]XM_G/]UW_1("F$__VZ4*DH@$&PPW?F3O_@?]]63>]_ M,(^T_R.H[]WF X*
M\CY,I+*P'D3Y"%2-TRO,K"B0;PY$[FD]L2,R3&L&-%%/=#[EF9;0;'#RZ667*
MFY\|*=J3,O;SGVK4I%0OD%7\GEE^R5_V^9D=SL])$E^LUNI+?;O7=5D6)E?S>]JZ9Y35L5I"2CSU6@2<$!;(_@ST%C*
M#YWS(P!NM"^!OL7Z]|/@--OJP=26\P=,@7CB-!@O8GI/_/6.KM>]-[_RW9!0 M-W&P&ZD9\;G'<>)QC@-.?>8'2<#U9L2?*
6'^9F^"&).I0N]]GP(R;D\LB FS M&#)#>YQC\IQQL7MT_46OJD]*LSAU>SQQ^!>P^OBJU@+)BWPQZ;5A0 XZ M7<*

*]HQO5&J4EC#K*8%?]J-S3&_&Y(L,TQU1:T&8X)I+1?G=TP<6VM#%QAKO6*

*MZ'/PSA2[ZM&_BN*FI/>W.:/KI@39%8GGAV&".7$]3*C#,'4%4XY&2?&&'1:F M'S;LK-*

36G%:?,Y4,_;Z]ME0RWI3^K5R/^XD:"^$3=1_CJ=%EKD=PZ(8."7E, MTRQ<;9JS#;\&]%LZ35+K2Y]T7](#PMI?

V)Z\YH2U5OE&JN]+;@\=.4=.X@I M?H#]F4:PU+N4.1<:L^Y-/1P2A:,*H:?;=(*WV*A90SI;O9U&*"W;ZFE:Y(/.*

M3QJO&)0+TG2[IN6'O]?=1S2K1D\M<#,.VE'%RG"%]#0TFFHSU7*P+#-'$H MZRP]DK3D,JL5/+GJ<@6#4X(]J1]X$Z^6?*

H,JHAHJ4]74)&\) MP,/,^K[+V!FPI)IE#YA" ZZ,YQZ:H]G.F;&%&929H#3."?* !#+65(0#EXD M;\H HE.95"9+&790^_CVLMMK#C-*

**IU!W&W1"4CZQ#=&:- MVCNS0-]=!R]-)]XR"D!O?KS8ON? HD,/$->69Z]#=>PA;!8 MKU4+H0UO.]_(OW=M%[NI)!2 DS/%-B$*

68&.LH-!CO:?;_-&?9J74EMM1:>(K=L M=V%-X0\:#.N^!P^'O_U'_7CYO>25O:Q/P)(S]_<^X_"O\EA1HS?]K_N=OZFC M:SMIM\T?

V^0(^XF=$)"GX_$SX0NS&_-":SEKTP QH]@_A,YBMP$&P@_O!TQ> M-W,^/@CIRX@/@E;BC:A8F=^K+\2'76,/(EC(7#?

*&/)!G=A(KWT,U2/"D2Q*Y MS'<8K,?@!+W9;PX4=15!E_0OT("#,WJ$34&HYXU8! 9F5,[%!.R-:$IJR1F9 MHK:H+Z(1^G-71/NA*?*

*H5N)1-- M+<"*A([KAIZ#8\^-,%$IW=3-&/:(1YGOQR00"6RXB1$?!*:#5V#X2MG86-M+(L9%PL/ M;#D+JL-*

*1+NEN68E.OTB!F449"S%,N?9XD3#'- M8FGG1)8X/&%!%(!&/)ZD-/=)K*6+1'ML;6,N17TK2F@3U%-(Z5D=*_(#3T]= MZ*

*.:%ZBC:K.-Z81@UGJ6GJ*S<(/2"7$/NY%.O6"HNILZY_EZ6^^5.^Z?[Z,]!*6/E0 M-"W*TE #K<^ O>%8Z)Y!I'0+#5AL(C<=D_O&?*

*9.]/N &RR9NMHR;%9Z6-80V M83PPFE87-S.PKVEUJ_ZGHHD/=*T2PK^(JBYS58"E?G&YX4]_,'AR%88BX4X2 M86E=I?*

*\4^2&._=C%KA.PE'HL\WBRNF]HO)J6M9YY/8LGB*X_YTP_L4K!F=#S8!U90^X@Z,#S[X? ->QN3%: L*

M;4CG\;+H1F0%MN<;D)U%#3>>I@[N'67]JO/#8M12,G3 EU(MQD 1R/W&(P E) M/82:>T(R7P.<]2/$9G9[VY)HIZF8??*

*%H^AH6J(S908:&*BX<(,Q(H\M.W", MQ++J/2+D@=:./6L>(1--V\6[HJSS?W8>YYN\8LV]LK0#5Z6XR[=WU?O-@VC[*

M^54K)TD"PFF,DRQU,/%9C&F8$1PF01:$J9OZ&34HW#7C1NL[?G9-[Y"EQA]I M&4$_T9YI]5/>L?

*HSDO^^LS#ES.SST0_:S02W<42O1?*G(4<_-W7#/5/=/(>6 M+54PM6/,;M#/'!B+4#)A8/%YH#=2R6>,9JAA:P2?3L@I:*

[FA]UR@JS@&+? ME<$(?'D$I# X3$JI91H5R9:^'Z6QK#J/B7F@K:,/FRGC7XN"?_7ZU42)]%P:8@31Z28 MI '!<9CYV FBV.5^%K,

*(=#_7+SRSRO5D8,JVDYKZ;I"J"6H!B0-,HD#*GWF! M&OX:.G$8>$D6PJ-FJK(;!\AZ8BBEZZ,%!^W:?K FE>W?_M4-G7_WW0LDO__*

M\NX=3('OA2))&!:9/#$27S"<.FH\;NJ+.%!& 0.- IF#A(XH'4"HO^SW8@. M'J>!AQC"HV>E302&&>9)90";X><\6[*\NV47-*

;;/A7EN7P[^?U[_I2^B:.?YZ M75S3'W_+Z]O;8]VZ':N1M>I.X16M!!\F#]X$),XY3X6@]>]2Y]+8S\,L),0 MD65A%$>).*,Y$Y2?94YY?*

*2I*JX@U_2&J]J_W-.?MW\]6\>Z)HOOSMGME(^KV M+\T%;_=74=?KIK=6^^\BZWZN\EUPJB1M?T!52K=A3RCPYZMG)F;]N,[I)J5:*

M]?Q U:Z;#+R'=6DT+.!<5R$RHP&R_2HS]E27HM2PIXS^. 2(V#'#=<2F,(,UFQP@FIUSL'$J&C'B.!BU3OGP#$L

MXSEK'7A3VZNRX%O6A,^BO(A9Z+J[HB8XP(TVCM&XY; F.="?,1$:U.9V4J@SVMR>7GNQ M-K>3X@W;W$X_;-*

*@-9YC#_KDIWND*3QV7!80G*4Z8GV&2LA#'&0]Q2/W4HVI0 M G5!S7%.49I9.=O2C*(A6*%"8P \$"B] XD5\6$:.G&NN$"?*

*NUHZ^QUXIH2U MU9#G))UE^_-,B7O0KF?RA3.;;*J]IW6AFM%7NUL0%HN(.RS%:2*HW&DSUN23 MXR@.2.KX-*

$VY8]1E\PBQN3W]?6'Y@+AQ=[U1V/34VQ880!?=& ?S_ILC MIN MP'F,U,MTX!P1^F0+SK%WS-3[C;@O!4>?..?WQ.?

I@OEYJ:I,^]K MQ1I[2)X\-'\2/^KK[V+](#X6F_JV6HG,X5%&?:36!YG::9.LFJB&!6^XP2A M$PB0UVS*R,P:++\9@4DK"@-*

$]11V"9Q@RMTWK]CQU+>QV+%UH:)IJ9"^>)KI&&5O;DC!QVSS1Q2.W63 MW? *X/G$\H>J9U%?

JJ."V=ECGXPTK;L/YNW55_2:KID:(MM$.R8^ 7AWCEF MLM6TPRYSR_;RF 78@Q8?\U

*Q+#*2!$IQJP8;/XCW&U;BIV2Q7]]$&*__,%DN2[B]0+=%G799YNVQ(,Z2->4;O-032D MMU6H-$)IV7JE:9$/RI8T7C'3\B_B?C?+[(,:?_*

Y:VND5AZ/7):% @?RM(B) M4",^4T%P$+F)9'CA*Y)@=))@LMDI^W)JZ_X^LE@09CFGT9.3^_/\)(ZY* MWQ!5?*

WD]+CU8IRV]3N@BWZE;M$[T3*\\3 MW'?C$ =,KSO2^OVFJLNMTMM7M,JK

*MKW)'IOSSYC=:YLH[^B)W)'DVK*L]RP5\]OBXVS2WMEJX_TKJQ9JJ- M_;,!N80'KN\%/O:(&FJ82#M#A9#_E#XZ]7R?*

*$P9*HSB'F9D-T{ UM.<-I:% M_XX[U+/7]/R'6:&S/@@]RI04O#!K98#L+'./;:)DR;*=Q\]K.CM42T%H ?H[5P"%Y#*

L,@O,Y+AAO>TW8]HATSW,P ?%W5R M]RTVU M-NQ.T24HJVD?]>6&O^W3E#^)>I5&7ARGJ8?]6/ V:2H.FP'C 4D<[HF$@\8C

MCQ&;V4STI)OLZUTN]@7:".#%W2A@>C;!%@PP2W"U2T5OZ#9 O-T#\6D$"'A_ M!@T);?5@&".U;)\%#:$/>BGHO&.8^;V?"++/#?*

SA)/B2! /DSAQ5<.F$+N" M)!Z+',%]#LFX&:P]@*"GG(:BP73Q@X8\\"SI0\YM)3X/ M5EXVE_E0I(/TY"./F+;B;6>-O]](-'[(92?[AV$CR#

*[NADV$F,E?$ G./RDW1 M#U(<<^I@QW-$DF6AZ[H"-L,*QL#, M6 (]<-LP&G33-L[_T% MZIE #1=0_V *1EVOP2(X4%_B/%P,_ Q-*

*6:UY'U/T%O9)-,4_]%1T7S1.N;\K M-NT,3UI^+K_6*LNUJ>#N,_M7D>\F2>*[6)[@J3S'.P(G'HUQFL4)]6(5& 15 M=6K0G#W.KSA*

*32O'"W1/2_30M!%0,_9XL5[3LE*CB]IY>\!Q>SJ(ZEX&6,4) M>B700/2UA4C2EU\KU'+0]5S8E7593BOXDQ:53]74A.)*RK_WJV>T4*

*MW_ZXE]^7+L[X_NY>W<_GK*OPW*>IF/53U%M\9B/QO .@JJK;L:4VS^>,&7=0 MU,1RW&HL_B/,AH 11-^LYO><#8F-*

*%HJ:%%^JAR(,D)$FBL'"%3&N'*B%?4I/. MWH@'L2Z:N.?;=H[V*N->&*KQBAF-J9H_D.#$5=6"S*-)2+(X# G$41FE-K/U*

MZ6DW(7>^IPZM&!K#2\\-L88"S'@\ 6! &'64;18/;0AHK8!HC-;"140:8A\6 M$NF\=%XL]=WI2,C?

*1'YS*YV:2VEQZ(WXM1+9=OTAS\0]=HD(2.#C2$0JM!]X3V79K1) M=VZ]0Q).SNXK)*_V]X)OK_7<"(OBOS(P0$//6GUB(-3+R*

X39B(/.H[@FA- M7++!S,Q6;]>/YK,\-^P8["]!=HHM>40#)E''I<%EDY4/:-Q8+@T[S%C^ST2<

*M%ZRIGVH;'OY1D'_"U1_J$]!O2FX1LG;3DBLV&Y$3^D[;F]P&B65:F%L$8]?I MW.::\ #?=TX0W;$".[H:H*QW8)T7.YCVJW98#70]-*

ZHV M]B:?%D$3P9[3C">V9FJ7MN3DFEDZE!@PL>A8U!^CY"?2,E>#GSE?;2C4!4B4! M:=[%[.M;4:I8_LTF_Z>DW'D?='?^'?

*4_5!Y[F'!&'*XB<$&$B1L+G*@F0%[& M79_XW$L(USV+SL'@S*:NX4^5!J!=,*F=X=T$L ?)R.K'BB7],J$L']?TR?2E M/P28S>RY10-*

V+U#[J>PY1D.6=0]2XX4.RWQ<^L?:E_[8S(ZZ+_;Q@A>QBY^0Y01N>G6>E8W8F.-$!_?6V5#U-5Y&398DO0IR%/,,D\GU,'<_!

MW">!PY/8]T,&\?_'RY:_.\5=?/ZFPG0]-QY>U# MJ&Q@0<=<7O^N9Z0 MEGSQ"6+^MUZ@C_WL37?,@B=]8*S)L%.S3.6%J?>*

*(8)'W]I9FUM:^0&5.4N M6V_+#7@:\ G9-0)9XL-#*D92@P+IXT*9190.[!D!-7&GSP[0!U9 MNGHO-V?!5TG"N.=Y J&5%,O3C&(@X"*

*[CA!(!Q0J0Z>V<%H" *>;35/.6Y@5JJ\NJ2_ W=!IP-?N+UN2^4Y$F@?D1-YRQY=N1_ MWW,MZ'[0NZ*H-P7DDND4*

M/;H@7A8>JG(?<,>=D38AKME?67&RKG!!JN%=. M/6JZ64H>5;-$=?C]DE>_7XE2_8#>"''?E1*F7<;E%)F[",7%)C&GLA=A-691F*

M3N")1"M92(?8[-OF@#0J)6U5K]41AVZ6(Y#I[IAV@(!NFT,,%-D+=#4-@L'& M.2V=M=USA-3"6^BTT(?]J,8[]BJW/](?

*^=WV[E51EL5W>:A]3>_E;^K'%0N(MER1$-66F#B9)R#%EPL',%9X?D2#T!:C%!(3XS'K_X53=H[.K^T^*

*M";2>=9@+/JBUL(FKO*0AF+ 0_2?K%:*G0-$I#Y]< ^[/O]]4N7SRNN17*

MQ3IGN:BNRH)=\N^%OS=FM[H>O:3"\UL/SKZJ$^OZKEH]F@5*X(W,^0[CO3] M_6F$ICU_J^# K ,0%_1-L6/I)*

*MMM&98'KUQ4X'VH(.SPGZ+QF.S%7'_O; M_V9;RL]>.BUYP=M 0//+S_?*GZG>_I#>3%X)OA*.H"))0TQ256KE^RZ.D\C' M+*

*(J8(V)*_!14:@5G8>Y(0$='[9=-9 X5+0/F(3D#F/6\BWG!@UF1ABA^156> MFIH?*#95>S@99K&FCVCX7#*

<,N@T_J'GA#;.J4KQEMT(2\E8FBT-KC4&S-9@6 MSL"RPV>-_3H8,&N^$MQ/46.WN%R(-5-L/V=9SJ3V&T0@)Q>:V0(U]-&. =1S

*M8!**G 9EVC6QB@?,J$Q#,4-T4EM>(Y]D>O7%?!)M08<^B?Y+,W1YZ.8ID-!W MG,BAV,]\=?WG9=H!O$20RH $(*

:0U@96'%P37FYK6^+4N7UK:CC^9'K)I@%GK0&).$X MI5Z* \IBSV-!%,>@1+H16B^1$$!WU >-ZNRD!@Q U+WLL (-][C,$4 [0G/*

MF"'5P-UB_)34;_?L/66"_ZWO+Y5 M%3+2P*@_U*VUU 5U3]WM:HQY;L03@1V/$DPQ@D7HL%IX3)!'((S!G M90$3T3*&[A5G<*

*M@B+"^@9@?-[C]Z"!KF+I DBW4\X6^2\;:@COE;C1_&3 W MRQ"L X;J 'C0TLJDUJKPM!E*U=46&6*.G'7/ .3P0Z/T@)D[BJLE%-,*$*

MI@0GC@BP'W"?.R+V7),+6.^1F#C?YP8.MM+7-!"-M,=NC515]]AO:,--5F MS4V[@NYR"CKXF"0##&R-38*07G:,D@$H!V.53-*

8PVP:V>Z?LTO&5.6!"HJK MN[W']K_[N*SO1!FE+L-1YKJ81(Z0'JU+,?6=+'6%*X@ -5[7(SNS[6F84/IQ*

*M)1_JRT1AED43/CV;8A\4F#79X;'GX**]?W]$W[H_9YEZ#A/(+#(!"8N-3!U)$6AK,D%+Z7B"!,0!6GEAB;^SY-;LG;*

M32GHN@FBW=+!\@WY:2QY_1L4&T9Y1+/TA7$E64;7C=>=<U?0'L(15UH>F9\A> MXJ. F;K/K]]?/)\P?8$NGZ"ON+M ?VT^(,7YSQ>

(9O(3'Q0F-(?TZY%/ UY' M:QDZ6Q6WMMA:MC;7,I@'5;RVUSCBA@D9N%H0.,/ ?D/[,!K;G!M.N7W)WW

*M\CSTSRP[J7/#9V5=G@_:B="Y3*W92U-Z"M(.97'= /*(Q2/XDR M7^Z%G&/"A(O3. S4N/-(\(Q-XE7U4AD!8VI"@U!?*

==PRA>;Z]F"X# M[\+V1=S++8G6:O_J;E@2PH/4"3.=IT:>0]>P/IQ;^1M>0$IN1)6;6 M_X^?

KMXC15HZ==M2H(:#YHKA23)X,Y!./WUU#))Q,V$1#9B]@_!AM91&0UJC MA-6Q=1=+5=40;IBDJO.XX06N_-

AO:24^I^O\INT>O97:_TG\J^_B_6#^%AL MZMMJ%6?4)X(S'*D\5>)2CA/.!M.Q3JOY1*7(_)JE3AQXO@LQFXD;0)AKHN3("*

(XCE/AQ4E$ M,Q=D#HX1F5GW%4FLQDXW4=P+I,BB;XJPIC,\"I">_I\K-DS9322&E\>/B&2K

M#/X8B67+W4>$/"AK'WOVC#K7MBU=U78\6H4^B84G/$QX!72XS%.0B)P&GBQ M&R6<$-=9U;JGG9Y'"I(J>..D/:7L^UH6*

*W(_MN_QIX;_3L2#7F#$M6G"*6. M'TBKE& G|A.)4"9PS-60BBR-4Q[&KA>YJ_NVH*^F9;T$3L_)Z5^TBYM\LU'| MS93*7S!@GZ*

*C\"1)$+BA)^UXV'R!.(1CDG@X$T[DIYX3I%G2P?-VPY<#IR>F M#1# SWJY_@2[KNLS3;=VT#Y<^VQ6UVY#WM$PV"X>?$EB^*

*M,/BH@$<+?X_:6;!KTM!Y7'ZL5FX.3NO.'4#AU 'AW'@8))*2Q73,,,,]]* ML9CYCDEV["$EK6_FV3FP/=V^^H?6B!45L*

#P"$QZ^F@HM>%XJT[2KJ)G/"8$ M5L/3HEA2PR,$%E7#TP(^5\.1)PT=J=V$NK\6!?^>K]?[C#LO%6$0IU(!,^DJ

MD"1S<"H5$8=AEJ8TH"QQ01T&1VC-?-+935XL,M33!NZ+(SAI,I!VI(=IYC'! MT;?K9L.

<)0U10TI;>^<(I64WT6F1#W93C5U)6C/K\V&SS.XHWU('AB_&,-/3;4M(P'3; M&(3S>X8>BC=7R] !I9?

M&'HH\F3#T".O&%Y1J)9M@E?O))LJ#^YRPS_26J7" M/7[.F@2Z=K!<4_"PXJYT7CE-=6RHW>V.EK^+]B2XS_8%WFR 8-:\WY@+/.

*MQQ/<%"--5M[' 8#M M<*X!-Q8O/$Q L'7M .:*]].6'"2P'5R!&BYC9H.X]HOHBF,@?E*ZI.9?=(*=0 M&I?0E\=UX?K2NTA\=5J@J?*

*H;]_W4B6*N-3!2A]C,5J8GCXTNR;^Z4:1.^?]GNQ'_]HJNZ/R[!UP@]8WL^MZP)]&D^Y7;*

M_,]_D$2J>Z'F@8HU,,8[^GGHV2=;,/,T0[@+P. N* 'M\VPZ+M;ZR2P6<8 MN*4CO"4S-*

$IJ4:NC(_1S(Z/UCNF!I:H_9\IR]7TI/'"%5BJ:1]%H252?I$TQ# M3V

1)!%/O2PDU(<=4YY1F/UP4C66HA0/8J.;&W4:#MT3R!E"0L\=K7P-L5FZ M:9P0Q=H9X_GZ"Y\L3HAW>)XX]2 \.?F-

R(345B]/$T#XO:,(M9-:+OXW\6: MIY3]ODKCE 59&F,_$ *3F%&9RC[E:31++T2R;G67&BQ/&R8 M8,/<;.";AF><39TWQ6K2']_7&*

[[]T3834J>LUTW!6SN0.'M+2Y6$4%V)LBDF M^9!OQ/M:W%4KYE$J#T 13L 8.*Y 4XC3C#C+*%A*CCU'-!YR!)CH%[@MI;\2.'"*

*M,,OXV3]PV6)KV<.=93 /#H*VUS>\M:;]]JRY!%?=]S]GUR7=5)0U&<#MQ8WG M9=25=A8GODLQR8B/X]")*

*<>8E'HD#3R7S@RZO)TG.?8=-VVO2'W5%^{Y}R@U]HY86,@C*NM)?F! M=TY:HEL,(&E(:50O=VK-Q6KE)H0:ULE-*

/0I3.R[RU9ONN/PNKQA=M_->WLF? M5:O,=UW&7'FDB57"=)P$.$Y]=0%$?35_UDM9I.=HU3F#A!U=%%+N)M-A!K2*

M>EHYCM&X7EJ3'!CX,1%:6PVUA!I11/E^]XCR+WM%"%]U574]Q71KV'#1M.

*M=]TLI:^=YIO&U[[<=WOM(B+*N%8K$@N1I"S&@9/YF+#0PTE&,^RX]>/PF N1 M@:(0^J1G5MR>$33@Y (->-*

F%YAIN@"TI]0'6\Y?G@0VF],80@[>F! MQJSVE M/N%E6U2" 3EH4PE? >YP7Z[7N[%0K^6"-T69[ZXE-;WNL37FCD2NUX-!8WOB

M^L[V #3'K.AP/A!Y@$),54=8(0'HV= M+&)NX&>@Z[TGR\^]-3;$@-=J3^77O!PSE@JXZ35TT+>>DLW[J:,BV+IE>KKX*

*MLG=%1P4[N/$Y_I3]QN>[_MB^3QGEU,MCQ4U\-!8QQRD6 TS1*W51NR3X+H!%GM?!2069%*

M"QY5;D37#R1#!3,'8_*8A0L'C)^5GRX66CQD/"0_6-1X">_-[O^?+7):M7[MWN 8>.+UA:X_7XF-R'+IH0TN TT.@Z= F#X(6I ?*

IBAZHL]P')R0U/@]-B: MBUZ!C@CU_IT[%&XZC6=N9H$IK8#SI=Z\UNU.V*"55%SN9E5LVTW-F #?1'U MMMR@WZI!X$)?*

-75!FE;5&?"'J:X>-#.H+E!R(U76I;&8:@.%'JHZ]%73$K6[MN[Q2QKQZ^T,U?!;')01DL6Q*I?Q4E\>7$/FX"2-$\R2'"B*')9 NJ7HTEW*

*M9CO1EGD->($/J-8!3^^.(.@,DP-#NG@'4<;#,?#^@Y!8'2NM07QZ- "*8Z.B M(:\#]^W*>O61_LCOMG?=16%,A),Q+\0LEL:*

^"3#:D@4#C;9"SU6.9K%<8? MK#RSXG>T-&N_#L0>5^BSA(&I;$?&XOWG2>;'M$Z^-- X^:^]MAVNMTPUUBDQ*

M=D57)Q\PO$*Y*\HZ_V=7'/!^4\N/*4_7HHTQK](DHFZ:I)B'CH.)%T28QEZ, M$QHZOMQ8@P"6JS1.;NXKE@'QIF]$-

VL8Y3L^$#6YAAG'4/-:QAHRP&N:9Z#L M:.)*RGXM8V6B+:N<<:)+7NMHR7XP36/WEOPLW/;+%:U]FRSE*IJ>W??U /D M629**

*(64RB&;!5IU9U5MFT(X;M&<'[?DQ"7*1"#LQC3%Q6(;3,$]PER0^ M#6/FQ!ZL>]5\O,[MN)RH%C89##+G)Z;IZ?*

PQ/@>@FV3V$2Q=>]T#SA^C&GN4 MT_])!=HZD%NNV=8B:6;0/Q6;7_MT:H=G'H\R!V>,,DP2S\>1//UADJ5!DJGQ M)

*0T3VFP]MS)/=M:M2-1YYGZ5]!?-[FJH?BJAD@"SW9#//3,FZ&4,',DB<@_ M9^CT=81[2_9BN/*B^GU$I.?*

Z>.R1_IQ7M%'U9.O[_SHQ3PB7D1Q$J84DS0A M.,[D?ZB?I@&)1$9B4 .]XV3F=D/Z%I'W+56SSIC/D-'T&W[N$^5]B@+>9AF6#

*F!3%*I2HZ M08RC,/8$3[,XCD#W@L\)S*R)7TSZ6!Z H*=ZYX@&4[]>TBPYXZ?$L*1H!\LO MJF*GA'NN7">?*

*LU;TO!_*O(^!.6GJ.XSY.$N)ZGZOZC+2+,1A$B7RC,\$"4%# M+O3(SJR"QTIWSR!I/@:?GIK:!P6FO,?P&([HMALM-)-ZOAKF8T1?*

NGYY! B- MVN6QM^$IX]TVWG9=4..;WV[X&WD:6R6".YZ?.CC@F=R(!4]P[$5"39GS(^&F M/ M2W?3Q4T1FM@0=V;YS1S.

*<^JU]+D]U[Q5&$1I7?UMRPY3=2&10 OJ43$;) MZ"<772PQ?4JL89+ZY+-FF_8']>="?+YOFK5N;CX(*K_P.4WS=5X__KKADIQR MP*

*5_^X/)1R_OU+]6?A@)+PX][+O*8>;,PTGB13AU1S/=%%90W-TZ<$Q8Y+L&!*

*MPV,5F(YQ(OQ,F26J$GV]+-4ZQS]9=69_086A\ZK.U<[YL9D=*IKJ+5@=V%-VS>J^NC66J_-ZRO23NJYGOX)_ M8S\5FR_;M7"=-'*

*OR_*ZO-O4_-V:WNA^AT\N,/.W6MW_*<)(4<8NDK25 K=U MN**\4\=HP?6_\Z>!F-8'"*QC]$)/?/1-<6$I.VQ22B-*

U.KWJ8@HV=A0Y.8? M-CL6[CL$M.D'&^G);.4SUWEUQ:9Z);*B[#H)7-,?*E^A+JFD(3_K\K'I(2^9 MD_+64G!)Z>9]=V9:1:K#.Z<,!*

*[Z(.!$9P]1Q0AR$:1A2/TA$F]QJ53BF=V]< MD5>0U=AQK'I*DCRCM&%.'BF;3AJU8@]VK)SSL](?/Y!/@&8S7K2NJ2?L-%S*

MCO:L]QJ0]WS#_05ZRBUZ/Q4O)[<%\#4TOEV3DX7/04O /GSL_(2) TG>#2I M9?+HSE7RF=A4;?[P?

F.O7CWNG[FBC^IGE]]IR9O_I%X;EQM^)55.^83=[K(M.(\9Z,^=$;->HX9XTWH%;.5GP5O/?+\TU#"[O4=XCM$B,T)A:QC)'"PN.

[YD M11/!I[,2B,HKB[O:L#Y]NC["QQOF]B'_-_E@]R:;J0C MU/3@&(Z%;W71T/KD'LV$/ S[OD80,^XHT*:'G&/+[KD"7=4K&*

<'W/%GX3JH MTL%KN1$.U,T7P0KY43Z^WW!(1/3T"G/K(2AP.B+HM(+9D1&F8@.;J"=Z(<]6

*M/'_(^59JFKW8Z[1X1LHULNQBZC4MVE#!-)ZVE@ZH"-QL\G*_I[+;3;/Z5KOV*DX"EO" X#04:GIKXN+$*

M3RF.0LX2%@N>15J=)I=A=^ZD(TD0R0\1,?47L:=[=@JBS8],[S3RQ_D@8,;K M^/26/>MHR'O730'UW#

*(W,SCFHFFT8;_**WMR4*D6KJ7/LTM,_[,8]QZ&7!I''<$"R$!/"79QZOL T MY)GG))1SD4!,_A3!F8WV4_*J.K%CX(S1VI,8ZME@F\C*

*K.B9H(-H*ZDEDS8 M)+E%C9"N\,_-B/9[A]%G-9[VO;0R@K_9EM(Q;0?S-6&:ZGA 9Y5EOI\%7HJ] M(."8!,++<>*

*XV&>^XS(GBR,*FO9AP,/,YD(Q0^7'JG2'"%7=W4CNJ9L!R+3!AZ 9;IX76IB]:.FBEIV+MJ5LU?V)*

M&SY0%Q0<)C5<()K)CQ"]\I,Y/6VM'_]M0"/K0BS 0?+!I#-(3[(#Y^QE)EU M^XV6C8O5Y,6J"8"K-/$]0H($AZJH*

A&.]&MB3G"2A90S-R(B(!#;=4!A9LO4 MTT-K11")MFRC<\'!:G]2$$M?;C^HBI[4KSG M"GGZ04-*

*G@MT*OE53[\]LL[(OP4P]CNA^$@92XF&4TQ=9T8!Y$K3R!,T-0!*

*MM<&TS^+,"M\SK%R1UKF02M_RV'HC]LT*HVNV7>_<^$8L^?N-J-%:Y3W=R_VS M>1GHE]C_/#7=EA?]E(!>S> #.M6KZNV33VS*

*L7J]IYUE-'F^=(?3MNC%^LQ3N MSH>M+9?(/H/+>DRS 7S@4,U'"7[5UUP6LGI+U^O'*YKSWZK7Q5>Q%DQ:H]XJ*

M!3ZN%;#FW&'_)Q?/'4](,84>]C\W.DTWCZCGKB_$ 8QVA> W?:7_1R\R_%@7_G]_71P/HGT2]$DZ8N$$< MXCCT'$S2B./8R]2\O-

*AE(B.!Y\FT8COS&J35^;]]K(Q>7D MQS/KC:5-T!>\]KQ />,7IV\M)?LO?DFIB^_+WDY.!^Z#BI5D>:(VO/!:Q^*

M$0!YU1WGKL]!*%$;VH17EC^#9-PHGBDHS)"9R@@K,S\NS3G%YL]67[D_+@H M3PK/3SQR1JYSUS*

7FN\2&_@05:O0=ZR5BO@,X6";<0P2]E>/^ 1$<[+05ZR M_"($$W^^(0-_#E#D)P$/)4[BXLQ@D) M*189]=(X\+C'88V QZC-*

*K$E[VLU9&N<;U)$'=@8>14S/([>& TSY3D,P0V]N M+1EM-0X>I;5L_V =L0_:"&N]!-_BVAJANYLKZ936Y=T&U*OBZ,MS*VE;/)??*

MJ11[15C437L&2&^*XT)/[X%GRPM4QI.B6NU#,2]5T>9X?,7%MLA1@88;Y?B# MQGTG2G7Q^T:T?TI5597-E-

*5_R^O;U]NJ+NY$V9P&5Z'GQJE(71QD,<$D"A.< M)C"]9\%$8U8)H1KT(00P(+6E_?LUH-O1"9*E2/.3$?\0E#5VV!M@V3:P:$A*

*MCG[JV?@9J2VWXP1]EZR@GI>+-HYEM4$#%)[#1>T*2_=0 $*R9&&". E7KX^ MJ5?*

1:_IC\,M5F+IA%C&7>YDF'"5V$4=BMV,,T:2(E#9F"AYN=\8<-6TQ]H MW7>(?+F2I1.?XJR7 +8_E#]2Z=+N\Y5R#)]X\9L!*

]#_@"5,)QC^GW!?8/ ! MS%G-$'9;'_I]ZHOHDV"]V[S^WYV&*%JT)/KXLQ/7Q0"(]&A(9\D\C5%:U*YHB/S<*

*M(.B\8J,)SS/3WK2IK"ONLR3[=UL]W7Q:[<2/WRMEA+Y*H+E-(J9\WFWZ?VJEHC7JS7M!PL M!BP[.H5U'(LX#<)*

*(.M"AP"2@J9H,$F(OC"(:T]2E6;9Z$&5:+(CVD-X9>"^- MI9Y-M8 /S)X>YAQ+%[(E:L^63DAER8Z>HK*H#9T0],G]G'KN[7_U'_M_I*

_R#/4H8?>+X[0;UZ_$C_7I0-P>,:[24@B7!ZHNB>18$)Y@./$#:4"2X5. M CES[RD3ZBAAW4*H&)QD-PUK,!,Z$'LPI6@0,; M#0,

(+)D1".5%#8L!),]-C(O,7@8",R)L<305A/B8^FZ$QHP%O#,21BH"164@;D3 MA 84E7M?*H9PD>%M)5"QF^;7=G]@HS?*

*J=O#6LTUSH@BS3@<3#[_T"$IV6D?H MHLM2SYFT[GS+1NN=P-;)% I+]@E,?E$+90K."C*N%Z?(05,7?*

OB7GN=A8^P;90&.%QGL>2_(\P/4_Z._1H^_OOMIL[K MQV9.B=S;Y<'B#:UI-]]XY<4)#[T@P(&K9GB&S,A#D[=0& 6^#$-Y\"#^0C*

^DO=30O M38[F4"SU_-\9$8)I/C G]\-DUM],>;D'4"R:F[NG_@?,SSV QBQ']W 9N.\[M*$9]4XCJ4U%_$4T>5S^J -

*R]1W_%F:W(@!'$)2=H4]32HC2\[(9?Z+O6 *2F M/>]Y0()&^?;X*":0Y)]>8;/##UYX+(;>?< ,HLY_W#1AV<#@[?-O)&KLF!"*

*M\&9BXE?:=!I[H/E:)2N]*TKUDWVWL3LR>MV(*AB5W!4Q^47_%%)SG#HOQ.F8&ZM-6*

*M)9U^SG9!PJ_BIADUN!*QQ[S(S7#DD0'3U!7R8)0I2^22*,U(%OJ@O.^3E.8. M^S5TE,+LKP2JCC3,QIS&2L^86$$*

*9C7VPN]C_5^GA <;ADG!+%F TW065?5) M<9_K]/0+5J?0-,UO5YGC4<:%CVGJI9A0ZN"$B@ GGL=%X,>"6IE TQ",.XIQ M>M!*0]*

*I.X)D6-CU5M@4&3)O-<; U:^:)@//.F6E)_1%FS#P16G.^S--WSLQ' M_IR]RS=TPW*ZOBJJICO(95HU48P5S[*4,"_*

*,0^8W*9)B*GG4NPQAW+?(30(M0(4=.D1G5O<="^H;OF,"]5R@;ST?IJG+8WCJZ;]ME&!VP) YEG.&A+;3G@> M(_DRN<|:*

*()Q,@]9YU["!E[K1?T79[X+O#PE=<2(+79^D08)Y&'),'#60+O82 M"B!Y_"419X+<@=&:,V=]J,HX[0A;1PO&(-*SP18*

@"F^:WL+=7A@(096G9- MBV>K8=<(I67;=4V+?-"L2^,5P\W_^-@RAU(O".((NYPXF'#7P535)#E>F)(H

*MIBYA%+3=O\1XN*8"1&IPU38*VG>X-QK'=-Z MY>8X38VK.V3_*ZJ,;IO)Z" M;^"+C&/[(TQ<@PU5FV-*

NVE>QEK^]N=SPCTUH6_Z]SQ&-Y$8;AY1BP1S1#E!+ MB& X=.2.YG@^YS%L^.-)4G,K,5W+C4?5 =_UA(%Z>QHD3=VU(CI0?

UN:C=P[MJC,HZZ1HMA3V-%EE792X /%G7[#\,Y.?O2WTB!\3M=Y>ZI_LQ7O-]>W>\IH3_I"-8](1=,,]P(I\NA:ZIC-ZS--*

<6U=ETV16_9Z3%/X@^LP MW?>,LP6+.W%-?W2FXY78B"RO5S3U&,L"!Z>9F\I=.DUQ[/!$^]PNH1X-LI"# M"OY/T)E9LUNJ3SE

MYAVELG0.WIBH1W+M1A\W#&J-7G_O_]7GF<=^F/"0)#@6G&(2)JG4VCC#@KB! M",,X9A06Z(+1GUFE/YZ?@,%5#,<-*

A],,"N@D1)S82^Y_TSQ;870@-27#:N9 M07,0:C-<9I;Z_G8RJ#I^5)60_Z_:,:ZB)/"'X'PG,LM3'Q \"3#EW<1P3PH2; M.,2S6>1_C(>9K4

[_,ZHEL $4#W+,S-,,.NC4?!_@78LH9XGY;0L5O0_AL@R ME?!'.?@CE?^/003L 3"ZU-F) :W/=;EIHI>EN)5^5_X@NI\:WVGKK+K0]?

83-M#E#GXL]\P0T1W_Y=MQ;UE[KVAD-S<@,.6L:PI[&23:ECTVXYKWZ7QQ%VJV+5-M;XH[FF]6W
T#AWJJL;$(55._&">^//(+ZCG,B<*4,-!V/45PYKWY"7FDZ*,=-M-^A;RP(P86820CW#8A,8F"4Y#Q-X\V-
-06UU0)XBMVP;9$WA#WHAZ[X")!Z-M7Z_4P>#]1EJ3K;(Z[]9%438UQZ*JOTA3M*)!ZGH!2W#H1-XF;0]P$GD,.W$6
M9DY&A/"THGP:M&96_N;0NR=_@1H&4,\!4BQH3E'5P&U<[2VC87#Z7PP(7K#F-M-VW&P4*-/"&Z###Z,VCU16V-
H'RA,6Q.Z#OMS%F-%9:90:LORFXF+>-5N#7[-MH$X/XFDWGUWA\G7Q2JBK]\M,TE(7(^_D%V%%DBAT_3#$-8LY)C[S<)P$-F2"
M=QTJ$I9Z3-?-P=$T,YXM3Q?/8;T8XC]\/FZ^E>TE\BBR(+MJ#LR(J358-M=#'K:R[PT"""?L8IA2:6H7]/]]JHL'G(N^*O'7RO5CO;]YD'N
2H.I#K>M..Z-MDH2DJ9-'S]2)(DR"*,#4R0+L*ZJ?\TU9%.O.-ZK+2,83HCB-@+:8^R'J'U'F@@QEOA9IB-ET-4?NU-M1VW""[J<1@U>Q
D&P%95IS[A9($&<2V'*$QLQ%1)-J+E*YR&SQ,]A@N>N;@3&EA-M>K]W*[KX]D^*GL6;(AZY%'3-++VA-?G+[M.ZB2"
M>#CEKH\)813'OA>I;)3-"<(P=L/$:-SS$S):7\BS)Y_N(@2&*61/D='3/A-!-M#5/&.N$Z2D,77Z5X?RHVNZX1-
E/(CHIG+77LZ>H+IXP=%>TP5>SX8V;]]QLM-MF_&9*L#2W4QD21![3#K5]WQS!14__SI,6IH)-0<'*=EH62_IVA,"B*G=:P.=:-_*DF>
(-Q]-N>%/6-MU\UH(*HA#62(B'##B8A)3#]-,_HT'/(N#(*-)!')"IPC.I)&V^4_K-M/1/-)E$-V/BW?XT]-_IW)!IV8.HZB.:>\MK$"!A\?
;,VW$0P*JL*YDEQ9XD-MMZB.ZPK_7-FUWS-H>,I="^GJ!NYE65Z7=YN:OUO3&^WVID??GGE,5421HHK=-M8=TMDH[QG1K-
/3*_4U?\<2VU(SE,+Z>%1M\4!{,:DHZ*9]:"]/B2R[4;'17I-M26O1\2?A2G:Y7E_ROU\7*E.J:U"AJ6"";\ZL7)(@DA2W5=UT-U-7(L.B:GW-
M.B+SM%:=)RY,HR8DM=B/8UPR(V4ZLMQBBG1:E*$2C3QE."N4YN5O=+T5KQYW-M?_W?N3S8E^SV\8-XD/*J\96."
(:4H:%Z\I38YRH-L-TQ4'F9F&JPJ?T65G-M?8*.!CS"7O;S&2\O;M?%X]"?!%KY2$-W.B^,"Y)W2PC3&-2Q3XF02!4OADKM]
(7_$YON@/FC['@<*V8:?;G3Y-MG..)((#,-J5(BXD7'E8$-6IZ9A%H-<,V"YPWK4CI6N7#O=^\IO=Y3:72L#CQ-MT\#%04P#3%SJXI@Y
78"^7/!1,!BK13B"3ISNS8[JD@!B:4:L98PL'?""93T-M#
(P%V8%ABKW8BF(SW6Q";'CG@W&A;'4X.$%EV4X&XZ(>="R8>/S,4$:K]MV8-M4_YY\T6U0"C;EFB?BDW9__,5K?
JZ4>^GZN5I6[D)7Y)0YPF(<61-M$]&0>[4;%#7J3[#9L-M)GIC
<23L1T;:YM6CM_=Y6U@OZE0WZCL+R'MA:C>Y!5;%X]C77,%S\O\,(@2-M+$3(,$DRE>+
(NS$)$E#E[N1KS4,W8CZS#9SPNCK^X07MVC$H&L!P6K)LL8AIP4J4"BE:;]SG3:XBSMPP-M9
R'*:%JG(.;\^0ZV,WBU$L=)KTXK='S4X1F-C"[_-N\H0H-!IT-1S?<<[I(-MT(!.3[%+]+_-8U5_;#-
J,BV4M+':"S,*!EW%A#T,K$\|;GLGR35Z+#_F#*N^I-MY4>>2W>D,S[1NSX+-XX=[L3"QUFHIKQ2O\E3II@F,8VHFQ-1
MA:#C%XS^W!?.#3>X80?M^>G.-A>H80DU/""%E&%V,Q1TS:/5?%-"3U'6480?-MELRPL'4N-E)?]@AD!LW!:<=P&7@:V:\;7JX?;
[H^F8\??Z^ORIR)U[>;FZO_-MO[IW:XX;5])%W_>OX-ONCA-F>-%O\[-CU++=V^>X+1U;JR?6Z8<*$-#EFE4J
M:L@J=6M^_09(5A6KBA1&NM6)*V?@JENV*(,X%-M]6:&:<-.X/!J;EP[G[(U$;U-+,)F8P;#+/B@-D&14G<.-^I$9NIM71:J6D
M32R]6'J.&L1NJIKB&W"%_;QEZ]":5C)]-M2%#O_$#'6-[7,/M:6G*QU&):T0^AJP4#3^A>11X3:]M$CL?BD?PEFZK*R@5A
M]60+Z/ZI7W%,(C_@!&6$N0AC/T))D*6(Y7'@<1RYE&4;J18S6%HFWT(PPZOZ
M;O.8K+4KG*W8$"K)E2,\BMWFV%2U]4YRR)^D9-#N\3,^CNHMJ5U9VYG;=KBL-M=W+AE!5;\<*Z8-
Z*9ED8!!Y#891AA#W&9$Y\C@)&4H*9YU,7:\S-F,V8-M95/4LGDCG*^64>?EQ*E3=,,,O=0,:0W/F/]YU,S6>P@=9M6.\C[RZ'28/!OK
M=^#3:1B5[F^7U3I&,O9!=*=O&).>V9$<\]EZCSD=QH0Y,+S#W/]Z]K<2.[2D-M(1O&K4B<15Z4I"A,[Y\M9MX8%8W\S!.I\4:.$X!
(5N2..5R2Y]"Z#"N+02-MX/UH5VR>A=L]RZ4>Q1)L]X+DX3I(@1#@,J$S9\%"6YQ%RL?B_-$C"B('&
MBO:3L6P;)%$DN[[4O_LWCB2LF7TQ("8UDS-?/,P-Z.&&]Z<:A66J*U4_D65[-M48T"O>I-?XT0]II:=\X-74A-M(>=
7TW_)L4UKH$=%%7Y-M^9G38;^LM_RS^&.URJ,TCWB2(L8]#V$O)BCS&$6^E^9QP/P\=$%%W-JP]AA6DC$*C^E-
LK+*8'V9X(O,^LVBN-@^-HKY^$-M9^M]+.N[N=LMV;S)>L1C0:]BWM[0^[8WO{(LMKS85^?M"P]LJ&?U#>(?5S%3
MT(%;WCA]YP^CI<Q&U(F!^"H;WJ#E"SKZ&DBQ:&9DN80G"L)J6U_1G## M%/0$^4#32I7L)#+3PW&NZ+S/B)PAN(.#<@9?T-
/97_:5V'*K2MB#3/:?EH.?M.2V>MNO_YNPS#UOR.J\%325,+?TO_:KDK/;;;>CF_C9_IFSKUQH>N!&+@E3-MY-25$6N$GL8M?U4]"4
R#WJR]MHT):3FY$:.:";O9U[NFO-M1<'^7&^-C8Y,?R(U4_.@H<9].C3H=3F8QRX-7I,GMH@G)@MPY]=6U:-0ZL3F
M9IK$M]T6?.B!K6K9S3H_"K1<-6W37JM_;5O])NH.7[O)6F8H=,4,MASLR$-0VZ;4=86]=EL"/72-M8;-
"P]@9^Z[85FO63E(^L"K\16_%,1#AW-4-Z54E-M;-GD7(!!_-XS'W1B-.8\N:I9&AO2@EF9_GFA5D+]4+_+C1!]GXL_J#"@(T5G
M7A/(1+;;:DT>"%WG:]H6&X@3'.=ADJ,X"R/AH_@)2ECHHS!G&8^]P,WB3#6_M\VIURQ9!TG-:@NKIG-[6R9:UI
M::DKS#GL:671!@-3E):,81WI97Z&?IROMYAN],+HZD7__K#%EDV"9\?>"[
M=O*Q<'P_B']4'ED]LH9E9>B0=LYH.Y(X8&CUF!BF[QQ,20"F09K@85.K%9#1-MS:X>6WBY"=8*\,[F6*L\K]FYZ)6L-_+:4K9&
(AM^*N[+^?[*E"U-R*CP"6,-MTA1%B1*YR_#*(O3&$4I\3.6^CB$!:C@+-C>Z^KNG76V0'6D?N-LC_2!C8S@-M(E8[--H5',PJ7-
3OWCA'YE!>E$BR=^-\G98@O,N1MA!,M3N",[!LWR-M-5TU-M0-)?">XB/);LMBQO6?$"=0RNW[1]HFQ)-7?_'H33>_X\<#"=?
BQ)G;76Z:WH-M]&$%;?;#D+2V^)E%MO8AZ%TM_,1I^!Z\O#Z4@]<4M6.P_,6=>*!O#FOU5DC-M]--
%G4=.:*;U@P=8#!]&,743DHSE#QS"49+$XZ++/;[?\EV]I?^ZF>Z\&V-M=3Q3=O6\VU>[XIF7AQCH6\>%PB1),S?.4,)S+IO?
491FOH=WUFM=(7V2OZV_KIQ^X^_T?5)/"N-M>!1EE(EC;4:L]_'9:=F)XQ)!&8=3L+XT@CCVT$8@G93'F"AJFD,H^G*IEY;[U/=-M-
9[L,)I]"7M0M]SWKF5E/1;$;MZ<6SD40'8X[&9U'Y@!%P2?-M2V#:HYX+'J:7RKC->MIC(.=4-I\ON'05<"^(XQB3.$?
5HAG"8^R@)DP@%:1C&$2,.!]D-%P&/$;.!]M-M#Z3K\1*D)2H\[$-M.66]<[X4574H'79^DCU^RXIL?C:WQZI-K3%CI):=(=5
7VYP2J]HU&/]F/[-M]'G[24X*OZWN\]^KW?;I@]BZ'\KRG^7'_J]W?Y9LDK\,_N\O7LMV3_+-BE-MM3)-ZZT)W&-VB-G1Z=7-Z1)=
MKAINIEC.ZN+FK@7,XWK9K;[OLXJ6ZSIFWVI10$+B$M]#/&0IPCZAB+@\1%&0-M^$RX-YZG5N/6O[QE^]4E]C6U2^%
<5LR'QO,2G1I3>NU"CY6T+H6]F;9@_G-M&1U+>-6SVD;A-!9*/%/;(#<*W"9UK?^E9?+71AD^)K&-/P5W?NI]Y>-?):TG
MC;JZ-.=OV0XH_,5+NA;.=TU,W;FX@#;M,NBC-IXV)!U'$19HY^Y'H+4?7RRU-MV"[;#Z&[=PX\H7?
H_TA*.:JE>N#-9+U3SP29YAP20I#+4A]AXHK-$8<$L23.M.(J2-'%!(QT&*5E6'JG2IS[#OO"RZ9P.]0/2TCM1&\$-S-4UY*45]T-9,/]
M(92Q&3]W#]-9]-^"??RQ#[]@FYBU8=]4VH(2ZHZO&59Y;H)1P>2T+RJ(\#I-M?4L?&TRM^O*I)N%IH%)=
(IF11G5<:N$4JDL(U^E35T_3W2/Y.F)BX,A6Y/6-MU2>11W),4L2\E"+LAA%*<$Q0@(6+&[@>";)-]4!WM;IEI6GH.35!]?/.M0RF
MCW.SD-%5I@-*XS1WC4[],#<+I=Y9[@SMH7^@(QLY[9_VU<[Q;QRAH\&_F3G>-M#0(<.=U=O[/8X6Z0W>[9;O@AW?
[M8K/]7%5[SH3!:682K@M6QQX_/K]LBC?.MZV<>Q"?]02K^(#[H*@TR-_3\"&6!G$^4!QRE.-*'9&^?-6E-
T[QR8DFX>N5E5I@P<+T\0/2ORPD\:%;D3E6K69.M#[S1APMW
MOM&:+3#C![MYI&7I&+@SV*E(6QP+V*E^^G\;&S4J'HA]&E]HAFW]JZL3N4'-M(LY1D'(Y-S*5_8HB'WE1GH=)0&,>>V-?
ZSTZ%/5U).(.'8EF]R!ZCZY#*9T;MYW:W*]?9OBFZW17.-ZFK&6QT'U]LW]#?I<,0O*>0\2Y"=?T/Y^6O9;%_J>U'
M67V"]Z@>6<*RDDK*3DW:.6G?.)^*8KYZKAI<&<%Q:NGDR+*+J>0TM*Y&*CRMD4&RV7S>-MLO7KFNW)IH*EQO:]:_MN;B,
[;A]I-M))^G!.*]HDDG?-M@LNEFHS-.4LX&7M.N]:$E!NL6)YZQ(\9"K(L$>?"Q$59-MXL:()WE,,A:YG]>4IC5)R;*>_5*49?
%GG84AI>YLY-126>A=$P?7E0Q(2^UD-M:$0&0+^S)=F-KXE*]'?CZ'5J1\:1F2L<&:"S=-7(.-R>DI&)%W0.@@5LESN^
M8/N0]_$>!O0[*>MI-M7]^$3W[[U[I:19'G)0F/4)9&&<+435#BABX*0Q:0B#,<8-!8[TL'EG_W#^0<
M2<_Y0U($3JJYDHC:WC(')TQ%0!#!.\D0#D,;R-7RB^X;0^-NMXO!Y_24[/.6-M%L_\D?QU:K-TFE=-(B]-
A9:E+HX03HF',L)C;""W+]M=0-M=@3ILW92TZ%OL,S4--*0)&#*J2T$L*(JP#.DLV.4%E5?!-9J0;'U9:-M.-OX-L!ULO'E-YH-
IW8_>/FUV!:'1C>-DK6]$5:AYP>4IQRY?IR+'2T*41:$-M'@IBE@74YU&>@5IDC).SK$@U<>8%LI,Z0TG*+_PD8*35#IFH&
MP;BD8';!B)-T,E\-H(TEP:C07#@?!B"&Z]08R,NZQ]Z=^&59'V?)?^6[CW_1-MS5XZ=;\6!?MSO=FLTAQC-
PY2Q/)4G'^S)$1I"%&4>&'H1I&7Q)S-SK_31*T?-MA-\LM#TI-=P%)=FIGH/-2@1Z(#X*X]85AJQ$_NG(@G/@P:-+-8%L[)"L0'+A
MT[*Z$*Z/S8!W=2=Z;OGA%N83H75/W'JL]Q5G=^1%_'WW=E<\/Z]WTDA]XOR!-MB]\OP=437WG$YS0)$L1]5Y8ER.E]4>-B5[@?L?
G1RB>^#/$0PZ)PZAPT!U/XF:)5I$T##S9%/&&@-%9\K'V(11-M73X6'CDZ4US7,TCG+JAG"GOF*-]N66UY;V7U;+6N_PEV-(
M:D_#^L=^UWPX-M'49NZFF]_T^Q%OKUNY"J#)M_DN,IFH90%HX1>@*R-QA\C/A[CP97$(S"<'"5
M531;5U5WFZ+BC\5OVY>U#/77C8#!*<$*2UG>\]O^CC4+LKWCX_JY+B3Y[>O#-MY\Z-DO"B:[:-7;-FI#0=^3SQ..<]CQ-CG"/LLD-
,@$Y1FE&?BGZ(T3D$Q3!M_G6!I59O5<+GVB](QO)I]C/GV7[Y6N%QV6BO33%?18>M$H.[>,<&R4U?Y"T3C!V:-M(_]:;F5WY/HGU:
<-JWLHWQ5;5GTHQ1\T&K6;H6;95G=;@PM5[[02+_*+9N&_M"OO0=@N_W;YUFXKO?A-9\UAO:C>*RQ/9R\MF36OWZ=",7*);-
RT/VK8(>DW>-M#7W$:2=U^>\',^)_ET]G.-':K-BU'&A#+"SF8YL56=<--[RRIJ*OO8E
M'8CN7E)3#VSQI_56MC5U,K*HZC^)-2T]GD9OLM2%%248(*C,$=NX(GC2,X)-M(AF-$'53YKD9#XB?M8(2'W1S'-MRIT/DVM.=8
PX#EFA8B?-EQ@<&\F4E@@KQ>47LSN?*GEPG.]$,XB#_P@0I@F8A?WDY#4$UW>F5P[CVS$4'O,A6!Z:L*F,(1I1%O-
8HB_C#25EZ%UM$-M7<9@'!1F]!EX2^[S&;!M4,Y;!5X28CN_N^:#U&GAK@>U[!['-=*W>^#%Q9IWCS/>[>]\>0L;_5KL?
LGWWW@0H&?-MUUO.X/?<"FN]MV\37$K+0-LB@[D.]#"!-M]W"K)^$...O3[VF6W1TL2FM,JE464>SC*4T\.-MHR[$3JT6(+JB+
(!1SK*O^&/\A7G5%/65MD!>U-?RT4M-#0+K:XS\7$*(KQ<-M;@B&J0JY]_67+8H;@G=5!S?X(-

!]+W>KVV=>KBDY='<+O"Q(0L]%.8D9PMP5 M>N9BC&0I:^*2P$T4Q^E<+6U[DVV)*;JLU\@G_/)9>("[84O'Y&S00?;'5$>|

MU5$;\;>3RO0LN(QG.@CDZ)$./Z%YMY$?;FLCS&GNLQ@E+!>]DS /)8%0'3^(W-2-O#CP8:6A:G1M)THU7#A'-IPC

M'TU7GI^^WW_Z!KWB4!2IVNYF05 PA564D4%]UH1NZ@9%D>]R]RHP45S=M@!? MUVJB5WN!P$N8B]=LY]I\O'<:7W76W'1;

<;W]E: M2_;DZP-QT9FO]Y$YK<..U=I?VCR[NC$==Q/JXC1!(6&93;P4!IP#[D<W$1M_14_!3Q6%U>V6W15;>83E8I/EU:FDY12T*

MI$G ?!YFR$\R%V&2)X@P$B#NQ<+1=FE,0]!(1AAYRV:@PTR3O]YE!V8#@&)5 M,POVA 6S%-*

R.NL[:&7:N9X8#%D1(/%%#8N>8"YMC>8J>N;G \]VVATV^U^V M]WLOZ=ENJSF.R=

*O\0"117]9QX%>_E)./*V_]Q7;NO]0&]O(0B(\VI0CEA$B MMC>6HLP/$Q3X61;3.,$QSZ#;VQD%RSO8[T6;=R_)-*

AVQX/O6N4C4MR9MH/#= MYP#.0O1F$(G!#>1_<7WB%YX?=M_X,:P[(XJ=56GH!4IV.=7K&L,RVE?P=, MO.K F0ZB:"!*45+Q-*

*CQ;(!QO0%5G766FTAUS?S9"*J>'UN8^]Q;KKB*W2A/ M(WF!YZ<,X3Q-41JR# 4X#F/J1K[K&9MKW\^"[7B*X*6.%LA!.XVY;H8_UU-*

H MFJFL#I$E9D[%=[L-8.+<#+$K7EQ8%28P)%-7&[1#H4]CH>*L$DNOIGL7I/S MM6QDL]"*

*Z%'A+#$ANI^!O\^(Z%$!@69$CZ^D4> L\!9;+HNG7WGY]F'/"XLV MC^$^_[C-"_'[*7^W %!"&_: M7; D-YCA,2PR6!TO7 !ZQ;H*

,LM5Y,+!GY7=:KQNK&?^HGF8A"+_&]A#+J1: Q4';9M6S FO;WM"%;1URWXC?I\->:#9CS9/GC]3E: M?Y]/ K._0T%3ZP[7=[;IL/.@?

OZZW7X=UH -TX+X=BEN$9AM=N@!6G;ZTYH MDMGW[F9H0? *W0]M4)W?>KF-,N(L2/P@B9&/O1#A)$I1%GH8,3<4IV6:L,@%

MY1)^< +01>A\%8:"O\']'788!CC8!G!5]E M6>E'H>N[MX_/O'R2W=/+XL_=#WEL)-NW548XS5/"D"=4#&&:92A)]8^2G 0T

*MQB0DH:=:23U"Q[+N-92=_VFGH>VTQ-4+K,Q//,! M,@LGEH^#OQ!])FGXKRD?SU'^O=#SG*2% 0_S!P#Y&&&+MY'*&,*

MQ%0H=!2BU$\R1'T2Y7[N!G$":_6KP81E91=Y2X$[]C)=E\WC+^U__+Q2$B MCA-Q?O!0'L@1:A$EPE7Q8A1E7%BR@#

(O51JX.DAAF>-#2]2IJ3]"+/3@<"D7 MU2/##+1:AP5UH!K'A $P,PX(ERLN?#08 '1]!AZ4,^S^)5ON5A-CBQAS^OM*

M6KHKN_7KH9-+&R;RL,=S/TQ1$G,/84X31'#.$4X2YF*>^6$&NB91HFI9'5L> MZD@Y.>,"Y@ZH25!M_ST:)(;+_1GV

*MLF8TG5<5YW6;IP^\HN7Z1>[RS1'"*C-&(!EZ(PCA($,[$UDS<&",6TYAE:92* MGX+"ZL.T;.?7:\HWAX9@'>IZ0S_&I*88?*

#:],K6=90IA>47RYE2A]I-E0\I.6^#[SXRHO;UZ>Z M$)_N]F2S>9,G=4 .Y<0R"RBN:,SP5?S_[:OP8Y[X17N&EAU'\@-.FYR2D9(Z*

MFQ(/7)?-20:JURJ8=95Z=.TE-5H%Y(4Z[VBW0:C;',XYG_,V\IE1^U>B!O M=1J-\/ 1+?>\FS^SRGD'G-6TQQ8_/C\]+^+/^6*

U+MMQ4J-'LZC MJ]BV.77MV./Z>;U]NG$$"\T0WKMB6ZV9'# &'$P\+(UI+|2<(&!V8U(&-KHQ

*M*V'5'SX\O/2R;K#C# ^NI9=N)4E[W5;NR'G%1MP,(TI $OD]0 M&OD9PGXB?/^8R:A[X!),?1?[H-+N 3J65?-(U3F1U6J%-R0F-?4T*

*!ZFH#JX MP2HZ@*NK4XV82:WO;VL6IE_C<1^*XSL5!/?.$VB:)T&*6 M4I\&&?:4\N !-"VK\"'G5)X:?^7%4TE>?*

JRI\X'LR+QL6_WV=8:% E/MZQQ< MZWW]`'@MY>:^>T&UKRB-K]<^!W<>,?!$U:[2XG&'VJA&Q_*_3H2OKC(_R;1Z10K_X

MQ^X;5DH-C,K.5%\U(SPMVXO-I!BO^K<975PCRLC86MZ%D0UV_=<^KT$UT#BU MD.U8XY&^(QCXZ?7GCN<

"#-.BD,ATFA2$L!@XX@0;,0959'JA1HG5U\NVJ@* M]"S@J/R2GF-TR_YS7S4=@!^+$S%YE?IY>T=>UCNRJ6L+LLO:@F_2':C6._Z=

MEZ]KRIN>56WG ?E W;YJ%0641=CC&=9(HY;L@%>[&.49H'GQB0*0X^L7GF9*

*M%:I>DVV6(9K595S]?"'+;?:&:.]DR[\@>S(&R_N74?*N_T]< VKF'SW<*'?:. M=[:RLNJNJ'9.AT5S?M92^""D<*

MXYPD'/$H]!%V,Q<1/PY0XO$D=MT(\\"'%7]UE[=]!=441-44==M%G$ECW#S. MQPB\,X+

*TZCUZD,QH]#K;+F%J[SZH%R7>/4^I:M&K6HUWN9-9' M^797,+XBJ>=%LA4+C^I!*T&$4C\/9,UX[D/*647K+*-H9"S?-O"6G*

MWD%K1AS)"53_QL6HJI#&A.EH;/DH]&X2FAG:/+X^@NKMA+8:UU7>VW.X(F[M#:FJ7]HZ1#_,>,IH)#,Z",(IQX@D28I"*

[:$D#QS?0*?/-$E83LF+$DYOYSU M^].9/7$F%<50[BRLP+AL ^^ UM;\B3XP1@=0G!%XAPD4?0#[1U#T/@F/1SZ6*

*M3!SA/F_9XWJWX:K!Q_.W+*M034,]I'B!:#I^]\&IB./):E;C%P13M$L*EU3<7YS'-E_B")Y!!/*

*M/T,)#BC*J9_0P$^2',,R'\Z6MYWD(+3U_H W8]6:'W*=T^'8?3[" M/,$HC>,0Q6D<>GZ:^VX*FBDV2=&RTG6RB.B[:+4DN=R8=O'-*

*QF'D+2 09@S[-/1%EUP.:&AA0Y*2/ M<2]@EQ3%>M3RV@/R# ^5 [T&]GM2^&I?! G^$[+GE7H)T&2XA EF2?\"CFR M.XMQC(0-*

8]E'>,P(E?B:IE*U1/FS\Q<>,]WV"614VD:E;%N*\@ M%L6$C,"F!(39D!E1H[FH"0&)X=)\]P%Z&W_9\;IH@/);LH=BLJ=BI'\J"?BUV*

MMZQXV7%XNPOE!2U;A98/YW#'\WP9G3Lj9^HZ0NM>G+)BL"

M@_H;8%E9R&4'"T+K]DJ=RF(76V#@W3LO^,O&YIA^YR]$>#)\\W8;F2=^A;:5 M\&;$CZOFMBC.?#_-\P!Y/O41]FB&LBSWA-

*^1^9F71T0X(3,GE"HQ8MG>]$^[M/''6'7S9Y4WO1D[[:ZAY*TO(&&:BK(G7Q(!0D&SLC?Y48^.]AWJ"A*4PKA.V*

MGF87$[(NZYSPS]N7_:[ZPE_YQFMOWJB?1!1C'WDLH0B'.4590 ARLSA.0Y)0 M"AL[-D++L@FK23D>L'/)B&C4C(TAP#!](HDZ-

569<2/IRE[A-7X+EY$*$$VU M,QFAM&Q+DVG(5VU-%%[1S2.]N,K\Y>T7OJ4_GDGYK[K/CD>]*$]]CD+&L5!B M@OMW*

*SAG#,_(SBB:M49J@1M!V:O;]B/Y+7Z$TT*4$W538H%>-,Y0R(:J:E] M,(TEJDZ06SAM50W\=1*KXGN:M;IUL+6]*

*5I%210GKDM0FKDIPIB%**59@G@6 M1&E.0X_E0M^+'=FHZ?O9ZB#E/M)0_E5^E*\XM+U5;*Y;@-6O9[)04UUMA#] M;<@<+TT-*

EHCV\6^JGO-L[66++_M@755]CXT,RWV/I>],#YMBC]/-VP^3DCJ M4HSR.,S%YIE'0JT\A@B/XY!$J>>'H.*,,6*6M]!36JFJD?$Q_G*Y*

*#:E; BI1@)J%EP3GR4%\4'+EP:C:L& @P M>$/60IWNHJ8#+(Y+.P)? &94]G*WDLVS6FO5-ITFE 4!%6Y"Y*?BC)UQ%V5I*

*MYB/BY8P%:901M:["/?19^ZO9I?7SX?O>#EX_MR/;7HF!_KC>;E^PB+([DXEN,8!2EGN9^RC ;@*ZI%N;>>)W2@*

*MKQ5*6_9#JIT0_K:?!V;T^J_\._?\72B'E.@#F/I$TH'CM'CD;=_Q@Q^"C34H M9R=0.0=85O,%[\->TD&%GE_[\P$^Y]%(9UA*

*2;TMBQQ'.#;/?_&I;\JCH?B M,%!OBT+:]]EF_51S+_Y17N*0)[YR.8W#&#.41XPAG+L)RICKH2BG&2%A$E(/ MM.D Z=L_!DINZKF-*

=3_Q7>%DW"F/7^_&>3GR MM2H()6VQ0LB@]\K)2,2$O> MLN)T>'%.S-

PX#],2!)MC33D8,JA0ZHN:1$W17!HUW66TJ_"*9_Y(_NIK%8[= M.,C]/$+,CSG"E/LHPR1'H3@-4YI[%#/H7-

E!8M;]5$G:$;0UAL0.2TC->)C" M#;,4)\CV9]"H(#17Z39,:NGBMDG0/?5LT^_HJ?)}^43$WEG;!SF=L]BL6?T7 MX>\\B-

*\3:2_D7^_SXP"LXSU8=6)'//U]+3;A:?$W)=M?.B)5VJ,V//_WR2P_% MS:($Q1FE")-$3H?,.**I1X* 9"D:1#SL#0*

RR;GJZPVXC+\Y8LRGQ]>:[Z MOG]^>N6;_$F'4>?$Z;&"\&:I%O\%4+-^?^?/"K.H720WSAF6MM;GA$9^W=.< MOQ.@KBVN?

QG&?P,LV>OW^B:&]H#%V5]T7WFOCW.Y5{T;'YK]8+@XN/-C>?@7 M62Y^..>_M>.5J@I[_D].RD]"Q5=^S(1CZV8HS_+

<=$Q+PL1'04K]'))'"9* M#3QU&;"_PBM28#-8J 25-L ;,H%9L ;3FXZK2!J9FZ.HR9+#EC*8P3#6B@9)?MCV-*

IG"NFM;HKJ,Y/)V4\J1>B5-Y/3'CE.)%$]_+ M>(Q\V;0&ASA&F9\&*/1"XE&>D@@X/WV D&5+SP@>H3P$S-

*5!\BL^Q8]0FP5Y/5IY[7#.*A&4U M;^9&R "3) E,KAP1C)IJSX,+4V4H4G@UXB 84_6'UP26K3@_;C;5[OBF9>'SN89S>*

*(LX(@F5'K17&S"."4H3/,@H3D7 M+C;H&D])ZD(7X'47QP,7SI^"#>? AW.LW]2Z)\0*NC:VYRHM"Z[U:1DH?$ M"+*

[9.^X)FN]QLZTFAH'[,,67=:;U=5W4=]"O_^)<<6LE7 M+DXS[NDG9:VR7${2B"-#4,8I];P* 0EZ->#$-1> Q9$O>Q6W^D/ MSO8;?I\?

4OPX4TCP:^<0I4D6>5F,LC0$,8X0&F((\1B[&=9(AP,JF0)YC)B MV40<6)..<4_*K_BC8L*O8CG6W,\R;FJ6%#;,!AWE?)^/"?*

>V7]BPYG6SAPSCA82NH&R.T,2:G8+L5J] [A1X#85>'.77Z98SY 0CG5]IM9[MA^2IXR6&2V>AC02>PKWQ4G5SU#*8@_E)*

*(UBX6A2S$!]L(QP97FK,9(4IHWN=_M9.:SJ3FZBW\,V%:TU'=8-M?(TCV8&9[^[\D*FKIA,[NX[M3<[YS*_NS2LC\]*

MW;Z2]>;V>0<;H=N[A.T[M:>GDC_)6>HU0;D;0.:?K]B,?MTL&0<,LS6/?W-T3 M#TZ//)S;9YGU97(8[RCH&9-

*Y^]==>$SO*+CKF;WCC\/5\>-_[=YN_RQ9=P4X1K*.7Q_$D'5$63WU:ZV2^I*V(=W6OEF0H4IW2!*@V'O M"5!:2M6WWF+*-*

FJT1CCVD>)\Y2S_Z#KY]^[,3IY57\ZQ.7J;'2&GX3)K(M MY%KE-,0NBT,496&$,",Y2EV?HIQ%>1H''7NAFH.F]4 8LZ^B! 40:#NI^8)

(% M1_8>!_K\4-D]NO<6)0;TY"^S4P_;.."TWSH$=YUL]?JCER*#+KBD+4]XYE/RR MCKBF<*Y\;MUU3)BD8S;LRB64AS$+$]E

*_X\#5'B$0^1VB 1ZK(@@?3R': # M,C"Z77U/8Q0W]0! [,&I@\(*F1LSGR!.96)0)*OR4T90C-VO'-;NN\IULY/I0*

M%]]KQMDO;_^H9$N/8S/&6[I;O]:_VJLT"_T@Q11%@51A$@0HP[+/AB\4F44N M\=(08N_425LV@8(1I^XK^M->.<."LMS

*[+RU33O;FY,?^HN3($;5]]J0U53? MCNA@UD!*K6[+_-"1U4__.$CPU)7U=EI]\'ZL8 &8:LBJ3GC9CJQ@@5RU9(6O M (^/U*?P?*

VQ9N7E[ZL1>U(.5@PM8WOD%22YHRM_G$UGU.,DP[NEHB1'(,-VN M23]F(T&)">A:45.AE==+'XR":P;19E^6+.N=

*[WE]_E=R=EZ]XG0VEWXO!6_M_+RJCT MIWX&FM]P3<*R0;G0!KW)9M=R43,,\]#"U!\(%%XB-(C%5(G0-8%E2X0& 5Z5 M" T_">_-*

?OO,MTQ>53_TPR+(4N9RG"+MACI(T%$Y3G'/?S3/73962 MJZY6MIT><#E2&+JK=;/T8]KU2Q,0*=:#0ZHB^ ;C/T M_@?*

*@*O%QNQ-Z]8T_U0GUV]U7\LQ77N)Z8>!A1,/00SC(8I2X-$(LCQ/B$\X* MF)+|WW!$P"#+_]=.!ICZ"#8' DS2UAT*

6]!_W;Z\"$.W;AB4>1_5]]MOW]43 M+947LVRVFYX;70: MPN-?%>%?SX!5?5'C?I#]YV/Q5;;I+

[[R0EBCET_;4]MDU3O"L45L^V/'_&+9 M#U,P@1X^WCM?Q?]+/OBV:GZW/Q7%;ENH)G!.2T;A%M&44(!!#Y@\#'=M5@:N

*M=\\XNO)R=XT]_N&Y5>L#BMYV,[O.9Q_2P>N<^_BW^M;_]M/P6K?QZG_+]X\W M_.W4?(WEOPC,<"WX,>S,$E*6W9(CAJ:9^OM-*

*'E(6I-9_(O75-3L\E455/91%_MOMZM",&_^%S"QC;&4(1PF""'5N@A$)L.\&;DIYE$$R.#MK@TPC/$6SIB2S,G-H MV]4N?C7+1(D*9EX:0*

_C@.#=EJY9-]59J;/RLEV4KB%==4SJ>40S-?%7&0[_M0';\$UF7OY/-7LG+&'G=LLL@Z3@U(8?

4S3QK#IP/RK5A8\@5#A7S00./$W5B MX@FD11O4WHN,[G[N3+?5#E%3W]_<"S7=\4QR#"_M">-YBES?%\=TQH3NNCA&.

<_S),^R..)1'<'Z-@_=Q>;U[JN[2S=%:,(0S)2 M4V(#R&$+_G;'V\Y *NO4XS,WVM\XD>O6C2Z,__B_U[P4*

*M2_YX:YO21YSCG/DAXIDKU#>2<[QRGZ(T"!DGF*2I#XJR@:@OYQD?"=>W[%]O M?]=LZP\3+G#S-*

BTRW>U<1UKZ^SD$M>D=7HGV^^SY$+$,>@&@18#=A,O=ZCM_MDDO_RHNGDKS\6%.R:7_SPX1A5_@%R,MX@'

6IRAA68I2QD+?B^(H<)5J_4>I M6#8?78) [U4%S9A:BP4Z*BW'^=E+G\;67Z>2J N_8
MIE7I87C82J;IO/+R[3[_6);R+N_D5$AO]O../T_EWZDN8_.RI:$N?6]!O]CR M8E]MVJ9=G)W?%7>=UMIAKYDS=%L,D8-
6,$B)P&*1(0C<;I@(])Z>*_O(Z8]M ML2F>WGXA=27Z3OS&K(\I:&V(A$6AG&(3HSB.8H1=[J/,BSGR&0FX^*'+",B% M5:)]J.X?
DD!1Z8@;F]*I)3LU!-2X0F&4XD4?$P"&'UGRX"839D%NJ1G-1 M=Q0DADLW%/:R;CW/+6/BEZ=Z**H=V?S_ZY>[@O%5(HZT;I Q1**
((QQ0'Y&4 M^75S0!QQET(.Z[F=CS:82(IZ4H2W&,29*3
MB():55CCU+*)Z,Z]J612+LKJ+9)VO64^,=%IX6^GYG3\+;X(S&K5G+4^2CLH
M_;S/=SN_J2GUN2,O:Z%IDLV;MJ-.FR;F6(G#6Q>HJ1QY:WPNFUMO6]Q7.?G6 M"6IV_^B.1'@0?Z)O)UO@ISDF%(2!("&BXX1LRR
M*7XHUUNZ?MGP.@GGC!%@6Y Q@:D93U-B@-F_,ZK2:9-TG3_:_[5BU%2 FNHC
M,D9JV8XB"J"O>HNHO*,3>JP.HTQDLE#=PT8Q6Z[G5>N7_$>*S@S3CWN#@9RU!!1GTY5S!#,?%S'V=>%@:@N8(C
MM"RKUAEE1Y)V)&6]WG,C$E/V,4W(_>QBZHA QZ^< F?.K1RDM+17.06YQZF< M?$57H9^?BVU=9MX4(@1N3&-
"0^0&,4$8LQBE:>0A1K,X\]*,A@E0B\\)6%== M2:X)T4$5]4(2]MJICP^]DC6TFM3-,1^\JO8FQ@5/P3&FA!?++ZQY_>"NU6W@
M.C0QIXQOATC9!H#IV5(>4VX#F:?!KX$5N[N((D5!LJ3@3&IED MQ$,\2+"7N)1@7^F*S0P[MN/L=6@W&PKM:L_@G?D-
U&S!SJJ:30:H?MULF_T=.B'PEFWKQW1TI2SGRH-EOHRAU M21#(($4FSN*)GR*2B).$'WAN1#SB1A$L1*U"U;8[(H>VR$NH>N8-
/[$!]$V4 M!*CHL)@6"]"+.4BD_D.'@QN'R"$W#1.FRDRU0)OR=91H+NL 0<1PY16!7H:' MN.]^;)\^;S_)W/G[_'Z_J]CV2=#
[Q_:UVK'C]--?R^V.?=X^E.4_2^#47VT" MEHW$/SDID4SQ1/)/SMT/N3$[ZVVGX+I.UCT;KEO7#=?
SGYR'ZV"W#;,%T[R+F+V9[;N#QO)*3!,=QDJ H<#V$0RQCL21&@>=CV7TFXAP4 MQ8&SL(1CE6^*/RM'?
O%%!P<"3X5V90H+2'_6 MX,S3GC21_RP_;EEK(2\MXMUKR?Y97MI-F NGN_X2'AP7^[NBKW G_0SQQ]K3
MV)ESV;3%/^VQ+2%Y#8?-FM ->VASQ:?EH&D37RW-R8_%]NF1 ME\]?.G/>5CQVB9>Y&"7,=1&FJ8LRXKLHH#YUF9N%C(-
B67U$K"=Q'3JUT&8R M6=[.RP*.:^P3CYKC-!PCL>SX MQ!&05V,2QY[5T\R/I)2M0*L'7AY2L]=TE7.792GA*
(MSH9H>]1!QO1!EW$]H MZ%%*)IV?'0=G\E)V@-+R5['C MD'LO8"=>T5/Q^Q1/RKE^WK7*G67"/A?-
P.0/N1GM9<=NK=,*BK>7T0 20'[#5X*08UEW,..)CBG2C9Z!0X ,-44\#+Y9?M M_S< [JK5W]!S&OO:T]/N85MMA#NIBP
PSD,4U#U-K>A19?;W29@G6UO M4\]JI+V+G?*6[O9DLWE[(&OV>W6_^\'+MJ,\V-U47,ZRDIXUD3ZPXTA^G-?J MWYR:).:?
E"9"1KBBJ::VU("5@9!4@(-MN*A"_7GJX(HWEDL%AH,]2OX&O:J82
MK4DF4VS6O+IK$DY681*S(,LRE$8D0MB+790$)$,T(($?,S^*4P(9(WI- F0) MX--$'^4K3IL_XVQ.Y(%I1->B47-
^YP&&*76'UHUS9SQE:!")J82A:P++I@L- M KQ*%AI^$KX!_U[MMD\?=KV9@[=;H>JG!$*8@PQ>V/*F_#NOZHN BV&>PTFS
M\@+T]R8;]B)_5GW/ADMW>O>V*EB8RAN4J6%O75M(6IL]G-IBV[ZV(+H.@/XB M>JY
T[E?;/\RG)4QE,4T13AR0Y0D>8H'"%H2$1B%.,]4\6;91;9\4I."[?(M M:K6='8X%>,X>!P#>O_Y-;1GMXLNND^?
[GI[L6$KDJ=93G&$TI $"!/LHBS+/12$+ H8\QF+8EB#JB%2MH/ C6?B/_691W&[%GG*(X)/!<+\0YHBE/ M$ [%?U)"/.12E],\]##+-
$=/Z+)DV2!T9TP [${)4U"RG:E++' MHF7@H92)C;LWF?6]$_9%K7=[\8R3"P5]:?FIW0Q^8 98>Z$N9C5S:%A]>C4:
MAZS877$P>\Z!C9NZ6F-W4POMXZ30X,4;8/RF"CK4"2];Y $6R%7A!WP%/9OS MR[Y:,WE5W17/63OHX#34YC,3!-;YFAS-
WL$R"@XZ,5OQL_TS9VWHMO.##SSG MXM_8M^8PM IB2H,8$Q1ZLB8LPRE*A. ^'DI"DPB%DB>N[&F9K41#+6+X#4;US MY+)?
5'5%I@3M<.RV>X^V2_R,0Q9_65Y7W3C>)?/V"\BEX**G09)60XC-+DC9X9!H8,%5%QJ1MR,$&_6 M5P_O.H$IJIRJ=A0LM6/TT"OJJ
FGX#?EW_2?!?;+DT,:^\?/NPYX_%[^MB MTXY8_-_%,[^3,S[+MR_DS]OGG>IM/71=RUK2'@@YW9X/*<($]E* I]Y(8L=KGG4B*
(*Z%.=8L&[&647G>_M:5EU.KPZ)V:;DY_/ 3./27P;L M7ID7HB%WS"!CB[IOY@5ZZ>Y9H*
_U&S=U,/(@07%5J;H\2T5+NB*4G&@\UB(MTC!($<[B7!SS$AW\]%46N,8_PX>@ M#4E.-
:/$B#R@*27GHC@C:W8XV@0V@W/2AB@M/C)M G+?]+2I5^#'OL>2W9;E MXVF^LLRX53W;],YL.
[WK8A2T^IFL'^KTP6LV2IC2R5+4NE5\9V*8,FC0(6H4 MF-
9)I7_%Q8Y#HX"Z9Y[Q!_5V1YFE7B>IM_'8LSAL6]'$[F4,=U^6Z[I=\M=B M6Q[^*EM 5B>7.'-]SCT6(9KD&.$88Y1RXB/L^;
I/8O%#']0CRBAWME,TQWS_MF\/-S>6%S8%C1T[1/3!9/]7ENFYE6LTXXYC]IFH[_;M]*6 0Z#T^$MBUL"),
M0\Z(6=X6=5^LB/72X;%#1+.$E L>^'GKL0,W;XS!#& 4<9Y1@E09IRBGWBY:!!04#ZE@VT^%6.@'6F0/FIF4J+4H$9PX:1
M&^>J*^"1FQL9(,]X78I^T]2E"8X,5K'JB<)4B2N0^K+UKWJBN2J.U5Q&,PFU M;6I]BO"(I3]O/XG?P-
T/26*5"!L2A1%%8=W8F[D92K,T1QD)4H(IPQXLCW^2 MHGVCD@
S2"=EI&9&C"*'&8X#Z;/(\)6ED)P8S!-5A6LJ/722WK)9H:KPKY)! ME5^T/,_^E^XLZ5/1B(\3SR6Y+SO]$X3% 1)E3/P'ISX-Y%#[T
/Y'#/YL6PN M/HN/O=VM7WFG$[ZEV?4#\E8S+@M*$69Z)J?76RF\,22.I0?8#W#S]YQ@/RXZ M[1'V$\O.2@>0?=
<__B7,P)9L[O;5KG@6%N&7MU]Y\522EQ]K>EL*?ZLN"#LI M(,N)FP>4RA;JXC]1QE#BB[_&69CR."*YYX$\H!F\6#9VW6JZ-A-
=5LL]'5DB M&_'O3V/# XQ+'W1I;UNF6K?TS>2% UO.D2\IVA-G3LV:U6I$ T(R>PNOQU'UMS$756 '504Y5'YS95N"ZPX$RAO.)B
M9_12[&<=/ SSMF?HJ"[5E,"I.XST:S'#W3@T;C(IVN'N#63*:(36>[3YO M]UVYEX?6V[_6U8"(GWL(>R1")
@\Q*+0\S(/RVQ%4)3LBH1E^RH) M.B>*SA^2)C"OH4C8MRNKP*NWP .S4U+QVC$>>F)$)P8+ W) BQJ=Z1:D27
M[2T)$L15[TG8VWHFXRL7)DAH'O]25)4X[6$WYDF,PBP/$<9^A-)8[-6A'XL] MVX]<&GF0#JUGJX,_+Q1]Z#E; IHV[AS_%Y.:4
\C&B81PC[BZU324WZ46R$?LR2DYKEU\8.,_2=$/'M^4E2^MFYO4#_0,QV'"^@%9LB.GZ^]J+GNA75IE?L?
TBD!J0L.Q$Y<'P24:S^Z M;]EVJ:YK(OX=4OAQ!G!<9>9A@^E+7ZF'J5/,_[-RHZSI18LZ>B#<%[+T?L$ M7
\>7E\N8H'"*JG#UHF5M$+ZS\UJ=%1:?+O%OG)H7=>VXACVM(+,0PW2D!ZR- M".0H*BV-N5YM,:49!-+5F^&'YK4PK*-
[U5H>#&ISRT*7\HB%B 21\.0PE3-% MTQQ%674@Y:^;Y_?B[?Y-&^ MVFT?LPUL+A-
\9=L)"&>3@CK3/&6DB6[VM>_5S!7ZQE^*\C@\]#-#$+B9:DAW M>K>U*UB8/=''4Z>X'[Y&KX=%,^G+2VN UR"WF
>B+HNLBS%@%;I@^O#)6W9?W MNQ_EQW+[5#VP^^V1@:\[^>]_5M_R#974'W>;>A1Z4>I,D#- RO8EW_IUS?A6 MJ%A1ME-
+/Y)2=G^IFFFF0H7.57%;[)H'_UQ74O?R3=-=2"A? MX#D3GVG:Y"W\A6 V<.F/8]A,&I2MEMTT07\Q0VI06%W+:G)9W9S33^L-_[JO
M%9*QA),09PBS-$0XB4*4T3Q#N1NDF#.9%J'4;;)O<=M.7I-T*>DY#4%H;FE' M#N.&:2XZH*>E#DPCA_0:P8SDT-7L.X3A?
M>69VK8ILOU02NON/]>[' M(4G\%$ +O3AS<>:BF,K"E#REB.3B3T&"73?F(4X8*.2A2MBRJAW*)MK,+G@V M@[(U8(A-
L0"T]&S0I(##\Z?@HEC-8FE.CHH=O/U(>-DWZL81$D8(Y4?:N_# MM]P/!:USJSZM*THVTJOI)/ZE6J4)"1-A*Y#GA01A[FD,[T?&\
,=/[A<$';\P0@K5UZ:,W%-NL) M4-T]>^1IO:V[N2C_OB.[^I;U-JMJ+5^Y422VY(B@)'03A",6H305+K#0O8PF ML1=DJ0O9J0?H6%;!-
N?B2-;YXT 8>#DQ)":U_=@ >)@NZN &[[03J QMK$-4 M%MU')Z!>;IM3C\\LAFS_Y\MZR[T5#3Q"9=I^71.)_92A),4QRKP>K?H^
M!9)]P 9+)'L?-G:]+YNFME-:VZO)IY+7IL!;89<'&(<9QB%KHNJ!\XC/PI) /B50# M!2'8RT 8(_]>B0D*@E'(5U!9Q9RGX*]R5S@*?
AP@&@;B1!VD%"593E#$L1]D M-([''6&G@W'"B5]_04QOI& N2D[RF T'OT%(PTS%0"9M13\-_?4_ AGH(_TU,X
M+R;\2I[YAT*.+EE1E](H=@FBJ2M\>)IAE";"10AI2N+ I7GDPAK4#1"R'? Z MKTN]<21EYX^&]JQ"W(ZLU+9T$Q(
AK_TP,\LSKU&9J5$MT/F'0MUK\&.E^OV M/*]9M%M7YQ_;;I]RRE=AZ@<>9S[*<\P19K&',C=-4)1&J<^BQ(T9AE3C#5("
MJ2Z\,J])MB U=6 A[J'LU#35"&*8JC8D;YQ3I_Y.F8#!&MLI9*;*:@?I+%M) M.P7WJGAV\H79PUH_;YDT
IHC6=NW+>^:DH3V_-0#P'%=,X,-IF27LU!OQ.,(M9'[87AB:4P#(QU?2PY'O-+KV -#*A]/))BQ,=FIE[8M'[_'0?M2(^
MPR3R/)2X37OE%&5QQE'(PB"BON?C$-2U0I\5RSHK?U\LS'GHEZK:/KJ,K& V M
#K]XC'=UKI$7G@8Q*J4E!T/T,_+WFQ$Q*C"M<1'C*^H9MG.2_\'73S]V MG-T*RTF>3D-$ZQ_* 6C>*F&4YTDLO/F$883]G* L]RE*
<.QE7I.P* 1UQ((R M8-F('1A I.' *8^C>3>2!T>L^0RS]VON+BV6Z]@/IRW?H?U!Q#*K1V)SR-5\X^;W?B*ZZS#;_HNUD]
MD')WGQ\NZ^Z*YZR=@UJ?9:XX"2*6Q3Z* N(B'-_9;Z?H3Q(>13PS'4YZ/+> M
$^65;GA$-4L.B<>KYOBR@JO934I+XUH[9TVIX,RTC- MS3ACRI7IOTOVU9\VJBSN/Z61ZU?_OZ\%F6F0G!R.)P]>N4 >#3URGS,0/O
M+$?@.G](VH:*X,>!:5VH#"RYV(7*.*3NAWQ$:$^CR, MD!>$OCC<,XZ(SP+D>W&.2>JY/ ==DIPO;UGK)#'GF_)1?D
$:CN;/C"8:ATQ M&6PG,8[!5-;L^>++9L7V KO*>NU_RNZH^56,$X^X>8)('(M3>H I2AAA*(\S
MGWI9&H4XAR3EJ!)>>)$\6>5'LC#+]O[Q6YI.CU] MD2OG#\F 4W-@R >2F)9?)VG$4K=,$:Q%^ L\B(_ST S#D:I6?88ZU_.(G<:ZLZ!
MO-IOK8;L%/@F\U]_M=M2/; MVGP\/>T^EJ7L6';[O%,-K@PN8%EO.W0=0;CD3_*$),@76U[LJ_/&?+?/Q5ZU ME'-<*M/[KQ&!P-
36I"Q &_$D5JU]>'C5Q;;A26#=77CZ89A>5B^[U7?Q_Q\X ME1.K^>>M^&;E;OW?W:%-]_D'GO.RE!.=JMTJXX0D2>
B@C&6Q9,)2G.2H)A' M(?= MLL1@EJ"",6)/9JS-D*@?>2_9G3&QN R5+>D,*33V52Q06U W"MS:BNJLN(AM
MG0'U8"G+&$WL"=S@!_%%^$K' 1IEL0Q2I(T0-B+"4JIBU'@AE',\B/7=@! M"5H^TG9\DYD$09Q3E;BA?F[_]JR3.AMP)S68*>\?
E7!VQ+T8-O'?(_(#VV] M,1@RHD#BBUI!/<%?O;92LNE9?Y1&H.*DA1HVHX3-1ST M'>1T>KVI"%%MOS4L&F 4J95*2[T62C.M\-
9KF7!W,8*P&MH-U6AN.@6"A#! MY;X)>56_!\-C2;9-(^9F0.^*1S@/@HPB(I0?82]E* U9A*(@#^(X2!F/P".(M+HE8-
@#'!@4GNNWX87@OABOYC*NZ*=0PW=8 K-6380C1K+8,5XLNWIEA"%9? MVM^P) I#GV$7D0 3A-T6;IWN>;BJC<]D_SAA[5=
(W% MQ_Q!*GZ?;=9/33Z1ZX<^COT \3S&""?"$\Z"B"'BAQG!H8M] JJ@NB8!4CO= M6BG:GK=ER]'B2!K]]%Z+1]''G04:Z-

**VM)P3,8/.ZR 04[[J-8%E7=-!@%>> MZ/"3NO/W&,|-M+FAF 2)3$UEJ9\AS .AL6%,$(_CC(=YR-Q0:;B'8;XL[ZXG*

*M+M^I0Y&ISZ=F4=[AH|#,T)+?0V->H5'I&9MO:(:KA>2^+&5MPI9}+;;EX:^_D&I=-=H=9VG&<9:A@*6)*

M<=\"#Q&>N"@C>11Z41+Y#-1(UAAGELWS:=48SC@!S;$Z5!QG]QN9ME8'=.55 M3\E_\&TEK'XS0_=+455?*

N;#QC^2O590PEB5!B@@1MA03DJ,NS[*71K3.*>N M&X,ZYP#IV[X2/7'37M'0+C_.1K "',T#E*^:(:0H->]:T=@S?7-&2M..P3[*

M)\G-SS>.8$CZFH(E@R-^]&1A:O /D/]RXX#T1',U)$AS&=W!F>UU4A-8$\9. M#O'>5ZLX])E'J3A/AWZ(,'9=1"CU$<59&

*;$I7GLPF9G]A.R;&/:*9*'S,XC M<:>A#IV>.2"LZ<"T*1' #(8N>HT1FN/09DS1'%AXX4&:X_"N9VE./*_G/GSC M.R+.:?*

*>PC*64__]IM+I=D>1SC($))R&.$,Q|C$A*"0B^5SD,:QA%HF&8_F06= M@0_B+$S7P$'9 \)1V^+G0X8IYH&>(IPG"([6L9ZT ^LJ-*

5GE'HW1V6VUOV7]6WU_I7;5K]QC5PMF> M=RWKZX,|-L@ZT6.&;N5\Y^7KNOW-!%3,]@$?5TL3F(&7PA-P#>ZR4^#TZF7[

M%ERN6G8$SEFM[-AS<)7ZOOO70TGOR\>J_%CMUL^URO[&=S]LC_VOTBV/N7 MJHJIK&59Y9H9 0^E_)TK2N?Q^S?*

*GQ(K3**N=DK"F59#TW*!J:6*2)P_)"-. MS8DA]82 UE)7)0*+J2\$;E>=0>\9*X3_SE](*4Y[,J7K4/]3YU>2NC57]>78 MWY*Z2>B-*

,@\%)(4$_'O),E!K6_F,&/9=O37-9^XZY8X=_F; MT5MTUJ=1<\N7$CC,-F5M8EB<+"0[-5VJ[/RWJ7:8*$15%[#US25E_JI[GW_ M6]/Z?*

GQH=A P%GF)CS")B[39)>>0&Y",-;2;@&LO'."+EQHTZF\&FOJE[I\WN9%^=R=+1I$ MB1=$N+VW2#,7$3\@B*9AX*

*5^E"6)4I+8&!'+ENA8_M&A"\ON&I70]+VB"=PP MBZ(%6:OH90C3K*J7JT47+WL9@M57]S+XK.X%8K43I_=9_61_!_;M5#W[_]H*

MHWFQ&^'0#SW$,DH0SH,$980GB(<1(Q[S24A 29NCU"PKIJ!3.<6IC3;T+G%, M3JI7BH;00V\6#V3;:94U8>@I $@?G S\^RV7N7I?

*_I-$PY?TBVG)8O<#4,3.IJ MIL.B+&'&Q((8-8I8M(1AK%@%1GWAHA0MT5P7G^@M [_J^?@7I_O=^I7?D1U_ M*LHW2+>FWI=_%-*

"MJ1_M]&7-; P);_&:+1KTR@:K6N7_A47NV<9 M!=2]6!E_4'-F=76W*2K^6,B!O1_$\?SSEGTESTI=FJ;6L*Q+D@1P3O40V&D=*

*M,H43IDH-5:GRUY$#\8%_*KK*"E?7KFLDZ_5&YP"=93X#6 MGV<]M/"R4ZTGX%W-MIYZ7C=M_M-*

ZP\N#8J]2%J1Y1%T4TPS+GJ8N2G$4"YY)DV\)GG<"F8Y[]C^E&IMI>H#+VO-X^/?"RCGP)CCMM2,(@2 BF >+$C1'. M\QREGN^C,

*(K2**$\QP242:M$U7:DJNUN*SL6UF&;YG:FG&YV.T.0JB$LP^*! MAK)J\H<[*EFWTN'@[$;+U!P,+>3&HELJ-!>.<@'$$8>(JU; I4;,?*

*T9*U MG4?BSH&Z\T=#'QZY&I&<:-\XOY!-,1XFQ:(3B9J& M:R[N-$)KZ2C3-.R>F)+"2YII,NU%]6/1]D6Y?27KC;P>^U24W\F&?*

Y>%^W5M MOZS%6/EY&) T%'I/76$&.$E02C%#.(U3%F=!&G%/8S .D TE?9@IVN9POU)

*MW6@FFM8S4*HC+\#$&:"LU0R'#=\'H<>TC$BGJV6EJ=\Y,2">]%"Q[(#4]3/"J)0-5>@(DSZQJ!F+V6!A)N& M\W N^^- TJ*

*G,0K)V'"1/AH+SQ 9@7D]*F3L87BT_*[XSC?UB;IM\ ,)D_>^ M;%W!GE_(]LTY4'9:TN,!8D7_S!(5W]2OV+^-/_^A^'?*

Q'_R813^;_^Q_\!4$L#!!0 (_$2 EF:]2)OA]?H6V M]NMZ^ZCK7O&*)(JHXTDR/M"XH@WWTA9 MJ23F082'^Q,>[AY^_-*

M_^WXZ^^D;+E?3Q?S?_\;_A?WM)YRG19[.3_[];__X M_"NXO_VW__I?_LN__5\ __.7C[_]]&:1SDYQOO[I]1+#&O-/?T[77WY:?\&?

M_F.Q_.?T6_CIPRRLRV)Y"O!?-W_M]>+KC^7TY,OZ)\&$NORURY\N_Y5YX;P3 M!;SU#)06&GPH C(&I5CREGOY_YS\:PZQB&P5N&

(_1H/$"6W8 J7#ADW;C- MA\ZF\W_^:_U7#"O\B;8W7VV^_/>_?5FOO_[KSS__^>>?__(]+F?_LEB>_"P8 MDS]?_O;?+G[]^[W?_U-N?*

*IM[[W_>_/3J5U?3AWZ1/I;__#]__^U3^H*G :;S MU3K,4UU@-?W7U>:;ORU26&^X_B1=/SWZ&_4KN/PUJ-\"+D#R?_F^RG_[K__E*

MIY_.V;%K5(TS#[E[0X_;G^PL^O%P2(#^&D MDKOYZ^L?7_'?_[:.GGZ=77WORQ(+?>_K&]I8F9&LKOE_7__=GZ^7_[K$%6%F

ML]W?Z!L7'U$7.XP4_+[&><;S+5ZN,END6[\T]PQ>+"__YBQ$G&V^,\DXG6P^ M^55E?3A;? M?

J8/_KFRH_YAPY<-3^XM=\Z;P^B^/(#OYO60;5CZ.<093HHP&=$'R*(D4%8F MVH)"")}]SC$[7/"H+3RV\NW=W)3UJV7Z:;',N"3-*

7+OUV6B],6,EPO&G/T7'1$^M]^(@X47"XQ_W8NN4 DA*^33\1TK!MY/0NKU?OR:;U(_WSU?;J:<$N-*@$.FH#2L0$ MP?*

*@(AALOK1+.&K,%&B6LXH;JBY7.\8&S]>KR.]=_>9*8\=#21LZ+(9C>_7IN MTO]F<1JF\XE*R0@O&#!OB"]9>*

@VT8:$T0)#"B:$QK"Y3\4X>&DLWD537O> MEL7IZ6^V<>KW_$TXG*"W(9B(@.G2>DJC1Z\0PV)S+2@;.%>R]9HN4?%N&@Y*

M5JYW87('DP M.83)(\+DD5N97_1\1VIW-7&2(P\Y@U \527K(6KF2-.FK,C""W17M[9IKU8? M!R3-

*+96F3.X$+)_I=R$]U&*M*%4H(3=%YMBN9X(YJWQI#6MUAX4,@,AE@ V&\5S M4%(B:X*%.PMWI2/:P>(8]G:"D ^XG"*

[RVWE^0Q;\)'NZ]PJ70)Q.Z) O#AV'L[83;'Q>AOE]6IER@>_,=3"2%Y!15HYD M Y$K R4YZ5*UI&P;>-Q=>2>$J!>'D,8/#)*

*(WL[7T_6/7ZI.H# O#!1',+8+8+R;I\62 M%-R&*9M8X>O%V7R]_/%ZD7%B6,I9< %H:!,JFP)>:P<2" M]*1[@)I'EM\).>Z%(:<%]HO*

*S*N<22*KB_]4]O).LR290=&:P)^5!)\]5@R$ MR%XKQKR*Q@%>'EAZ)ZSX%X:58UG<*4[$).O"/+<1C'!D?[E7E1&";<;HGQ'Q8K-*

9A]O]-OV[L[=Y?.W=T/)R(K-N#PR5JI.?+7$L*&;2=)[M451X!P_*8X$0G)A@N4EH%$Z'X6.FZOMAH>7$W\]F),C(Z#F0L\^?*

*%G,+T.$ M*0;'HK%@I'&@-#'_63*[/=?>"..'"#,?EX]Y=<3'E1%N/ MXNC(:/B\#+4:Y=./T[B836R)R9M8 .D6HVO-!*

B"W"P>L\DV1KK7CC,>;BVW M&PY>3OCT<%YVHA+>?D]?POP$-\|%W$AI0F!@91#D0&D&T>L$J1BIC'8AY6VI

MA+NKA9NK[@:)EQ,7/9JS73@:K\^6E7OGK\T5X222L]5$."$""@O.R C. ^> M& (I$I-*(",(6[S4/;SZ;DAY:5'1!ISN*

C'OYO1I(:VGW_!-6(>+;9';% TR M9R#7>(P B'46D-DT4<,SLDC=6@ST<+YV 8NW MI[@\H?*

OQ[\O%G^LOKQ>G7\/\QX0GS6(L'J2(A&Z3&/B$#D34O%CD.9OC\I2W M++X,3%Y.\/-X/G[P,1Y8=>F3.S3%V+CZOW9NO:1J"[\1$O-

D-E,YI.N]R0G MTSMJA)B"CHF^J54+3;-AMTP\W)BIHVYW@>&B$G+,'LWS_C]O^./B41'.[#D MSP=+O'$V0,U9 6T*

*(YZE8.UQH=0'E]T-*2\GGGH\;\=^3FAUB8<[J1>YGH3 MO])W5A,>B1:5)=3V3 1T:6OF2@(6!3$KR6+S<2!Y9.'=,/)R8J\M^-L51,XK*

MP\XW$2//3K)J 07#)E56JKLDPC(C\L9N[7<;G68+R>N>C@OFX'@

MWWZ^QTO:US\/;SE'1M1\A9G^L%K,IKGV%OPES&K3/'+B<+WZQSRY H!'VDX#(.UA5L"UW-

VJ"=M\P01FNO$P,5DP&5K('(7";+W.IH)6<: MM[7%.VJ7(I;'&PP)CS9 VY_='30H>KR_5^;<2!$<%"Z))Y:L,6]0

"PGOW"UO'W9W@)L'6CAE530FSR';>@UC"> P:@@Z!4<6O69V M6\KB7[M;WE[B?;I,WCZ\[@$M]QNY)6V$H_\|=>Z*

U%CB)8!)BTTYRQHUKRW M8O_=\O:2Z]/=\O9AV %8@FQ?I.SK4SD?'<

MVLB]3\6X,&EHI1S)X.X@]Z<[^3RXIOL>.83"$VWI^*)=\"LB\06E=C(@\[.U M/KE/14] .42RBZ9LI[@

*H5RKV.H*9B7K4(8/Q4IH+RL38&C &8T$)RHR4=HJ&\ MY"LJQFFS-Z1[?!B#.X#(J]4*UZNKP\(ZI0S3&F2(-853A'32T+D*

OJD;$+5[I%(6I!?T3W%TE%I' M31XD9%R@'"/9!T%R#)L[P,KKL/KR:I]K?]['GI/IMS"CS:Q>K5^'Y?+'='[R

*M/\+L#"?.)GEQEBR)JU'XKC^=WO8#2FA'@"84FU:N/J(">E,T3[_P/7E7H00-AJM0#M; MR#,@[]0)VI#7/F)*DAS3;OP=;H.L^E_;K(-*

M-KQYO5BM;VQ(:U,-'4P6LU+M4K4#1E@I)69BHP.R+94\(&J?Q]9!W M9$LI=_"K#TO\&J;Y[?>O-*

9&%KO_WZR^XO,6XB55T&H1.8#$%NO)KWH!W!CPW MGGD51.#;&I0> JP=R!JG??9PT&HMB0[_=9MXG0O7UGLP27!0#5X5*

$T8XRT M;RBLM(;1_H!I7IPPX.UV,''BSS)K!JQO0. /2X M,7CC4)@ZLRT:!S(91>ZJ2T JG]6I;N1GR!0T:_YFOP-=/1CF30#57 @=_.L]

M'9%0N^[\AF&%'Z!4CNV=X"AOR\6^<_I,#:1UB(O&Q:@)4^0RF*+ I'*EK ->W MCFA>KMV#Q=T$&0ZH3AP-*

*]!Z)4.3NAG'&M39U=Z!IGI,T X&DNA Z =2,V<>..S=JK:(2%HN]K MMS6ETE_JG*FS1 WTM%L[@ KY_03U3F45&K2;;T_8]'@*

MDRX@DC4IR20U;UUI<[[R.%-K!GOSWXN1'41Z?IN&6)/KIK@B?V^3W_UE,2.F MKZKOM_YQQ1J?

*I8A!!)\2$ZRUKNG>24&.P1.N+4/3/AMQ-]HZR7G^K4E^T2_" MZ4#/W-C7W3!K+K%X%XETY5BM)*AM2[V!*

*I)B6]>0IMZW=YY'0ZBH';1CI/PZQ M8T31 :@NGY_A!\U&'KU$).8XK7-/J]/?8H)!M&F"'!BE0.,*YV+;^(IC'NYO M4](-*

F(Z2\R/O]DG.+RDF$_KIZ++5K2UQF*#PE4 M;<[O1$$(TAMIO2XJM"\0?)]N<2^\@6#5?" =@.QVS.K>;DA'.YTV R#(7U F

*M)@@E1R#UK1+]B;FM0ZV/CQ4>!*S!'C(& E9#(70 J,>G7V>+'X@?<5;]F=SG M&2EBKXE+$2PO=?2NU+4SH@=;I"7G5(:L[P- #*

M.X@F&$U>"<@Z[$@AG0?/>2!=2YZPEZ5(L:V3X@_+>8G MGW%Y^MN-PLQ)L(4YPCRNO8"*$Y"Y-6I2,P9D9B0J77%VD-T=&-*

F#Q@.);] M'6BE_@RI35"B%E<%Q< FK:1"F;D>HHG>(^2, MFY?T3*94&V%TH'^V<$AC;;G/ GA+'K'2R,#'$FHJ!F.62S1;AX\?*

*UM3FJ R# MP5*6G@55C431 :ANS XZ;XI@0W!>2PMN,\/0%0/1E)K54PI9?#H(V_J9Y2X- M8[? :2/;![LX'LCH#H#R*N=-*

*"^XP^Q"F^=W\HEAAXD3*AI%G@%PR4#QS(&O. MDV=0E,_<>A%:ISH]0LK8F4V#P*8%VSM S^99GRQ\W\"]"\'F3.9BS(JIX*

M0M:,_=E"TM=>E(Z)LG7=RGX]Q&[$-@IDCF;T_7/PY7.9X4I_V/K=\8CL[/=N\ M%V[Q/4W5N,&E@;#66!@=P.L^HR;>2M3&

*M2)"EL!H.(\>T<_D)>2&3$0W=]X.[<^,&F0:"SY',]B"Z])1_.U'.:E&U*TM" MU6:W M]M5Z -*

KMI9Y[&MJ6C3[G:#3C=;23@:N@@PW6B.8&_HL;C;8/$IX8C;8/N[NPI!X=YJ2D M248GP("UQBP03V3D8,@'SBX%

[TWKHJF7,1IM+PGO/AIM#W9W@)L'YO6X: PO MT1$CL(ZIS61CJQ 1I^]-8D/\$[WIT>C[;LGE7R1>U

M&!L3*BT2J9Y$N2!$VJ>:S1:$ROE_ 9W)%7L]GBS^IY_KI8OEF)!&2 SDJP_S5*6 M0FLV2'[M Z2,_=*

*(_+'(.8'>/J'E_MEZMP[RV+YP@YUI*Q$%S24:FRQZ#XN?0QG?#$3/\3)VQ<35HER46-%/KUZ.6KV*/;7,*

*M<"]B>VVPT6O8>3[1UO%O)^XIEK'PZ/>(NMENLZ MS6(RLH=!$M(/*FJQ_:SV(:$*6TIN<=H(^+7 #'?35 M-3(>6[L3;_X*

.2X:,K4/4&P23\YWL+J(K3+C+ \Z@#>\-GH7 J(@MMC(9,!H MD>\V G(W9-PG8!QXM)'I?8 Q4?)U/?ET%E=I.?

*U:N7\1*Q=,.DK$CX*KU:,"Y)(AEP/9 M+G9#%V8V.FDPJ!6H6@'I>:&C018_9RDYY_4.*'AZI7'"^>"*

*<>/)O1>U6*T8\LQDB2IHK^U@265]OD0=8F(T8G '$/F(WW!^AM1E>S0FK[?_HGUVH@:,U$ZP-*

*HPUDM36/@;&80C19*_+Q4:O!U98@2XE3V:,15!6&" KK@#3+' 6A-:Y_>/ M X1TP-> M$&NB58GI(.D,#=;)_BXQW3U3'X.6-*

*BSO0)M\)#$0 5](*;XA=3M;,.8*7^QJ MPJ2T+OD,AI'=IVH[?N>MA$(G(8<0DM*MG[JV$C3NK=1(Z/>,Y%82Z !.GW V*

*MJP;]//\>EQ_$&\R:*!&942@@R9I]+;2$X"+M)&E34 DK5&L/_G%JQC6,AP%2 M(]YW@**_XYP8-*

*.=O,JGT_FT,F<]_8:7VXET/ZL<(SA7YU%K1#H4CFYJEI3T M*I-7VMSLV4[2N*;0,'AJ*84.0'6/21.;6<3 ',3]5*@H#40=R;/PCJN46(US M#&T=C6L5#0.ZJ"DWU(O8*K(RH6"R!,#\46*[) MZ"Y7KXD1?*

2",.T#*NSDI*%Q=F6N1[Z=HG'[,;>^G=HQOP,H75^QEZ]QT_D9;>HZF?H7+(OE11/% MS^$[KMY^)U.0A#:=A^6/#3_K1(7ZCK?*

8.)I7I\IG7;+T'5RNUATZ.E6UB3ZW MW-H"BZ*BAI1CG0UB M!7CE Q1>N+>H652MLP(>(66WZ"9I4= [CM\=*,X_<'W#/7&*

<8;:6G&'CJ_MJ MR)$-19&7[(*W7@<56MOWMPC8#2(O)0GI<-YVH$\N^\)>ED;_F<[.UK6^-2AE M(@L@2 6"BC%] G!9Y?*

H"V9C:/UF\@@INX'EI:1_M.!W!_KDL6TX1.>\+, D MTC9*#=%CS. 8,NZ3B*T?A[9"3;[[_<'KRA3[GU3>R,4[PC[.:H_R^7'SZ*

M_:K,7'PT2G.0ADM03M>VN"8#P*9$EEC2HUWOB>)NQVDE_)V/:1\7FS5[*U. M\O4Z&K1X=LMJSU-#N^MVVS>6/;_P-*

Q.R[O7NOQZ^7*[;TGB:U+;XVO(\(L)"YJ8,I8VKI3(+U41F*@_]?:A>ZI]'9(M?#Q5DKL'YT>NOOQ(7O=E<7(M,HQ%&%*

[3%5DD_:]8(L6L8@+M?.3T$Y;93LW[MGZBYO+-L)T@Y0'J+-JSL!P47E65"..G)IP9;=)URPI&L1J&!,U&M!*F]V"D= M8G<Y3X'H;!*

;SLP)MXJ'N*SK57H0<7#&G$R!D$8318GK7RI02.@UTE MO_592G> DFC$X X@FLGIU?%\M/88:?,)TMST>.Y/]]=OZT>C5D*

MJSCF!1TH2+Z.M6$A@8N.UY0-Z[SBANW6%&3?9\@&M'>BIMJ@<12!=@#D![9*

MM16=@A.^9DYC+G5"%X)/ND"0+EG/372N]1B/+>1T5S!S#-Q:L?U%C2"ZCJ'< M'[PT8,1HVV+/$3#:>;/MXT5;IFA%:U0VJ(#*

6J>J:P'.) XB9EG(IDLJM'ZY MW8FPUJ.(DE"";.C@3I-SPS6I8Y3DH7@FB@]"(+;.=N\T-M0("T_-(MJ#WQU< M?U?4GW.DJN7%O!*

[:C6?LB_4N% F:;%$@%EG2]Q$,N"RYD%<-S5*86^UEM'#KSVX,V%KO;2.1+P("&= M8.9X0=]]T3Z:ZQU*

YT;#W8MN5,DIES0F,*Y63UM'1J4O"HIBD0Q.K>G_[6WN MVT2,"YD&@GV\K?$!7.X)]]RW@P/#+,/89K?*

S5^'KU,RWR\V4[QSB%)#+4:L M_H*I<[H%(&V)2<;)ZVRM:;82-&Y@?PN3O7_7(7 MFCO!*

(X(4,H)R2/HTDBMAO50]>3H0O'5FY\.4C%L1VAXX#?C=_6I>I71V>C:K M89"XJR7VC19+6N#HB)8;2<4!'@I#1CK*

RHGK#&MT]EV)F[<|M$![K5!I-(! MW&HKX&F>!M*W888W1Z(J&4.*Y+.J2$Q2W'(@;U4 LX(EHX-EMC6\'B6FD^>3*

M!LY\$W;W@)MK\O\(I_3'S\LP7X5497)QWC1/J)++)0)9=!B5(YT:#&E+4)2M% MVECME#6T#X">I&ID%[^-*

^.^:/(J?:I)$RKI6@UFP0HD"S&[9$3[$OB]2.PD^G@@(NX7Y0TFG@I0=[]X M(0:;M;,,A.&=%":QW7)LJ[KG[E(QKKW] MK$ Z3@)]*

(>E\A.6;LR4=B_G"VS.R>:'[S?C7E9OO^,R35>8)]EKIZ6@?6IR MBI7C%D*NU8 "/7K'DF2M&TWM3^6X%M>S(W$X"?*

9P:3Z\P\W1(X;1NT H8WD=S! O^$R+IJ]'EXFJ:X^ M+QYYS-J/$1M@?D7B]FJ[QHN7[.6\^8EJ?LF'31(NLL^$(*

MDB,2_[,"5S1"0"FL=RK:U!K10^]IW%COA4VQ?;QQ7RK';,;8 4A;2; 'C&[.6[U+B%^?P_WJ/1*'/BKG8#-*

#0%@A>&$@YU6F/SC#>.I_I$#K'[=?X_(&I :78 M 5)OF$$?YRR5)6VSS5NA'D#MNB\:1 M3-M!9=I/L^1M-

\K;TZ^SQ0\\]VH_G"W3%]KTAUF83[22.EJ?P3)-1]5C@L"(MQYSY6 ,P5IKF8?Y#"!VYQ6,OID$;07:@<[<:Z8_N*X&N*

M%N5JMS>/RG,N4O-LPP-)';GC9 >(;2K,#C"[K4[\JH+7!NYL%@5REAZ449;. MH2N0O"HI1B92:1T0VX6ND5M:/B<:FXNJ*

^C=;I@AR) F9Z_&G;'4$I9:(!ZK M)TC:/DECL^N@F>Y?XA7K<,9W@)H'6E*&:!/C6/M=)MI =!!#$!#0!6&"<"*7*

M/K(Z_AHO3$<)X,C'^+?S/%12\T9NC:\;(OL35! ,7(D,,,A2O&!:_!^/>F!2 M!_]+/-0<*8)N@735A< *Z9W*EIA3*^D2"Q!*1#*

>T<54?)3M>Z_MUH:B@^9& MQR0N-F+ZR^U/'%9??ITM_ARX+_']59ZI'_$3VVO?5^9JQ2L<%29X28(#W6N&*

M[C3#P5EN0,M4NVJC5+IU#'0;/0ULJ?J9'Y:+;U/BW"__D'\?S>_&KKW*JVG MW\Y;@%UQ0)6"D1P)LO_8>3E"P%I3K@MFFU*

:W[KM\OY4=I*/?2R"'K#0AQ17 M!V;\;1_$%ZZMYA%8JO,.DD<@NT)!5%D7SUQJW_&ZHT:40TM[J_NW#^L[P,VM M])Z:FS-*

/TQG>VM+GQ;[<1$:VI60:A*!3JA3Q("(F,F.-)NM66-$\GWN(?8QK*

MXSTSBD<'0@>'X0W2RF1TOR^_3N>!N#D_>;U8K5<34V=Q<7+* ZL3 MVYP(X)&^%"K2'D7F7+*

<.DVRC9UR=UQWLFHFN!QBFM,2-)&]MZLUTE19GM>7: M/']8XNGT['1U/>-W-7$%46:G 'U!4$P0^UB-+A2O?*

20KQV+KAX3#*!VW;*8_MZ XO[GX26V[O\1W)?7XRC3-\M5HA;8H5638!K"@#^8ZE1.*CJ',0171&81*Q M]9/&=HK&+:#I#ZOMQ-*

>#HKU]X"Z(]'TK5K6WUW2UJA5#DYB<$25Z$ G)=E%D MLCN' 5!]&:4H3,?6$\9WHVSJM[@BRKM5,?MW'WV']*-)A:1)!/-*

DU;VI''<^I7N@#NHB#N \&.9 MY>09YE@*,%5[Q(C$(*]$H),DW]"4Z/(@72DZJU3I#HX-Q-4!Z#;*

(LKLO9C$SMC4D]*=P7XS)Q)C)%QC,79#>S!)[.3G8\&!9:Q]VWT3-N"4IW M &PFN@Y@>#^SY)IK&Z/YQKN9D4GJ*

#)SVEAMI^X<_2FFR'DBRYKLY\:8W)FX M<6M-N@/H,$+M$JV7YX[8CM-OF]YN4O*8T5K(W#&@#*10(Q6A(;EV101A6_M#*

MN]#56X.I)I!X$GA'RJ>?R-#]K7U8XM.W(7Q^VI^WN7V(N0@5':>LPC% M&])*C+/@#*7&S>"O))M818^MLC<,H[:UMU?/*

L[D,>P;LZ\5\P\-:F/B:;BRZ MF\ZW.$G6\E@8!W0UP9.%2$9+R76^;BI&\7AY M-WP(/^K%0*>NOC6<$8'3$*>SC3TTB;7K-*

Q<22L%9>)HYN3M^1S 9B-UL8B! MMVX&N">)O;69&D^#'B:U+D%Y.RQ[O3&R2$)6 >D^,'7HE!<0M+8010A<:6:,*

M&!Z.CQ#76V>HYP%B"TEU ,'=,PDW+ZV!!P$N8"WWR!HB*\1.[P.=NDP_;'UK M[T[=N/;D\V<5#R&T9@.AF\/Q/*

GE849ZYZ(1,@.+J=0F)Q.=#UZ1CKCN#8B M#%#,O">5G92$/5/M1"MQ=:_?R0:^[&^9_L_9=(FT5SIFZQ^U\6:3.:.$_>U M_LK$^D*

F!DL@ZAQ2A61WQ#KX2'L3.5G#.KG6P?3=J>NRZJ(93NX^Y@PCM'[\ M!GL;_.5L-9TCV3OG'2HJLR]^DB=''D\"LUX#,T,,-*

/E,Z6&Y:^P;B>1*&EQYS(+N&T MRT"'SZ$LM?=?3"XSU,$.#<_M)'9I6SX;0AN*KR.0+A<),.]^)7;73=&=\'M8*

MUWW]>%\V[P0W\YY+*EXRI0#IY('*=;=1,2@I'R9=W7_KP=I[$3ANF/*Y 3J8 MZ'HP-*

^]L[GUYXO@I\N]*;0/"@R'KW6"I(R\T>!=U9N1::MXZ\W)?&L<-5(Z, MSJ8"["@N[-S@LB5RIJ'DR:"BAC*

Q6S!.A.UT5'8YH45NU,W;M#RF4$YD-#Z MC1==%>,]Q$A3G!)DH209 RCI*R-#A!0VDZRL\++U9;X_E9T,UGRF>%$K<76@*

M'V_J_]^J9T[G/$9,E]&@ M9BC8 M):;+>,Y0V&HCDH[\XJO=5..TMF0FMN%Y2;N(B1?G,FC&2[54);C :YZ2,=([*

M'DMN7L#P.#E=!F4&4V&-Q-(1T&[Z20_.R@LFF.QM L=J+@=3'F(V&K@MG!LR*

MAWEHW17N2:*Z#+0\Q[UYO(@ZN#_O;>B\B[R,7 E!'CC&35<#QB!&,FU%QN?Y]C=N_.;Y*

MT)C[F9II=E:/[MOOZ4N8G^!'.D%O2T$20LXD@1@DL,3KZ,XJ\%T86(7*<5>4 M8:TA_;P[\-*

=>'2R,V#%,7OHANF[N7E!%YR.P(ND^\JJ##YMQ=IP):[.UG68 MO GAXQK1?4+ ^(*%V8%T?*

M>F)K$ZH)"^"RUQ;,,H(T<@,F87@N/9,B]9!T:,(M'C';#I.)W.9GIV'Y8U$^34_FTS)-M?SIO+M#G;*\F$U3#9[>VMI. |V.6:W) M8+-*

FVVTTX.S]\B3,+UJF7L]:JT=HTTK]:I=7@P+"['H,VQ40M4Y%E%S Z=J5 M"'!76>SX#&8K9$S91V=8I%DT(/[KA\#%$U**

[UL\6*X$"_O57RGTG8O]"Z_YSX M9"R714'>A/3J51=$HB])NR3&6*8[L"=&'[#'<<,)SW\>[G4X[AE3O=XB'_$;_MSL^P-KRD/6]>?*

_>_'![XD"8Z_RGB&JGRBV5J8L*#_;HNP9F*E=QB((.!D6U" MUBOX1-Z]STY(@2G*U-JDVY&TXV, 6Y>YAGS4V@7#"B0,M:\]$@L4YT*

[-RYD M.JJA?71@-]K&57]#8.A^9& *?6JF&ZWVSG$9+W["4U4TE:R&NFC\X^^@HQ4 MF?[A'H)*"91S'&) 54=+T+UC?,C-*

6T'=IN!8[?);+7?'.YR[1FL):*/2$8(L M=6P;MQ"*TX#9"LM=(,2USOO<3M&XFN0(Z=]5& T9WZN:.._.3E\/TA%W/S;*

M3=3#H^0T4@U7GW_#7KT*G=CLT40/DBM)2(D6G+(.3."<.\%M:AZYWT).@U9Y*

M=S_ZQ@67'&$V($2+FV:^=,%YLL&E974.7_!ZB.[@C[(S>E?P)IAXH 5>&PGT*

MJCO(GEK,OE7%.)WCXK*:Z2#WYX'/;>4!/45B(\U2ZTP>)"+6M:R$M V>,;)7 M44)PQ==I5EE93S]UL?%)>YB2X\|?*

YWOS4:R!;Q4IQQ@(KHH#BB4Z(K?*Z+AP M&&SS(J='2!E7BS20_TQO<>SO%?=0I])MJM4WR?*

S)\Y>)]M=WDW$\ITQWDP@.5#$(GJXE")@YSXB> MJ=;VRG$4'ZV"=EW]EYNK7Y\,)16ZG K84EM[QJ# D2ZKO&47=JXK>$+B*

M.BN/M?QOX.UVIXZ:8./>!-G&PNA5W?R!ZSI\\BN>%R(?DKMUYQ/:Y&-M(ZN1 M3GD;EG.2;*W@VRQRA1M3^W8+'H#LDYX"*

(6HBB60ZM-)!MF!Q$9ZY&JEZSOBVLT/F0F1F";?&@LA*

MIV9QY=I8B7OMI;$25>N:@VWT'*M/'OKL&T^^C'F>LP.5ZWQUP\G^ELR#EIXS MM$FXV-*

IOVDK0N'JE&2[NZI9V0NA5OUR.,2#_+T[GYPG9!ZB7!S^FB79YFL!& MRN6!A>H Q3J*;--0?[5)7+R1X6JTR$$#>=R,G&WG(204A+*

(86$*) 5LG$>Y' MX;$*Z('5'C+-R?I5]L'=/_[:77P\%X#=Y>7N0 MQC9ZQNUG,3X"F\F]_\S|8X7OR|O5>GI*+%I-D)4DT'%*

()AJBWD1PD64Z1'2" MF$K2E=;));-Q?C8.D(>':!I\ZRY6IUW/Z[9&_BP<@Y<""-4)T#*>=: M!QBD00C!('U;\8"MO9@=21NW-*

<7X^!M"@AT \XD:L+NI,UG8Y%2=,U4G2@J3 M@:P&!*RUJ\$%ZVWKAY+]*!RW>]_X,!U0GKTZXW?KD>]HM ;U?1>?,T25WT,D*

M#E/K%YE1V1<.K/;P5:@#A&P12C*UV1T73K8N;&E3ZT?2F6RB5#4-Z+=IB-/9 MIB'Q>0G:AH'7*'8F25^A.#@)4B*

E"21']@[Z.'%G.KTGJ#Q''=)JN9YOSOV MBQ)".*L+2%ZK:!+Q*.J2(#NG?$K:N+Q3A191V#M"M'-M^5FEV*L*?*SNYV#]]\0'#EJL-*

#F>[0LI1#",+("0M7&2)8S"-(KL"4&XSE7 MIOGCX5 E2S?

BRV^):\MYF%W&EE>__+AF]:LZ%.G.61"T<!@IC/GW)/OYY=/AT_7FCF&9*U62<0:%=S M#Q(#Y\CV3%EE,GT3#\V;:]7?*

Q;C/(P,C>A11]WH=/UBP=_"EO.W3AJLO'/"" MWEI-1AYK#(5GP.+J&UL($&.)P'UADF$)N;0.8C]+E>'YL_0%A_/[^<=Z2);G MPU?*

^6,R7EU\NDIWO7@#:2N95A%@D^=IUEK9/3H/TOHA@>.!N,)X<07?'-8O[MH.S1FL7G$FD'=_KYJ*"-8G@]"ZO5M$SK>.T;(:3+<-*

&;L+X;*HHQ,$PI@"RJ M3O2.HD[T3E"]/>]")/>K]>U\#+WCWM.#P?;91-CKK?O0H>O!E_*6#QNL*G?*

M*WG/;DIE"HM:1F#1DI$F1"UU)#V&/AHKI=/'"M^Y$_[RUN=>&[?5+X+M<,P']MJ;E(,:O+$K9OIYK1S\Y.*

[[EP.2F>5!$S6*62SE8SV=RJ;;R% M%U7MNP\^'_=IGE_T'=ST-URZBTW^.IU/U_@;.7;Y77UW.)G2_L[Y\,N/W\/_M7BPW]\F-*

2@&3DQ3,@\5Z2^E:$,6=@,)U,=$%%4A@=(II[56!)$[1UH=-$FJ:(NNC$W'B3DK] B*

M81]D/=6C;W_I]'!/XVQV'CW[/2S_B54O7%2D3E06&J.7H&SFH+A+X#./X+(C
M;DFFR!QIGFCR_A6X(QX"MD9Q&1%RM$_M$_W^#J6:$X+OY]J.:CG+.U8O- MO"]O+JBJV;\3)XR0W!=('AT=)J/!69TV
;@DG,V>Y2G01_N4SS^60,-KA[2]AU]C"7+!7D&DQ*Y-FRF"$J MAL"]\]8JQD1XYF80[.:'W/_LJWK#V\+X3\P3Q4,0D6YR&YVF,^
%A*PC1)$1 M4S"%#EGS(H9]*P9LZSWP=,#K:>&DE@')O_5!D[#M#HPI(?+8GE*.A^O:Q(F MH;@8,2C(LL[!*]9#P%0@2&Z#\
<:+V+IQX4Z$C>L(/ ?ZVLOGI8"NFIBIYF). M3^E7WI=/]-U5(7[2SS8O/!.E+/J,&C+QE/B:R-<)=-2,C\B<+D*8UKFT;2@? MUZ?
H!K9M)?Q7P#49VUYXDOG"=?B"2#@'T@6)]*:C=QN7SGAU\8C5MC/$$S-=Y-":0 MTF E0BJ>)<.4M;9UUETKVE^XTGY&G+
<&0J]1W3NM-O\(R_KE-SP\MOO4)P[1 M(70[VH5>?UKM$K?YS#>X
M2LOIUVO#B"%!6BH/3D32[2I",EBW1S+SEEM?/M&J(^2TU4'T7WD_G!CON-9
M/N8[XW(]^1CF)^?.&^.6L10Y%"DS*&LL1!D9H"V"*<^%VVUZWQ-==ZX6'!L) MC<2W.):7/0#@=SR-N)QD?3!&)M ;PP?%Q!
<"0R2##9J:9'KG5Y. MGA#YK45'%OHA(ENTX-_8@@_?;Q#.4!FOR.4KP=2[SY'+9QUQ(\;("/A!VIUZ MG3PE^)N+CN.S-!/\P?
SKP&5^^+Z[]L*X=U9HK4!DQF'34-/)&&#SQ%);"+/0 M.H#Y!$EC-PMO:Q\,(8>14]1N.VX7&7>\]OT+T@<)G+QZ4#IQ\"H(,
(IN641E M5;ISHSR8G/;PI_=H-!XHO$53JG:@8F[OXK)1[T3D8"56'5FB!&6*KK5@!6Q(M0:KLH\76Q?
T/4]*C0CD..PTYWQU^_@.G)U_6F%]]H^^>7(?X-C_\C,O3>CY* M?
>=/I(=E#=]I#$$$#DD;:W(ND;8Y*+*>IG'L.03/A;G&TNH=C;7U1BU,^QC6 M>/&,,A%1)LDV]0S:U-
GVGO:GL3Y^RX3:\9*;#_=D\9QD[I'0^.QTGHA ?^K M LK%Y?=G]?MA4Z<=YGEVW8B@V9/ 6L.\6AP[-;'>5;@=,.F1%>OK%4""M%!
MM-& *%BR5=RV[Z79]EGA-I<_UD/UOOQC=5[Z/RG,W?WZ%5B^NNS9>7JA-NHR:<1$$IP-1U= MUE)
8E8J14:518BM7Z>V4S2VES 0BHYB?+\P^F,Q3Q<;4L&5A"&#-UAS6'0 M'WVXM0=&"XBJVU[9-$C6W^#PVF]G?
+YXFPB:MZKA'QD, Q4C/.E'JU(Q4 M;)92I.9UY(^0,K:Q/C1V]F+UX8A9K,/LV4SPS;_38K5N9F#?^\0AS.?M9]C
M'!V\WG_>1@&V00B7C'3"FR303S(!C MI4ZH,"(G94.6Z@GQ]QOZ/EAZ.T2Z]V%O0.?M))]0>&IPJ@@[(E MYCI@I'5SVWUIW
E]^B^&OKV%,W+NZ-:]?5[\@A_"-+\JM-C5[FQV,M2= F8X!]0P,?T&Z;**1M+%)%GRHAD+D M 9Q/JKY *&=T<-
RW'L:*VT[0(D;8]!2BR!+[) ,IBT+R$5.TQQO9Z$[@0_]]+AUT1,^V/1GV-Q MCB>A-B,8_"5;J1Q-?
5/1D5M0(@4R18,%+"GJXCU]T7J8]3$OV?X%P*H%]WM] MGG@WIS_BY_#]F,>&!SZDR=/!4\0U>@BX6N9ZM.
(5;ECM!B!XA*S)GU,)%03' M%$27249%%;S;W?WHX[2%G*':0B]FWR]\IW-$S.D1F0Q,/ZY5<^@="6X$ MD#
<8UP]@@P02?/:X&\@9B2!.NL9\9SCKJUWKQ/Q<@OA6W$>[?O]W&\ M[@XM;Q;U?7.2.>-<"P]RDSB2+!GA,D@HUIF2Z7O:M^[%]!
=XR+F6-ENA%3T!Y1#);KF* M#F!S!T"YS![[>-F5V 9:A5@"62FB7SE.EGL)$++3*!!9:5Z ?I>&D5,"!KE_MCN)S9SBY.#A&D3>G)$&
[CA-5AEQXMTDXE($IJ46QS;O;WJ=B7(5RG%2W0.0 M%G< DD^8R,C/I[_AQT#&G*J-2F.=I*UM M;5[&'!J.*?B=+-
VFO3F'RQ]K:J\Q'^!6A>D*\5;\O[]"X..#KQ6I-]< M3I+YE'/9*2_[977FW$M8CW3FW(=S8S=HO-594O@8(N,%&$^)O#A3P%N6 34&
M5>/L.NT4<7UYG3GW$MFCG3GWX=_8@K_565*E$#32SK/TM3)?*_"%&;));-D MRZBRDQ?
R\CIS'BSX@_G7@?'WVV)^0I]V6M\5/M/?.9^D5)R(CO; R9*MDXIK MO771$(0,VCF50VD>VGJ CI$S>0>)6QS-[PXQ-ZIA?
L1J.DAAG&\A)^ S 'L[@$T]IT.I)I3(K.*0-;^J4DCPK#:, MS,5]I0[=,Q]'T8W0%4*C/>S5?KY5E-U-R<'R,T;=N2HQR\ M!5@PNU6T?"X
3=S?0I ^0XW*9BY-S^0>ZC(WG='5K^"*>7AR@X*1*Z#"G4 MA$KN(CBM%' ;LG JAM!\ .YCM(R?,W*,C+="YD"&=P"]#77WK;@;#8
7!-9-0!_FYK M^=_/> ^#\]P*.T;S3'GABFO(Z6&!<3'=> =<:]T*"U%HIKFVQL'0?:B;# ^$EK: M(*Z]5#J
6G5Q:P_ ^FVR;B,2T3B76$F%%&RD* B/?U%FQ==9, ^T$BC'?IZ.^E
ML9'J.I;G(Q=HWSX(O\X6B^6[.7TTKC9M],D6+9K[J,&BW_!&@,O*DM"92*)8 M\F#N].-YL!K[B67ZBS\?AX[6G.U N=S>SB]A-5U]
(EI"?C^_F_%(FCR8YP/'%GS"I)=:>LOK#3$;=9(-AU@[B&._6-^ML)\:0V^ M7IR>3M>; X:7,S_JH/N0%/+J/6=$XB9'#<%G
YEKQ10B,;/YI.=#B>W/A1S. MJF\OO4YA>E/5OR'C7) $N2; -DG&Q*.HR!#$L=LDO.-G^[
MVX.^D3M3/"L8F\BH4_R]7GS#>9BOJVVZFF3!O8R^0#"L=M^0M"G'@HZ+@-* M,K;O9/<442,WH7A6I!TNC8[;"-
#'3+_AI_4B_?/#+,R/ZB;PR&>U:BJP"ZFM M2L>O2H8)!(O3VOA\0_-'G-5^(+7-]>K3%\)H#'037K;(N>ZG'0-G2><:8ZC8 M,!\SR\8C%Z&X-QK9L6'4?QT947Z0OFLQFM_9:@LOB!^ F7WZ8)-TO6I.Y\ MDZA7L\U'TI_>EX^8%B?SZ7\241N]O:'T//QM,J_UV1E*
(>=;R> @&@R064SH M&&+.K9V0038R\@O5\V'Y7@7(Z+#HX&(_;PSRB02.E;._76QQ\ZZLC'%6S53/$B3 [BD:E*# M4!!1"]
B%B>+5X:W5K1;"1H7B,W$OAN<#I!!!X"]1^Q]^11FN+K(4/ LEQP9 M'2UCZU@8GL"%*"&
(%,C;QY!$Z\KM>T1T"9Q#!'RW)\11W.X +A])$D3 EU?S M_:_X6SQM7+H8J30Y9;(F; ZDI?&0>RQGT\ M'0Y2K272
<@^X8Q^=$([^CTL_XFU]]_M_6BGO3%*UH2#",K1R7'.DL^N;53< M<<3F >6G.!KW274X>#6510?8^CO.
<1EFM)]7^70ZGU;OJ(8C[AP8SH(4J,"* MFCD>HZ4#PPL4:=!*E;-4K>WYG0@;]VEV.)2UETH'4*O!K9I(NC$XF2JQ:/*W M!>W/]
<6^__ES"@V73$:XNSQU#Q97.I'9S!H7& M@S<._6NW^*"5,++U1/C;%(QKK!\NR4<@<0!;.P!%FX-U_>BBF1/,DT><57WU
M%8*#%S4K)G)K>6'"E]:H:KR%<2VR_E3>F CIX(!<[SSPQN_L#0FC$X[<\!! MJ--356)8724Z^]KR+%0H&5LGG>]&V;A:=E3P+
:79*\/N]Z\O;;+ M$)RNH?+:G# X,J=:OR<<0^_(76$'P]T]2_6Y9-K!M7U_KV_.\-W\WO13G1QF M,H
@>%WG9M&MX@J/X*4@TRBE*%WK&$VA>*5<$*CPCKOQ8'GC+FN-6^8S/(@&X7F7*FO" M2F+<)PUD1!)
[M(_@;$!BCW(>$S),K3WX^U2,6ZDSIE+;B__-ALDVCK-]PI/* MO3#/?\?%R3)_3)-;\(Z'!YD>^H3FT38]B*[47CM8LV/^'6QK#"
[@E5,,EA. M-K95M4S'2UUG)=&7W IMF*$?-L_R?X268[7,'VK'0:H)12!X+ M!R.,JU=N@A!X ,*Y])*GE$7KQ)!'B1DYS;L%#NZJES:,
[^">(K4;3DZ6>'+U M'/(-YV=X_HJG"S+FB@;R%DAC"N<@,!_H3]I:KM%9U3I6M8V>D7-#AL!1,_9W M
"6ZSFO)W/*\V&>Z^NZ2$&K\%[7V*Q-;%3-T;2 M%G)&KX]J)/-[2=MM!- CEFXTW_5)I>"8@.14;;)4QRRCE2!YB)(+RV5IG;:]
MA9RQWW(:B?PI*!W(_PZ@=&UQWMO41;HFN9$L6#IN1M86JUHR"-Y),,2F'&M: M%;8&U)-$=0:K0\5_+WVVI2PZ-
<#Y^\?\F>_G(;E/S>'L'!%9H$D2U S#HI\ M5H@F^MJO*3BNHA:Z=0_UIV@:UXQZSMOO<%%T":W+W5P<1&)(*,HB.(%U4I)
MD$6"3\SGP$S2IGW]VW:,.M-:1R'@27@=(8X.X'5Q[GXE+M8X7/5D_F.Z_O+Z
M;+5>G.+EJ$09K46=./"8(J@D$W@>ZLY:KFYA8N#)4J2EF\&(;!:A6S)G9$V W.2!:FE*6*G/FA/(>8Q M L8;@==(L(O67.[@*OMC,?
_'99DZDU@*9Q&XJQWL8ZG^@Y<@LO31%1&T;]TH M[\R(*CC3#OAKD/Y.S(^N,5W9/$@4O*K956NEH7Y5"!LCZ#TR%
*E&KHKA$ MNY-__X32N+WJ>#,3VT+A2'YVH![>_O[VU07E(1;!E(O E*DM&I.!F!#!AR3) M<#*KCV-M#*<<#N3KV+IA-0T?
0IJ6:;I4;,F8XKP QU#4SB9DMH=J M6;/L>=;91+53)=53ZN'NPN-D(PZD(8[B:@=*XA%C_+>K0C#N",1>!? YUJD.
ML6;FE@@VZZ@Y0V],ZPS#IV@:-YUUL$!>4U%T *U[T8+KGM5\8I-PEI-!E80R
MH,C"@AC(M/)&Q2B"Y$JVME>WT=/ER^B!DG\J@'>H&#J U!,QHK??T^PLUQR% MU0KIG_PY?)^49+QFB@&WM9.<$[7"--
=I(TR*5#C/IG5CCP/(I/)QH@T AQ9: MK[7!?^#ZM\5J]167EW709'#,G?]T57]Z>"'+C0$!2N#D$=)D;W3HS;4\2Q[T2!\'8D$+J
H5WN7;QLTD)&;71 M$9A5&92O,VH,7>]TO\B%#T&9UEU;'B%EW+>O05#5@ND-T3.L&75^2'!C-&*N
M'%Y_P11FZ6RV66I1!C:PCB5@"-.K*5.&-LJDXT63?0]<,$< -PP"MP)RYDDA MB\K(UJEA0QEEUTW$7LW7TPV/Z^043'5 ZA17;R\D
M849M5:WP$S*0NL\9HI89A'<\1F2&V=;F:ML==&H6[H.XQT=K/+N(.PBX'+GG M7WX_&;]WLT*?OH:>]%&%#)(,2H-
1@1>/)T/PG=O)/;<-OI9:;'\Z/T;O>W M3B#3[>FYT<-4*Q]9\!)<;8*J OF;P4@#XO]O[]J6V[B!{/O^"W8'& #O&R5 M+-
N)JQQ+92G>RI,*5VH2:D:9H91HOWX!BJ0DBI>Y@ 2D=:4JL2VGI]'G--!H M-!H09P)"B: ,O0G;IU-<'B=#GDZD'HAD LQRI, ;SVB
M'$:&M^\$)S?U736[$E38'!($:)8;@ M(@%"T<'.*&IW1WB@N2H.VN<*!TZ^J#3PVE MGMZ6%1PJI1@'G(O,K?Z%\;]I,V
5I]8*C0P)'=3OTF?LQ+B2[4M&YBVUOI9" M^K?#2_]NW]S@^]SZ[EVF>7P7NHDSC/1A$79>(B7+ M08'SC'(MA."AK\
'4S[N!!F,;^N37AQP$UCN/Y>5J/PL\J5R9KSS,\9CWD*Z M?W*%0&:Q?U6+$< $Y
:J+5355@8.H3=HDHBC#LN,=;I&0"E!,AVV8B]=5_V M9GQ\,29R/>A?S6ZUO? :#?_:-D:0R.WH<0$9"Z8=Q&&^Y7,E7^^D@I!%,IM
M"EV-%%+_R+0.0:@Z$7038+;OM6D:/Y1S<6N:,[4OZYH'S/.J4]'ZEUC]?S[] M?5?>BZD?Z2))0J%43$H!C""^/31'@&-
088XLC+/I,C"=^L:JFU22 M!'^.<+LV<6O\DN%>(+B2"S]_>*7VLFKYN'1ZI&R32YEE?#/?P*C+0+.AXB/
M\C406E"KBCR#/#P1N^D6]]YB0K0\ )0)S(IS;>D'H?XR^M509,:8(@("I*7; M<4K,@>1*@%PP3G4F2<9#7\#?
H4[<%SJ2(6(HP!+@WBHW\N%A]8 I=0 R1 H9ES.3,HDR%K@GMI6 B&=" #-E& MPN!PI<3%+]7MW:R=6PRNMF*PP!F2P$_[
+/<7Y:1S(TG0X4+APLE0NL=ZL3-O<0E MUQ!$4B+7B/#WZZK@*5>0(I\@1!>%<=&'-&[#KC+_CAF!!4$93[*DXFNOLLO# M$SB-
KE?=$HD?CT^?]13/(;!,@:-SPVZHP;HJ,EXHI17(2:\'7==Y MRP@W+F,X=8L;8B1XN>|V91()-..S, A:P=[F//S4>.I,Z!"Z4IH9:Y7Q_5%]
ME"USMP9EUMN08@(1LL'3.3U5?/NK_7$GRB'(IC!?=AR>LZY:C! CRSCV7HE1 MX:R9"2 MTR KM,&DH)S!T$^]-=Q :Y)M%_
(&N2VSXL&/GG,,P*:MSH@3$%<>9Q>TWF4RJY6R!<3".(A:'K+8;J&G=3=$#& MK<^&1P$S@55].<[G]O,'8#G$A(N\<,.P&&"D"1
\RX"$3%!)B2UPZ+.<+:HD M1[D#\& +^<: DBBW_"\;L[RLG^72+9C6/PA]M8M2% 3.*1G@'!$M%<(H/]2:.ML%6I-
/@V"OH.=!J.0\Q'.&YG5Y=B,O%/V>E2+(X*F("4YRH'5%D+L/+*^V?S M,HP((9G*-)%]HK6-@M,CP@C0ZE 6C S_=W-
[U_KWS+Y4R^="K.$TA[0 EN1D M^?"(5L#F@A7*3;,2X0[XOY8<-_=V. *,M&$"*\NI^V0Y^RR4WR@_/%;L<$9R
M#/U[,9F_B2(QA\V2OM4B#,4>-549"D1R9%KXE.>8:4PNH M6V'=R#D$U,!3GU'*:41SZS9Y->D1^K'8DMCNI,L#0"9#%Y]K.[.-

*(%G.G M0L8R1"GPK4B<]_@>T6YS":31I$ %(HR&KDQZK45*1!F";!W4S D09P(4=8M^<'@3HO*S2/2C M&^>9?*
1Z:3EQL<%EE&&0Y]4:>?AFEL M[ ]/G/U!@% P)D329V8]=:8K'9CSWRRO3#G-X!65DFG,"6#&2/\H" ,,$@8R
M55B$]+$D"]U3LX]^;VX;$9:@P2%,@)Y?ZVIR:9J;YX'-E:(ZU]9 %\AHG]2C M_@HQT2"C*F=4<__T:>C(<8,>;V[Y#D.WT9 D0*M-
)V)/L_EW,W56U*=U.W.F M,MSI3S+ I"_/TQ@"QC,,=&:=[@6U-C_"G+=%N[A%&"G->"'@2X"8Y^+A\?IQ MO4A:+H=JVF]FYMS-
=Y5Y_(F^0C;3DF()C"32WQ060" W0 D))PACI&CHQBM] M](M[USL:.0\&8>0CA(^+3[Z(+1:^=EG_6D^U%.JO*PH1RK%T;B:([_F:*|
P M9, Z*V+,E<@Z'2MU^UHGBM%W0[$#P9# O- M5OBB'<:E+8U>%% O I*33? \IGUIQGB1<0)RK9A;40@!4E@-H(M?H-:8&I1U
M6-C'Z)!"Z951YA(Y[R@T*#34OEFZV[1(G ,-N;6(&R36&^R\DS+*H008: M]-"O.AUV1&\NS!_(S/U9NE@T>6].\WC7^_%O.BG&&
<7]G^T5-3F!B"]085^/ M:20#C!H("BPALL0BK$-?[C_&N-[<>I*@ X6@S'MVH[/9M>^/S;&!1A#@M@K^OTI\D[<&/ M<(YXN
'&*>YZ5QX6ED3]/8P_>EAE)O/:H3?B:,OZI^_FWE1WYDKE4'&-%9#(M/_B+W&(OH%; (,(RZZ)F) YU5'B4
<8I<7OGCC:&1._3T986N13_/OOAE6], M"[41 %%N_5T_O\;G!*!<084U905-.5NQ>51Q2O+>E4L%H$M\/_*(;##*/-(=
M;)EO9G8%,P0A(APHH@NW;G.W[>1* R6AEI9;SLU:\+?QC.<0NG7B/GLWW$\" MXG>V^?'#IPK;@E (=*XAP"K/ =<0
DH%%U0I"]41;D4=W!'XNW&$%(B00!OQ M5?("%DQ)Y$(\H9BS(?%=I+5E@%/&I%N]D+BQ3
PO@^&FXQ,=@09V0H8?"760\TE&Z,_GE\?@AF1)Q4>UQ' M@YQ(KKBO#O.Y8M]YW=E/SM# M/ZM&O)*0(N%"#, T='M-P0U@1A0
(4Z+#$N=R=#GP#O4Z<:Y]W>*&PJA^-F M0?>W)3)YD1<&2*'G[^TIWT;46=*%,F[R9A8+&)B$P:_@P_=W$'HP#-_2M=/U
M$]SE@,->--WWE8-=+>TUO#B721$I",N4 @5";K5E0@-N.'<[9,,()]I1ZU"O M 1SG[8[/957.S-?R_G6]P,K+VW/1.)?;H-AC2;?66.
(L]T>;!?(-*IV?8TF M$5 SE!NB@C_C$4#M-*[G'("'KQ[D/#+$"42=6Q\3R!65OI-&IJ5O>C!SZ)TFSMBI4NI/9M,"#.?.]>D0-AA0""
M_XR*B$ M&+.G5,B[NJ#:!{2=%U3[6#"]"ZJ4D"PW10X0U\SMHWRVAV"W^%N%I:1,<;8O M[G^C%U0'$F"D#1-8678LT!\>?A-
_ULWI5#C3^9F3.2MD#'%08%6XH1D,),YS M8% F&*5:&!SZ 9 >ZD5^QSERH',H'-.FZ-/ OHF;I3,S""D3F0 YY,AW"B"
MR=P""34VDF8D0Z%?B^BI8K(Q^3Bj=*?D:-P2H.6IF_GK&U\;-'W,,EV7M^WJ ML2=+B';K/I29 5BP'$BJ,Y!K6Q#)-
!$B="WD#G62I=MX&JP?,03") %Z71IU M7=73>O+P0;0,3/B^6OE/(K(G!&G/_?--'*!@-#>C9'T.%<\X^%YMJ9#W!|Z M1Z74&.LGP)
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gaap:AssetBackedSecuritiesMember 2023-12-31 0001517375 us-gaap:AssetBackedSecuritiesMember 2023-12-31 0001517375 us-gaap:FairValueInputsLevel1Member 2023-12-31 0001517375 us-gaap:FairValueInputsLevel2Member 2023-12-31 0001517375 us-gaap:FairValueInputsLevel3Member 2023-12-31 0001517375 spt:TaggerMediaMember 2024-01-01 2024-06-30 0001517375 spt:TaggerMediaMember 2023-08-02 2023-08-02 0001517375 spt:TaggerMediaMember 2023-08-01 0001517375 spt:TaggerMediaMember 2023-08-02 0001517375 2023-08-02 0001517375 spt:TaggerMediaMember us-gaap:CustomerRelationshipsMember 2023-08-02 2023-08-02 0001517375 spt:TaggerMediaMember us-gaap:TechnologyBasedIntangibleAssetsMember 2023-08-02 2023-08-02 0001517375 spt:TaggerMediaMember us-gaap:TrademarksMember 2023-08-02 2023-08-02 0001517375 spt:RepustateIncMember 2023-01-19 2023-01-19 0001517375 spt:RepustateIncMember 2023-01-19 0001517375 2023-01-19 0001517375 spt:RepustateIncMember 2023-01-19 2024-03-31 0001517375 spt:RepustateIncMember us-gaap:CustomerRelationshipsMember 2023-01-19 2023-01-19 0001517375 spt:RepustateIncMember us-gaap:TechnologyBasedIntangibleAssetsMember 2023-01-19 2023-01-19 shares iso4217:USD iso4217:USD shares pure utr:Rate spt:segment 0001517375 false --12-31 2024 Q2 10-Q true 2024-06-30 false 001-39156 SPROUT SOCIAL, INC. DE 27-2404165 131 South Dearborn St. Suite 700 Chicago IL 60603 (866) 878-3231 Class A Common Stock, $0.0001 par value per share SPT NASDAQ Yes Yes Large Accelerated Filer false false false 50419689 6660638 80873000 49760000 12333000 44645000 2232000 2177000 58614000 63489000 16196000 27725000 15067000 10324000 183083000 195943000 0 3699000 11236000 11407000 44190000 26240000 7844000 8729000 121315000 121404000 24941000 28065000 992000 1098000 393601000 396585000 9799000 6933000 148323000 140536000 4003000 3948000 15407000 18362000 9584000 11260000 187116000 181039000 40000000 55000000 940000 920000 13071000 15083000 351000 351000 241478000 252393000 0.0001 0.0001 1000000000 1000000000 53322896 50399375 52133594 49241563 4000 4000 0.0001 0.0001 25000000 25000000 6887582 6680638 7201140 6994196 1000 1000 511887000 471789000 36861000 35113000 -29000 -77000 -322879000 -292412000 152123000 144192000 393601000 396585000 98498000 78690000 194287000 153432000 898000 625000 1893000 1095000 99396000 79315000 196180000 154527000 22078000 17972000 44283000 34605000 324000 262000 547000 504000 22402000 18234000 44830000 35109000 76994000 61081000 151350000 119418000 25126000 18956000 48895000 36832000 46194000 39307000 90734000 76212000 22187000 17735000 41521000 33224000 93507000 75998000 181150000 146268000 -16513000 -14917000 -29800000 -26850000 972000 35000 2018000 63000 1053000 2140000 2088000 4160000 -257000 -148000 -663000 -357000 -16689000 -12960000 -30393000 -23110000 203000 125000 74000 227000 -16892000 -13085000 -30467000 -30467000 -30467000 -23337000 -23337000 -23337000 -0.30 -0.24 -0.54 -0.42 56699148 56699148 55499399 56521490 56521490 55331151 -16892000 -13085000 -13085000 -30467000 -30467000 -30467000 -23337000 -23337000 -23337000 19000 19000 -103000 -103000 48000 48000 -25000 -25000 -16873000 -13188000 -30419000 -23362000 56537262 5000 489969000 3122058 -36589000 -48000 -305987000 147350000 25000 27000 27000 20653000 20653000 476944 0 8407 -272000 272000 40807 1238000 1238000 19000 19000 19000 -16892000 -16892000 57080013 5000 511887000 3130465 -36861000 -29000 -322879000 152123000 55376548 5000 415123000 3074749 -33832000 -291000 -236237000 144768000 30000 29000 29000 16376000 16376000 287000 0 6264 -270000 270000 36360 1427000 1427000 -103000 -103000 -103000 -13085000 -13085000 -13085000 55729908 5000 432955000 3081013 -34102000 -394000 -249322000 149142000 56235759 5000 471789000 3098975 -35113000 -77000 -292412000 144192000 25000 27000 27000 38833000 38833000 778447 0 31490 1748000 1748000 40807 1238000 1238000 48000 48000 48000 -30467000 -30467000 -30467000 -30467000 57080013 5000 511887000 3130465 -36861000 -29000 -322879000 152123000 55023343 5000 401419000 3057448 -32733000 -369000 -225985000 142337000 30000 29000 29000 30080000 30080000 640205 0 23565 1369000 1369000 36360 1427000 1427000 -25000 -25000 -25000 -23337000 -23337000 -23337000 -23337000 55729908 5000 432955000 3081013 -34102000 -394000 -249322000 149142000 -30467000 -30467000 -30467000 -23337000 -23337000 -23337000 1866000 1512000 103000 0 325000 1889000 3124000 738000 7411000 12171000 885000 723000 38664000 30032000 741000 860000 -4134000 7196000 4713000 4133000 13832000 16560000 -213000 3003000 7806000 20364000 -1957000 -1710000 13227000 14578000 1585000 644000 1409000 6432000 0 63085000 36385000 47252000 0 5538000 33391000 -17371000 15000000 0 27000 29000 1238000 1427000 1748000 1369000 -15483000 87000 31135000 -2706000 53695000 79917000 84830000 77211000 80873000 74365000 3957000 2846000 84830000 77211000 Nature of Operations and Summary of Significant Accounting Policies Nature of Operations Sprout Social, Inc. (“Sprout Social” or the “Company”), a Delaware corporation, began operating on April 21, 2010 to design, develop and operate a web-based comprehensive social media management tool enabling companies to manage and measure their online presence. Customers access their accounts online via a web-based interface or a mobile application. Some customers also purchase the Company’s professional services, which primarily consist of consulting and training services. The Company’s fiscal year end is December 31. The Company’s customers are primarily located throughout the United States, and a portion of customers are located in foreign countries. The Company is headquartered in Chicago, Illinois. Principles of Consolidation and Basis of Presentation The unaudited condensed consolidated financial statements and accompanying notes were prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”) and the applicable regulations of the United States Securities and Exchange Commission (“SEC”) regarding interim financial reporting. The Company has prepared the unaudited condensed consolidated financial statements on a basis substantially consistent with the audited consolidated financial statements of the Company as of and for the year ended December 31, 2023, and these unaudited condensed consolidated financial statements include all normal recurring adjustments necessary for a fair statement of the results of the interim periods presented but are not necessarily indicative of the results of operations to be anticipated for the full year or any future period. The consolidated balance sheet as of December 31, 2023 included herein was derived from the audited consolidated financial statements as of that date but does not include all disclosures including certain disclosures required by GAAP on an annual basis. The unaudited condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All significant intercompany transactions and balances have been eliminated in consolidation. The unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes included in the Company’s Annual Report on Form 10-K for the year ended December 31, 2023, filed with the SEC on February 23, 2024. Use of Estimates The preparation of financial statements in conformity with GAAP requires management to make estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. The Company bases its estimates on historical experience and on other assumptions that its management believes are reasonable under the circumstances. Actual results could differ from those estimates. The Company’s estimates and judgments include, but are not limited to, the estimated period of benefit for incremental costs of obtaining a contract with a customer, the incremental borrowing rate for

operating leases, calculation of allowance for credit losses, valuation of assets and liabilities acquired as part of business combinations, useful lives of long-lived assets, stock-based compensation, income taxes, commitments and contingencies and litigation, among others. The Company is not aware of any events or circumstances that would require an update to its estimates and judgments or a revision of the carrying value of its assets or liabilities as of August 2, 2024, the date of issuance of this Quarterly Report on Form 10-Q. Actual results could differ from those estimates. Summary of Significant Accounting Policies The Company's significant accounting policies are discussed in Note 1 - "Nature of Operations and Summary of Significant Accounting Policies" in the Notes to Consolidated Financial Statements as of and for the year ended December 31, 2023 included in the Company's Annual Report on Form 10-K for the year ended December 31, 2023, filed with the SEC on February 23, 2024. There have been no significant changes to these policies during the six months ended June 30, 2024, except as noted below. Sales Commissions Sales commissions earned by our sales force are considered incremental costs of obtaining a contract with a customer. Sales commissions are paid on initial contracts with new customers and for expansion of contracts with existing customers. Commissions are not paid on customer renewals. Sales commissions are deferred and amortized on a straight-line basis over a period of benefit. The Company has historically estimated such period of benefit to be three years. On an annual basis, the Company assesses the expected period of benefit by taking into consideration the products sold, mix of customers, expected customer life, expected contract renewals, technology life cycle and other factors. Based on the assessment performed during the first quarter of 2024, the Company updated the period of benefit from three years to five years. This change in accounting estimate was effective January 1, 2024 and is being accounted for prospectively in the condensed consolidated financial statements. For the three and six months ended June 30, 2024, the change in amortization period resulted in a $3.9 million and $8.1 million reduction to sales and marketing expense, respectively, or an increase of $0.07 and $0.14 per share basic and diluted, respectively. The effects of this change in estimate were calculated based on the carrying value of deferred commissions as of December 31, 2023. The unaudited condensed consolidated financial statements and accompanying notes were prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP") and the applicable regulations of the United States Securities and Exchange Commission ("SEC") regarding interim financial reporting. The Company has prepared the unaudited condensed consolidated financial statements on a basis substantially consistent with the audited consolidated financial statements of the Company as of and for the year ended December 31, 2023, and these unaudited condensed consolidated financial statements include all normal recurring adjustments necessary for a fair statement of the results of the interim periods presented but are not necessarily indicative of the results of operations to be anticipated for the full year or any future period. The consolidated balance sheet as of December 31, 2023 included herein was derived from the audited consolidated financial statements as of that date but does not include all disclosures including certain disclosures required by GAAP on an annual basis. The unaudited condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All significant intercompany transactions and balances have been eliminated in consolidation. The preparation of financial statements in conformity with GAAP requires management to make estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. The Company bases its estimates on historical experience and on other assumptions that its management believes are reasonable under the circumstances. Actual results could differ from those estimates. The Company's estimates and judgments include, but are not limited to, the estimated period of benefit for incremental costs of obtaining a contract with a customer, the incremental borrowing rate for operating leases, calculation of allowance for credit losses, valuation of assets and liabilities acquired as part of business combinations, useful lives of long-lived assets, stock-based compensation, income taxes, commitments and contingencies and litigation, among others. The Company is not aware of any events or circumstances that would require an update to its estimates and judgments or a revision of the carrying value of its assets or liabilities as of August 2, 2024, the date of issuance of this Quarterly Report on Form 10-Q. Actual results could differ from those estimates. Sales commissions earned by our sales force are considered incremental costs of obtaining a contract with a customer. Sales commissions are paid on initial contracts with new customers and for expansion of contracts with existing customers. Commissions are not paid on customer renewals. Sales commissions are deferred and amortized on a straight-line basis over a period of benefit. The Company has historically estimated such period of benefit to be three years. On an annual basis, the Company assesses the expected period of benefit by taking into consideration the products sold, mix of customers, expected customer life, expected contract renewals, technology life cycle and other factors. Based on the assessment performed during the first quarter of 2024, the Company updated the period of benefit from three years to five years. This change in accounting estimate was effective January 1, 2024 and is being accounted for prospectively in the condensed consolidated financial statements. For the three and six months ended June 30, 2024, the change in amortization period resulted in a $3.9 million and $8.1 million reduction to sales and marketing expense, respectively, or an increase of $0.07 and $0.14 per share basic and diluted, respectively. The effects of this change in estimate were calculated based on the carrying value of deferred commissions as of December 31, 2023. 3900000 8100000 0.07 0.14 Revenue Recognition Disaggregation of Revenue The Company provides disaggregation of revenue based on geographic region in Note 8 - "Segment and Geographic Data" of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report) and based on the subscription versus professional services and other classification on the condensed consolidated statements of operations, as it believes these best depict how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors. Deferred Revenue Deferred revenue is recorded upon establishment of unconditional right to payment under non-cancellable contracts and is recognized as the revenue recognition criteria are met. The Company generally invoices customers in advance in monthly, quarterly, semi-annual and annual installments. The deferred revenue balance is influenced by several factors, including the compounding effects of renewals, invoice duration, timing and size. The amount of revenue recognized during the three months ended June 30, 2024 and 2023 that was included in deferred revenue at the beginning of each period was $67.4 million and $50.2 million, respectively. The

amount of revenue recognized during the six months ended June 30, 2024 and 2023 that was included in deferred revenue at the beginning of each period was $101.9 million and $71.1 million, respectively. As of June 30, 2024, including amounts already invoiced and amounts contracted but not yet invoiced, $295.1 million of revenue is expected to be recognized from remaining performance obligations, of which 72% is expected to be recognized in the next 12 months, with the remainder thereafter. Deferred revenue is recorded upon establishment of unconditional right to payment under non-cancellable contracts and is recognized as the revenue recognition criteria are met. The Company generally invoices customers in advance in monthly, quarterly, semi-annual and annual installments. The deferred revenue balance is influenced by several factors, including the compounding effects of renewals, invoice duration, timing and size. 67400000 50200000 101900000 71100000 295100000 0.72 P12M Operating Leases The Company has operating lease agreements for offices in Chicago, Illinois; Seattle, Washington; Santa Monica, California; and Dublin, Ireland. The Chicago lease expires in January 2028, the Seattle lease expires in January 2031, the Santa Monica lease expires in January 2025, and the Dublin lease expires in June 2025. These operating leases require escalating monthly rental payments ranging from approximately $14,000 to $280,000. Under the terms of the lease agreements, the Company is also responsible for its proportionate share of taxes and operating costs, which are treated as variable lease costs. The Company's operating leases typically contain options to extend or terminate the term of the lease. The Company currently does not include any options to extend leases in its lease terms as it is not reasonably certain to exercise them. As such, it has recorded lease obligations only through the initial optional termination dates above. </div><div style="margin-bottom:16pt;text-indent:36pt">The following table provides a summary of operating lease assets and liabilities as of June 30, 2024 (in thousands): </div><div style="margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:84.957%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.843%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Assets</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Operating lease right-of-use assets </td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,844 </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">Liabilities</td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Operating lease liabilities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,003 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Operating lease liabilities, non-current</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,071 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total operating lease liabilities</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">17,074 </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> The following table provides information about leases on the condensed consolidated statements of operations (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:92.307%"><tr><td style="width:1.0%"></td><td style="width:43.170%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.268%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.668%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.268%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.494%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.268%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.494%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.270%"></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 June 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 June 30,</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">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">2023</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">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"><span style="color:#000000;font-family:'Helvetica',sans-

serif;font-size:8pt;font-weight:700;line-height:100%">2023</td></tr><tr style="height:6pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease expense</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">686 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">649 </td><td style="background-color:#ffffff;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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,374 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,297 </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">Variable lease expense</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">856 </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">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">1,712 </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">1,786 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> Within the condensed consolidated statements of operations, operating and variable lease expense are recorded in General and administrative expenses. Cash payments related to operating leases for the six months ended June 30, 2024 and 2023 were $4.1 million and $4.1 million, respectively. As of June 30, 2024, the weighted-average remaining lease term is 4.5 years and the weighted-average discount rate is 5.5%.</div><div style="margin-bottom:6pt;text-indent:36pt">Remaining maturities of operating lease liabilities as of June 30, 2024 are as follows (in thousands): </div><div style="margin-bottom:1pt;margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:84.957%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.843%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Years ending December 31,</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2024</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,436 </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">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,494 </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">2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,298 </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">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,392 </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"><span

style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,277 </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="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,326 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total future minimum lease payments</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">19,223 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Less: imputed interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,149)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total operating lease liabilities</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">17,074 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 14000 280000 The following table provides a summary of operating lease assets and liabilities as of June 30, 2024 (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:84.957%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.843%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Assets</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Operating lease right-of-use assets </td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,844 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Liabilities</td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Operating lease liabilities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,003 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Operating lease liabilities, non-current</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,071 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total operating lease liabilities</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">17,074 </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> 7844000 4003000 13071000 17074000 The following table provides information about leases on the condensed consolidated statements of operations (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:92.307%"><tr><td style="width:1.0%"></td><td style="width:43.170%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.268%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.668%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.268%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.494%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.268%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.494%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.270%"></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 June 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 June 30,</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">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">2023</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">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">2023</td></tr><tr style="height:6pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease expense</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">686 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">649 </td><td style="background-color:#ffffff;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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,374 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,297 </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">Variable lease expense</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">856 </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">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">1,712 </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">1,786 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 686000 649000 1374000 1297000 856000 893000 1712000 1786000 4100000 4100000 P4Y6M 0.055 Remaining maturities of operating lease liabilities as of June 30, 2024 are 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:84.957%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.843%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Years ending December 31,</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2024</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">2,436 </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">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,494 </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">2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,298 </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">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,392 </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">2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,277 </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="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,326 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total future minimum lease payments</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">19,223 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Less: imputed interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,149)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total operating lease liabilities</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">17,074 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 2436000 4494000 4298000 4392000 1277000 2326000 19223000 2149000 17074000 Income Taxes The provision for income taxes for interim periods is generally determined using an estimate of the Company’s annual effective tax rate, excluding jurisdictions for which no tax benefit can be recognized due to valuation allowances. The Company’s effective tax rate differs from the U.S. federal statutory rate primarily due to a valuation allowance related to the Company’s federal and state deferred tax assets. There is no provision for domestic income taxes because the Company has historically incurred operating losses and maintains a full valuation allowance against its net deferred tax assets. For the six months ended June 30, 2024, the Company recognized an immaterial provision related to foreign income taxes. The Company assesses all available positive and negative evidence to evaluate the realizability of its deferred tax assets and whether or not a valuation allowance is necessary. The Company’s three-year cumulative loss position was significant negative evidence in assessing the need for a valuation allowance. The weight given to positive and negative evidence is commensurate with the extent such evidence may be objectively verified. Given the weight of objectively verifiable historical losses from operations, the Company has recorded a full valuation allowance on its deferred tax assets. The Company may be able to reverse the valuation allowance when sufficient positive evidence exists to support the reversal of the valuation allowance. Revolving Line of Credit On August 1, 2023, the Company entered into a Credit Agreement (the “Credit Agreement”) by and among the Company, the banks and other financial institutions or entities party thereto as lenders and MUFG Bank, LTD. as administrative agent and collateral agent. The Credit Agreement provides for a $100 million senior secured revolving credit facility (the “Facility”), maturing on August 1, 2028. Borrowings under the Facility may be used to finance acquisitions and other investments permitted under the terms of the Credit Agreement, to pay related fees and expenses and for general corporate purposes. At June 30, 2024, the Company had an outstanding balance of $40.0 million under the Facility. Borrowings under the Facility may be designated as SOFR Loans or ABR Loans (each as defined in the Credit Agreement), subject to certain terms and conditions under the Credit Agreement, and bear interest at a rate of either (i) SOFR (subject to a 1.0% floor), plus 0.10%, plus a margin ranging from 2.75% to 3.25% based on the Company’s liquidity or (ii) ABR (subject to a 2.0% floor) plus a margin ranging from 1.75% to 2.25% based on the Company’s liquidity. The Facility also includes a quarterly commitment fee on the unused portion of the Facility of 0.30% or 0.35% based on the Company’s liquidity. For the six months ended June 30, 2024, the borrowings under the Facility were designated as SOFR Loans and the weighted average interest rate in effect for the outstanding balance was approximately 8.18%. Debt issuance costs associated with the Facility were recorded to Other assets, net within the condensed consolidated balance sheets and are being amortized as interest expense on a straight-line basis over the term of the Facility. The Credit Agreement includes customary conditions to credit extensions, affirmative and negative covenants, and customary events of default. The customary conditions also include restrictions on the Company’s ability to incur liens, incur indebtedness, make or hold investments, execute certain change of control transactions, business combinations or other fundamental changes to its business, dispose of assets, make certain types of restricted payments or enter into certain related party transactions, subject to customary exceptions. In addition, the Credit Agreement contains financial covenants as to (i) minimum liquidity, requiring the maintenance, at all

times and measured at the end of each fiscal quarter, of cash and cash equivalents of not less than the greater of (x) $30 million and (y) 30% of the total revolving commitments, and (ii) minimum recurring revenue growth, requiring recurring revenue growth for the trailing four fiscal quarter period, measured at the end of each fiscal quarter, of not less than 115% of the actual recurring revenue for the same period in the prior fiscal year. As of June 30, 2024, the Company was in compliance with the covenants in the Credit Agreement. 100000000 August 1, 2028 40000000.0 0.010 0.0010 0.0275 0.0325 0.020 0.0175 0.0225 0.0030 0.0035 0.0818 30 million 30 115 Incentive Stock Plan<div style="margin-bottom:10pt;text-indent:36pt">Stock-based compensation expense is included in the unaudited condensed consolidated statements of operations as follows: </div><div style="margin-top:5pt;text-indent:36pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:92.628%"><tr><td style="width:1.0%"></td><td style="width:43.190%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.221%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.665%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.221%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.492%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.221%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.665%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.225%"></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 June 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 June 30,</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">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">2023</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">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">2023</td></tr><tr style="height:12pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of revenue</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">906 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">857 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,831 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,358 </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">Research and development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,036 </td><td style="background-color:#ffffff;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">4,327 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,486 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,929 </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">Sales and marketing</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,189 </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">7,206 </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">15,565 </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">13,776 </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">General and administrative</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,467 </td><td style="background-color:#ffffff;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">3,986 </td><td style="background-color:#ffffff;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">9,782 </td><td style="background-color:#ffffff;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">6,969 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total stock-based compensation</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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">20,598 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">16,376 </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 #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">38,664 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 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style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.221%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.492%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.221%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.665%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.225%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended June 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid 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</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,831 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,358 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" 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#000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">20,598 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td

style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">16,376 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">38,664 </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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">30,032 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 906000 857000 1831000 1358000 6036000 4327000 11486000 7929000 8189000 7206000 15565000 13776000 5467000 3986000 9782000 6969000 20598000 16376000 38664000 30032000 Commitments and Contingencies<div style="margin-bottom:10pt">Contractual Obligations</div><div style="margin-bottom:16pt;text-indent:36pt">The Company has non-cancellable minimum guaranteed purchase commitments for primarily data and services. Material contractual commitments as of June 30, 2024 that are not disclosed elsewhere are as follows (in thousands):</div><div style="margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:84.957%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.843%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Years ending December 31,</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2024</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">4,546 </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">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,498 </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">2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,366 </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">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">378 </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">2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </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="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total contractual obligations</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">13,788 </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> Legal Matters From time to time in the normal course of business, the Company may be subject to various legal matters such as threatened or pending claims or proceedings. Beginning on May 13, 2024, the Company and certain of its executives were named in two putative securities fraud class action cases filed in the United States District Court for the Northern District of Illinois asserting claims under Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5. The first action, captioned Richard

*Munch v. Sprout Social, Inc., et al. (the "Munch Action"), was filed on May 13, 2024 and alleges that the defendants made false or misleading statements and omissions of fact relating to the Company's business, operations and prospects, including (i) purported integration challenges arising from the Company's August 2023 acquisition of Tagger Media, Inc., (ii) the Company's ability to service (and the viability of its strategic plan to focus on) the enterprise market, and (iii) as a result, the Company's financial guidance. The plaintiff in the Munch Action seeks damages and costs on behalf of a putative class of Company stockholders and alleges a class period beginning on November 3, 2023 and ending on May 2, 2024. The second case, captioned City of Hollywood Police Officers' Retirement System v. Sprout Social, Inc., et al. (the "City of Hollywood Action" and, together with the Munch Action, the "Securities Actions") was filed on July 2, 2024. It asserts claims under the same statutory provisions based on substantially similar allegations of misconduct as the Munch Action, but alleges a class period beginning on November 3, 2021 and ending on May 2, 2024.
 On July 12, 2024, three purported Company stockholders, including the named plaintiffs in the Securities Actions, filed motions to consolidate the Securities Actions and for appointment as lead plaintiff under the Private Securities Litigation Reform Act of 1995. Those motions remain pending. Based on a scheduling order entered by the Court in the first-filed Munch Action, the appointed lead plaintiff will have sixty days following a ruling on these motions to file a consolidated amended and/or consolidated complaint, after which Defendants will have sixty days to respond.
 The Company intends to vigorously defend against the claims asserted in the Securities Actions. The outcomes of these actions are subject to inherent uncertainties, and the actual defense and disposition costs will depend upon many unknown factors. The Company could be forced to expend significant resources in the defense of these actions and may not prevail. The Company currently is not able to estimate the possible cost from these matters, as these actions are currently at an early stage, and the Company cannot be certain how long it may take to resolve these actions or the possible amount of any damages that the Company may be required to pay. Such amounts could be material to the Company's financial statements. The Company has not established any reserve for any potential liability relating to these actions. It is possible that the Company could, in the future, incur judgments or enter into settlements of claims for monetary damages. Indemnification In the ordinary course of business, the Company often includes standard indemnification provisions in its arrangements with third parties, including vendors, customers, investors, and the Company's directors and officers. Pursuant to these provisions, the Company may be obligated to indemnify such parties for losses or claims suffered or incurred. It is not possible to determine the maximum potential loss under these indemnification provisions due to the Company's limited history of prior indemnification claims and the unique facts and circumstances involved in each particular provision. There were no material obligations under such indemnification agreements as of and for the period ended June 30, 2024. Material contractual commitments as of June 30, 2024 that are not disclosed elsewhere are 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:84.957%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.843%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Years ending December 31,</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2024</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">4,546 </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">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,498 </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">2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,366 </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">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">378 </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">2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </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="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total contractual obligations</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:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">13,788 </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> 4546000 6498000 2366000 378000 0 0 13788000 Segment and Geographic Data The Company operates as one operating segment. The Company's chief operating decision maker ("CODM") is its chief executive officer, who reviews financial information for purposes of making operating decisions, assessing financial performance and allocating resources. The Company's CODM evaluates financial information on a consolidated basis. As the Company operates as one operating segment, all required segment financial information is found in the condensed consolidated financial statements. Long-lived assets by geographical region are based on the location of the legal entity that owns the assets. As of June 30, 2024 and December 31, 2023, there were no significant long-lived assets held by entities outside of the United States. Revenue by geographical region is determined by location of the Company's customers. Revenue from customers outside of the United States was approximately 27% and 28% for each of the six months ended June 30, 2024 and 2023, respectively. Revenue by geographical region 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:42.008%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.521%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.521%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:1.0%"></td><td style="width:12.521%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.526%"></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 June 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 June 30,</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">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">2023</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">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">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Americas</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">78,830 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">62,312 </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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">155,500 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">121,423 </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">EMEA</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15,646 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,054 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31,017 </td><td style="background-color:#ffffff;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">25,554 </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">Asia Pacific</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:'Helvetica',sans-serif;font-size:10pt;font-

weight:400;line-height:100%">4,920 </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">3,949 </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">9,663 </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">7,550 </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</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">99,396 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">79,315 </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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">196,180 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">154,527 </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> 1 1 0.27 0.28 Revenue by geographical region 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:42.008%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.521%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.521%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.521%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.526%"></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 June 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 June 30,</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">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">2023</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">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">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Americas</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">78,830 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">62,312 </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">155,500 </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">121,423 </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">EMEA</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15,646 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,054 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31,017 </td><td style="background-color:#ffffff;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">25,554 </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">Asia Pacific</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,920 </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">3,949 </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">9,663 </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">7,550 </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</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">99,396 </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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">79,315 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">196,180 </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;border-top:1pt solid #000000;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">154,527 </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> 78830000 62312000 155500000 121423000 15646000 13054000 31017000 25554000 4920000 3949000 9663000 7550000 99396000 79315000 196180000 154527000 Net Loss per Share Basic net loss per share is calculated by dividing the net loss by the weighted average number of outstanding shares of common stock for each period. Diluted net loss per share is calculated by giving effect to all potential dilutive common stock equivalents, which includes stock options and restricted stock units. Because the Company incurred net losses each period, the basic and diluted calculations are the same. Basic and diluted net loss per share are the same for each class of common stock, as both Class A and Class B stockholders are entitled to the same liquidation and dividend rights. The following table presents the calculation for basic and diluted net loss per share (in thousands, except share and per share data): <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:40.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td

style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.845%"></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 June 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 June 30,</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">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">2023</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">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">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Net loss attributable to common shareholders</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(16,892)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(13,085)</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(30,467)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(23,337)</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">Weighted average common shares outstanding</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56,699,148 </td><td style="background-color:#ffffff;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">55,499,399 </td><td style="background-color:#ffffff;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">56,521,490 </td><td style="background-color:#ffffff;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">55,331,151 </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">Net loss per share, basic and diluted</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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(0.30)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">(0.24)</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">(0.54)</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">(0.42)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> </div><div style="margin-bottom:16pt;margin-top:10pt;text-indent:36pt">The following outstanding shares of common stock equivalents were excluded from the calculation of diluted net loss per share for each period, as the impact of including them would have been anti-dilutive.</div><div style="margin-top:5pt"><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:72.617%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.562%"></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">June 30,</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">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">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Stock options outstanding</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,010 </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">27,010 </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">RSUs outstanding</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,763,867 </td><td style="background-color:#ffffff;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">3,651,744 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total potentially dilutive shares</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,765,877 </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 colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,678,754 </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></tr></table></div><div style="margin-bottom:16pt;text-indent:36pt">The following table presents the calculation for basic and diluted net loss per share (in thousands, except share and per share data):</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:40.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.845%"></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 June 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 June 30,</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">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">2023</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">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">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Net loss attributable to common shareholders</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">(16,892)</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(13,085)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(30,467)</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">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(23,337)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average common shares outstanding</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56,699,148 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55,499,399 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56,521,490 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55,331,151 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Net loss per share, basic and diluted</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">(0.30)</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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(0.24)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(0.54)</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">(0.42)</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> -16892000 -13085000 -30467000 -30467000 -30467000 -23337000 -23337000 -23337000 56699148 56699148 55499399 56521490 56521490 55331151 -0.30 -0.24 -0.54 -0.42 The following outstanding shares of common stock equivalents were excluded from the calculation of diluted net loss per share for each period, as the impact of including them would have been anti-dilutive. <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:72.617%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.562%"></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">June 30,</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">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"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:8pt;font-

weight:700;line-height:100%">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Stock options outstanding</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,010 </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">27,010 </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">RSUs outstanding</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,763,867 </td><td style="background-color:#ffffff;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">3,651,744 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total potentially dilutive shares</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,765,877 </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 colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,678,754 </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></tr></table>
2010 27010 4763867 3651744 4765877 3678754 Fair Value Measurements The Company measures certain financial assets at fair value. Fair value is determined based upon the exit price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants, as determined by either the principal market or the most advantageous market. Inputs used in the valuation techniques to derive fair values are classified based on a three-level hierarchy, as follows: •Level 1: Quoted prices in active markets for identical assets or liabilities. •Level 2: Observable inputs, other than Level 1 prices, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. •Level 3: Unobservable inputs that are supported by little or no market activity. The following tables present information about the Company's financial assets that are measured at fair value and indicate the fair value hierarchy of the valuation inputs used (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:45.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.679%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.679%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.598%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.679%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.598%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.679%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.598%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.684%"></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">June 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td><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">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Marketable Securities:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="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"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-

weight:400;line-height:100%"> Corporate bonds</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">11,535 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">11,535 </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></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> U.S. agency securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">798 </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">— </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">798 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total assets</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">12,333 </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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">12,333 </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> <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:45.374%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.560%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.723%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span

style="color:#000000;font-family:'Helvetica',sans-serif;font-size:8pt;font-weight:700;line-height:100%">Level 1</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td><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">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Marketable Securities:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Commercial paper</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">33,287 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">33,287 </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"> Corporate bonds</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,906 </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">— </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">9,906 </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"> U.S. Treasury securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">495 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;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">495 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">U.S. agency securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,289 </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">— </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">4,289 </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"> Asset-backed securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">367 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">367 </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 assets</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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">48,344 </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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">48,344 </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> Marketable securities are classified within Level 2 because they are valued using inputs other than quoted prices that are directly or indirectly observable in the market. The carrying amounts of certain financial instruments, including cash held in banks, cash equivalents, restricted cash, accounts receivable, accounts payable and accrued liabilities, approximate fair value due to their short-term maturities and are excluded from the fair value tables above. For the periods presented, the Company held investment-grade marketable securities which were accounted for as available-for-sale securities. As of June 30, 2024 and December 31, 2023, there was not a significant difference between the amortized cost and fair value of these securities. The gross unrealized gains and losses associated with these securities were immaterial in the periods presented. The following table classifies our marketable securities by contractual maturity (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.038%"><tr><td style="width:1.0%"></td><td style="width:67.993%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.948%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.609%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.950%"></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">June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Due in one year or less</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,333 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-

color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">44,645 </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">Due after one year and within two years</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,699 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,333 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">48,344 </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></tr></table> The following tables present information about the Company's financial assets that are measured at fair value and indicate the fair value hierarchy of the valuation inputs used (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:45.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.679%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.598%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.679%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.598%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.679%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.598%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.684%"></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">June 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td><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">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Marketable Securities:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="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"> Corporate bonds</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">11,535 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">11,535 </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><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> U.S. agency securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">798 </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">— </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">798 </td><td style="background-color:#cceeff;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">Total assets</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">12,333 </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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">12,333 </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> <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:45.374%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.560%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.723%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td><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">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Marketable Securities:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Commercial paper</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-

align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">33,287 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;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">33,287 </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"> Corporate bonds</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,906 </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">— </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">9,906 </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"> U.S. Treasury securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">495 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;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">495 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">U.S. agency securities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,289 </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">— </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">4,289 </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"> Asset-backed securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">367 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">367 </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"><span

style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">Total assets</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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">48,344 </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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">48,344 </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> 0 11535000 0 11535000 0 798000 0 798000 0 12333000 0 12333000 0 33287000 0 33287000 0 9906000 0 9906000 0 495000 0 495000 0 4289000 0 4289000 0 367000 0 367000 0 48344000 0 48344000 The following table classifies our marketable securities by contractual maturity (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.038%"><tr><td style="width:1.0%"></td><td style="width:67.993%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.948%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.609%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.950%"></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">June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Due in one year or less</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,333 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">44,645 </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">Due after one year and within two years</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,699 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:bottom">Total</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">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,333 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">48,344 </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></tr></table> 12333000 44645000 0 3699000 12333000 48344000 Business Combinations Tagger Media, Inc. On August 2, 2023,

the Company completed its acquisition of all the outstanding equity of Tagger, an influencer marketing and social intelligence platform. The Company acquired Tagger in order to expand into the influencer marketing category. Tagger's platform enables marketers to discover influencers, plan and manage campaigns, analyze competitor strategies, report on trends and measure return on investment. The Company acquired Tagger for a total final purchase consideration of $144 million in cash, which incorporates the impact of various customary adjustments such as working capital, cash and indebtedness. The Company funded the purchase consideration with a combination of cash on hand and $75 million borrowed under the Facility further described in Note 5 - "Revolving Line of Credit" of the Notes to the Financial Statements (Part I, Item 1 of this Quarterly Report). </div><div style="margin-bottom:10pt;text-indent:36pt">The excess of purchase consideration over the fair value of net assets acquired was recorded as goodwill, and is primarily attributable to expanded market opportunities from integrating the acquired developed technologies with the Company's offerings. The goodwill is not deductible for income tax purposes. </div><div style="margin-bottom:10pt;text-indent:36pt">The fair values of the tangible and identifiable intangible assets acquired and liabilities assumed are based on management's estimates and assumptions. The allocation of fair value of purchase consideration was finalized in the second quarter of 2024. </div><div style="margin-bottom:10pt;text-indent:36pt">The following table summarizes the fair values of assets acquired and liabilities assumed as of the date of acquisition (in thousands):</div><div style="margin-bottom:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:79.669%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.131%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">August 2, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash and cash equivalents</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4,648 </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">Accounts receivable</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,979 </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">Other current and noncurrent assets</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">932 </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">Intangible assets</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27,800 </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">Accounts payable, accrued expenses and other liabilities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,758)</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">Deferred revenue</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,243)</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">Net assets acquired, excluding Goodwill</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31,358 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Goodwill</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">112,405 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total consideration</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">143,763 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Cash and cash equivalents acquired</td><td colspan="2" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,648)</td><td style="background-color:#ffffff;border-top:3pt double

#000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Cash paid for acquisition of business, net of cash acquired</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">139,115 </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><div style="margin-bottom:10pt;text-indent:36pt">The Company engaged a third-party valuation expert to aid its analysis of the acquired identifiable intangible assets. All estimates, key assumptions and forecasts were either provided by or reviewed by the Company. While the Company chose to utilize a third-party valuation expert for assistance, the fair value analysis and related valuations reflect the conclusions of management and not those of any third party. </div><div style="margin-bottom:10pt;text-indent:36pt">The fair values of the acquired technology and the trademark identified intangible assets were determined utilizing the relief from royalty method under the income approach. The fair values of the customer relationships were valued using the multi-period excess-earnings method. The Company applied judgment which involved the use of assumptions with respect to revenue growth rates, customer attrition rate, discount rate, royalty rate, obsolescence rate and total operating expenses. </div><div style="margin-bottom:10pt;text-indent:36pt">Acquired intangible assets are being amortized over the estimated useful lives on a straight-line basis. The following table summarizes the estimated fair values (in thousands) and estimated useful lives for the identifiable intangible assets acquired as of the acquisition date:</div><div style="margin-bottom:10pt"><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:65.887%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.010%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Expected Useful Life</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Customer Relationships</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:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,400 </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:2px 1pt;text-align:right;vertical-align:bottom">7 years</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Acquired Technology</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14,100 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">5 years</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Trademark</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,300 </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:2px 1pt;text-align:right;vertical-align:bottom">5 years</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">27,800 </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></tr></table> The Company has included the financial results of Tagger in its condensed consolidated financial statements from the date of acquisition. Separate financial results and pro forma financial information for Tagger have not been presented as the effect of this acquisition was not material to the Company's financial results. Repustate, Inc. On January 19, 2023, the Company completed the acquisition of all the outstanding equity of Repustate, Inc. The acquisition has increased the Company's power, breadth and automation of social listening, messaging, and customer care capabilities with added sentiment analysis, natural language processing (NLP) and artificial-intelligence (AI). The total final purchase consideration for the acquisition was $8.3 million, consisting of approximately $6.8 million in cash paid at the closing of the acquisition and a holdback of $1.5 million in cash to be paid as purchase consideration after the one-year anniversary of the closing of the acquisition, assuming no claims by the Company against the holdback amount for post-closing purchase price adjustments or indemnification matters. The purchase price holdback was paid in full in

January 2024. The excess of purchase consideration over the fair value of net assets acquired was recorded as goodwill, and is primarily attributable to expected post-acquisition synergies from integrating the technology into Sprout's platform. The goodwill is not deductible for income tax purposes. The fair values of the tangible and identifiable intangible assets acquired and liabilities assumed are based on management's estimates and assumptions. The allocation of fair value of purchase consideration was finalized in the fourth quarter of 2023. The following table summarizes the fair values of assets acquired and liabilities assumed as of the date of acquisition (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:79.669%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.131%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">January 19, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash and cash equivalents</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">366 </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">Intangible assets</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,800 </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">Deferred tax liability</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(477)</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">Other net tangible assets and liabilities assumed</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4)</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">Net assets acquired, excluding Goodwill</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,685 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Goodwill</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,611 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total consideration</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:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,296 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Deferred consideration related to holdback</td><td colspan="2" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,498)</td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Cash and cash equivalents acquired</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(366)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Cash paid for acquisition of business, net of cash acquired</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">6,432 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The following table summarizes the estimated fair values (in thousands) and estimated useful lives for the identifiable intangible assets acquired

as of the acquisition date: <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:65.887%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.010%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Expected Useful Life</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Customer Relationships</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">200 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">1 year</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Acquired Technology</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,600 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">5 years</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,800 </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></tr></table> The Company has included the financial results of Repustate in its condensed consolidated financial statements from the date of acquisition. Separate financial results and pro forma financial information for Repustate have not been presented as the effect of this acquisition was not material to the Company's financial results. 2023-08-02 144000000 75000000 The following table summarizes the fair values of assets acquired and liabilities assumed as of the date of acquisition (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:79.669%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.131%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">August 2, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash and cash equivalents</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4,648 </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">Accounts receivable</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,979 </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">Other current and noncurrent assets</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">932 </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">Intangible assets</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27,800 </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">Accounts payable, accrued expenses and other liabilities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,758)</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">Deferred revenue</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,243)</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">Net assets acquired, excluding Goodwill</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:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">31,358 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Goodwill</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">112,405 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total consideration</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">143,763 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Cash and cash equivalents acquired</td><td colspan="2" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,648)</td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Cash paid for acquisition of business, net of cash acquired</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</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">139,115 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The following table summarizes the fair values of assets acquired and liabilities assumed as of the date of acquisition (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:79.669%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.131%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">January 19, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash and cash equivalents</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">366 </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">Intangible assets</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,800 </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">Deferred tax liability</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(477)</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">Other net tangible assets and liabilities assumed</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4)</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">Net assets acquired, excluding Goodwill</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,685 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Goodwill</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,611 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total consideration</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">8,296 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Deferred consideration related to

holdback</td><td colspan="2" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,498)</td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Cash and cash equivalents acquired</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(366)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Cash paid for acquisition of business, net of cash acquired</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">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,432 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 4648000 2979000 932000 27800000 1758000 3243000 31358000 112405000 143763000 4648000 139115000 The following table summarizes the estimated fair values (in thousands) and estimated useful lives for the identifiable intangible assets acquired as of the acquisition date:<div style="margin-bottom:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:65.887%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.010%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Expected Useful Life</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Customer Relationships</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,400 </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:2px 1pt;text-align:right;vertical-align:bottom">7 years</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Acquired Technology</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14,100 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">5 years</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Trademark</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,300 </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:2px 1pt;text-align:right;vertical-align:bottom">5 years</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">27,800 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr></table></div><div style="margin-bottom:10pt;text-indent:36pt">The following table summarizes the estimated fair values (in thousands) and estimated useful lives for the identifiable intangible assets acquired as of the acquisition date:</div><div style="margin-bottom:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:65.887%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.010%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Expected Useful Life</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Customer Relationships</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">200 </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:2px 1pt;text-align:right;vertical-align:bottom">1 year</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Acquired Technology</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:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">1,600 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">5 years</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,800 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr></table></div> 12400000 P7Y 14100000 P5Y 1300000 P5Y 27800000 8300000 6800000 1500000 366000 1800000 477000 -4000 1685000 6611000 8296000 -1498000 366000 6432000 200000 P1Y 1600000 P5Y 1800000 <div style="margin-bottom:10pt;text-indent:36pt">The changes in the carrying amount of goodwill during the six months ended June 30, 2024 were as follows (in thousands):</div><div style="margin-bottom:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:83.996%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.804%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Goodwill balance as of December 31, 2023</div></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Helvetica',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">121,404 </td><td style="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">Purchase price allocation adjustment (Tagger)</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(89)</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"> Goodwill balance as of June 30, 2024 </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">121,315 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 121404000 89000 121315000 false false